Edgar Filing: West Fay - Form 4

| West Fay Form 4 July 26, 2011 | | | | | | | | |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--|--|--|
| FORM 4 UNITED | W | JRITIES AND EXCHANG ashington, D.C. 20549 | | OMB APPROVAL OMB 3235-0287 Number: January 31, Expires: 2005 | | | | |
| Subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Estimated average Subject to Section 16. SECURITIES Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Sobligations 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 West Fay | Symbo | uer Name and Ticker or Trading l oke Energy, Inc. [SXC] | 5. Relationship of Reporting Person(s) to Issuer | | | | | |
| (Last) (First) 1011 WARRENVILLE ROAD, SUITE 600 | (Middle) 3. Date (Month 07/26, | (Check all applicable) Director 10% Owner Officer (give titleX Other (specify below) Vice President and Controller | | | | | | |
| (Street) LISLE, IL 60532 | | nendment, Date Original Ionth/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (City) (State) | (Zip) Ta | ble I - Non-Derivative Securities | | f, or Beneficially Owned | | | | |
| 1.Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) | e 2A. Deemed Execution Date, if any | 3. 4. Securities | 5. Amount of Securities H Beneficially (Owned (Following (Reported Transaction(s) (Instr. 3 and 4) | 5. Ownership Form: Direct D) or Indirect I) I) Instr. 4) 7. Nature of Indirect Beneficial Ownership Instr. 4) 7. Nature of Beneficial (Instr. 4) | | | | |
| Reminder: Report on a separate lin | e for each class of se | information con required to resp | or indirectly. spond to the collec tained in this form ond unless the form ently valid OMB con | are not (9-02) m | | | | |

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

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. Number of | 6. Date Exercisable and | 7. Title and Amount of |
|-------------|-------------|---------------------|--------------------|-----------|--------------|-------------------------|------------------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transacti | orDerivative | Expiration Date | Underlying Securities |
| Security | or Exercise | | any | Code | Securities | (Month/Day/Year) | (Instr. 3 and 4) |

Edgar Filing: West Fay - Form 4

| (Instr. 3) | Price of Derivative Security | | (Month/Day/Year) | (Instr. 8 | | Acquired (or Dispose (D) (Instr. 3, 4 and 5) | ed of | | | | |
|-------------------------------------------|------------------------------------|------------|------------------|-----------|---|-----------------------------------------------------------|-------|---------------------|--------------------|-----------------|-------------------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Options (Right to Buy) (1) | \$ 17.39 | 07/26/2011 | | А | | 31,515 | | 07/23/2012 | 07/23/2021 | Common Stock | 31,515 |
| Common Stock Unit (2) | <u>(3)</u> | 07/26/2011 | | А | | 5,382 | | <u>(4)</u> | (4) | Common Stock | 5,382 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|-------------------------------------------------------------------|---------------|-----------|---------|-------------------------------|--|--|--|--|
| reporting o where runne / runness | Director | 10% Owner | Officer | Other | | | | |
| West Fay 1011 WARRENVILLE ROAD SUITE 600 LISLE, IL 60532 | | | | Vice President and Controller | | | | |
| Signatures | | | | | | | | |
| /s/ John J. DiRocco, Jr., attorney-in-fact | | 07/26/20 |)11 | | | | | |

<u>**</u>Signature of Reporting Person

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).

Date

Grant of stock options (right to buy SunCoke Energy, Inc. common stock), contingent upon the closing of the registrant's initial public
 (1) offering. These options were awarded pursuant to the SunCoke Energy, Inc. Long-Term Performance Enhancement Plan, in a transaction exempt under Rule 16b-3, and are exercisable in one-third installments on the anniversary of the date of grant.

Grant of restricted common stock units contingent upon the closing of the registrant's initial public offering. 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

- (2) these units vest ratably in increments of 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 reporting person with SunCoke Energy, Inc. through the end of each vesting cycle.
- (3) Conversion rate is 1 for 1.
- (4) 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.