

Advanced Emissions Solutions, Inc.
 Form 4
 January 04, 2017

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Sampson L Heath

2. Issuer Name and Ticker or Trading Symbol
 Advanced Emissions Solutions, Inc.
 [ADES]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 9135 S RIDGELINE BLVD STE
 200, C/O ADVANCED EMISSIONS
 SOLUTIONS, INC.

3. Date of Earliest Transaction
 (Month/Day/Year)
 01/02/2017

Director 10% Owner
 Officer (give title below) Other (specify below)
 President & CEO

(Street)
 HIGHLANDS RANCH, CO 80129

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	01/02/2017		F	555 ⁽¹⁾ D	\$ 9.24	147,763	D
Common Stock	01/02/2017		F	1,812 ⁽²⁾ D	\$ 9.24	145,951	D
Common Stock	01/02/2017		F	7,938 ⁽³⁾ D	\$ 9.24	138,013 ⁽⁴⁾	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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sampson L Heath 9135 S RIDGELINE BLVD STE 200 C/O ADVANCED EMISSIONS SOLUTIONS, INC. HIGHLANDS RANCH, CO 80129	X		President & CEO	

Signatures

/s/ L. Heath
Sampson

01/04/2017

**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).

- Represents the shares withheld to satisfy the minimum statutory tax withholding obligations upon the vesting of 1,489 shares issued under the issuer's Amended and Restated 2007 Equity Incentive Plan, as amended (the "2007 Plan"), pursuant to the 2014 Long Term Incentive Plan.
- (1) Represents the shares withheld to satisfy the minimum statutory tax withholding obligations upon the vesting of 1,489 shares issued under the 2007 Plan, pursuant to the 2014 Long Term Incentive Plan.
 - (2) Represents the shares withheld to satisfy the minimum statutory tax withholding obligations upon the vesting of 4,861 shares issued under the 2007 Plan, pursuant to the 2015 Long Term Incentive Plan.
 - (3) Represents the shares withheld to satisfy the minimum statutory tax withholding obligations upon the vesting of 24,000 shares issued under the 2007 Plan, pursuant to the Long Term Incentive Plan.
 - (4) Of the amount shown, 102,862 shares are restricted stock (not fully vested and subject to forfeiture or certain repurchase rights, as applicable, under the 2007 Plan).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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