SunCoke Energy, Inc. Form 4 July 22, 2015

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

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Check this box

SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations may continue. See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Thomson Michael J			2. Issuer Name and Ticker or Trading Symbol SunCoke Energy, Inc. [SXC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 1011 WARRI	· ·	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 07/21/2015	Director 10% Owner X Officer (give title Other (specify below) below)			
ROAD, SUITE 600				President & COO			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
LISLE, IL 60532				Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Table	e I - Non-D	erivative S	Securi	ties Acqu	ired, Disposed of	, or Beneficiall	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	07/21/2015		M	11,473	A	\$ 0 (1)	154,417	D	
Common Stock (2)	07/21/2015		F	3,569	D	\$ 12.48	150,848	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474

(9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	rivative Expiration Date curities (Month/Day/Year) quired (A) Disposed of) str. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. P. Deri Secu (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Common Stock Units (3)	<u>(4)</u>	07/21/2015		M	11,473	(5)	(5)	Common Stock	11,473	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Thomson Michael J 1011 WARRENVILLE ROAD SUITE 600 LISLE, IL 60532

President & COO

Signatures

/s/ Rita M. Slager, attorney-in-fact 07/22/2015

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
 - The shares of common stock were acquired pursuant to a grant of restricted common stock units under the SunCoke Energy, Inc.
- (1) Long-Term Performance Enhancement Plan. This transaction represents the settlement of vested restricted common stock units in shares of common stock.
- (2) Shares withheld by Registrant to satisfy minimum statutory withholding requirements on vesting of restricted common stock units.
 - Grant of restricted common stock units awarded in July 2011. These units were awarded pursuant to the SunCoke Energy, Inc. Long-Term Performance Enhancement Plan, in a transaction exempt under Rule 16b-3. Half of these units vest ratably in increments of
- (3) one-third at the end of each of three annual vesting cycles. The remaining half vests on the fourth anniversary of the date of grant.

 Incremental settlement is contingent only upon the continued employment of the reporting person with SunCoke Energy, Inc. through the end of each vesting cycle.
- (4) Conversion rate is 1 for 1.
- (5) Not applicable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2