SunCoke Energy Partners, L.P. Form 4/A

July 13, 2017 FORM 4

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

**OMB** 3235-0287 Number:

**OMB APPROVAL** 

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005

Form 4 or Form 5 obligations may continue.

See Instruction

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

response...

0.5

Estimated average

burden hours per

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Sun Coal & Coke LLC	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
	SunCoke Energy Partners, L.P. [SXCP]	(Check all applicable)			
(Last) (First) (Middle)  1011 WARRENVILLE ROAD, STE 600	3. Date of Earliest Transaction (Month/Day/Year) 06/12/2017	DirectorX10% Owner Officer (give title below) Other (specify below)			
(Street) LISLE, IL 60532	4. If Amendment, Date Original Filed(Month/Day/Year) 06/12/2017	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)	Table I - Non-Derivative Securities Acc	nuired. Disposed of, or Reneficially Owne			

(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned
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1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if		4. Securities Acquired (A) or Disposed of (D)	5. Amount of Securities	6. Ownership	7. Nature of Indirect
(Instr. 3)		any	Code	(Instr. 3, 4 and 5)	Beneficially	Form:	Beneficial
		(Month/Day/Year)	(Instr. 8)		Owned	Direct (D)	Ownership
					Following	or Indirect	(Instr. 4)
				(A)	Reported	(I)	
					Transaction(s)	(Instr. 4)	
			Code V	or Amount (D) Price	(Instr. 3 and 4)		
Common Units	06/12/2017		P(1)	19,200 A \$ 17.4453	26,615,617	D (2)	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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1.	Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	le and	8. Price of	9. Nu
D	erivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	ınt of	Derivative	Deriv
S	ecurity	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(I	nstr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
		Derivative				Securities	3		(Instr.	3 and 4)		Owne
		Security				Acquired						Follo
		•				(A) or						Repo
						Disposed						Trans
						of (D)						(Instr
						(Instr. 3,						`
						4, and 5)						
						, ,						
										Amount		
							Date	Expiration		or		
							Exercisable	Date	Title	Number		
							Lacicisable	Date		of		
					Code V	(A) (D)				Shares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
Sun Coal & Coke LLC						
1011 WARRENVILLE ROAD, STE 600		X				
LISLE IL 60532						

## **Signatures**

/s/ Rita M. Slager, attorney-in-fact 07/13/2017

\*\*Signature of Reporting Person D

### **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 purchases reported in this amended Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by Sun Coal & Coke LLC on May 1, 2017. On June 12, 2017, the reporting person (relying upon data provided by the broker) mistakenly filed a Form 4 reporting the purchase, pursuant to the Rule 10b5-1 trading plan, of 34,100 Common Units representing limited partnership interests in the issuer.

- (1) The actual number of Common Units purchased (according to corrected data subsequently provided by the broker) was only 19,200. The actual number of Common Units beneficially owned by the reporting person following this transaction was 26,615,617. This amended Form 4 is being filed to correct both the number of Common Units purchased in the original transaction as well as the amount owned following the transaction.
- Sun Coal & Coke LLC (reporting person) is the record and beneficial owner of the Common Units reported on this form. SunCoke Energy, Inc. holds 100% of the membership interests in Sun Coal & Coke LLC and thus may be deemed to beneficially own Sun Coal & Coke LLC's interest in the issuer, through its ability to control Sun Coal & Coke LLC. SunCoke Energy, Inc. and Sun Coal & Coke LLC also may be deemed to own beneficially a 2% general partner interest in the Issuer through SunCoke Energy Partners GP LLC, a wholly owned subsidiary of Sun Coal & Coke LLC. This Form 4 therefore comprises a joint filing by Sun Coal & Coke LLC and SunCoke Energy, Inc.

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.

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