Mangrove Partners Master Fund, Ltd.

Form 4 July 07, 2017

# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

Number:

Expires:

5. Relationship of Reporting Person(s) to

Issuer

**OMB APPROVAL** 

3235-0287

January 31,

Form 4 or Form 5 obligations may continue.

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

2. Issuer Name and Ticker or Trading

SunCoke Energy, Inc. [SXC]

See Instruction 30(h) of the Investment Company Act of 1940

1(b).

\$0.01 par value

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Mangrove Partners Master Fund, Ltd. Symbol

				SunCoke Energy, Inc. [SXC]						(Check all applicable)			
(Last) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year)  07/05/2017  ———————————————————————————————————								
				Director 10% Owner Officer (give title Other (specify below)									
(Street)				Filed(Month/Day/Year) Ap				Individual or Joint/Group Filing(Check pplicable Line) Form filed by One Reporting Person					
GEORGE TOWN, E9 KY1-1104				_>					X_ Form filed by More than One Reporting Person				
	(City)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any (Month/Da	Date, if	Date, if TransactiorDisposed of (D) Code (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 Indirect Beneficial Ownership (Instr. 4)			
	Common Stock, \$0.01 par value	07/05/2017			Code	V	Amount 41,131	(D)	Price \$ 11.0051	6,670,797	D (1) (2)		
	Common Stock, \$0.01 par value	07/06/2017			S		50,000	D	\$ 11.1	6,620,797	D (1) (2)		
	Common Stock,	07/06/2017			S		174,611	D	\$ 11.064	6,446,186	D (1) (2)		

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

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SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	١
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amou	nt of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
					(A) or						J
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date Expiration Exercisable Date		Number			
							Date		of		
				Code V	(A) (D)				Shares		
				Couc v	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Mangrove Partners Master Fund, Ltd. PO BOX 309, UGLAND HOUSE, S. CHURCH ST. GEORGE TOWN, E9 KY1-1104

Mangrove Partners Fund (Cayman), Ltd. MAPLES CORP. SVCS, PO BOX 309 UGLAND HOUSE, S. CHURCH STREET GEORGE TOWN, E9 KY1-1104

Mangrove Partners Fund, L.P. 645 MADISON AVENUE, 14TH FLOOR NEW YORK, NY 10022

MANGROVE CAPITAL 645 MADISON AVENUE, 14TH FLOOR NEW YORK, NY 10022

AUGUST NATHANIEL H. 645 MADISON AVENUE, 14TH FLOOR NEW YORK, NY 10022

MANGROVE PARTNERS 645 MADISON AVENUE, 14TH FLOOR NEW YORK, NY 10022

Reporting Owners 2

## **Signatures**

/s/ Nathaniel H. August, as Director of The Mangrove Partners Master Fund, Ltd.						
**Signature of Reporting Person						
/s/ Nathaniel H. August, as Director of Mangrove Partners, the Investment Manager of the Reporting Person						
**Signature of Reporting Person	Date					
/s/ Nathaniel H. August, as Director of Mangrove Capital, the General Partner of the Reporting Person						
**Signature of Reporting Person	Date					
/s/ Nathaniel H. August as director of Mangrove Capital						
**Signature of Reporting Person	Date					
/s/ Nathaniel H. August	07/07/2017					
**Signature of Reporting Person	Date					
/s/ Nathaniel H. August as director of Mangrove Partners						
**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).
- This Form is being jointly filed by (1) The Mangrove Partners Master Fund, Ltd. (the "Master Fund"), (2) The Mangrove Partners Fund, L.P. (the "US Feeder"), (3) The Mangrove Partners Fund (Cayman), Ltd. (the "Cayman Feeder"), (4) Mangrove Partners, (5) Mangrove Capital and (6) Nathaniel August. Each of the foregoing is referred to as a "Reporting Person" and collectively as the "Reporting Persons."
  - The shares which are the subject of this Form are held by the Master Fund. Beneficial ownership of the shares which is the subject of this Form is also claimed indirectly by (i) the US Feeder and the Cayman Feeder, which are the two controlling shareholders of the Master
- (2) Fund, (ii) Mangrove Partners which serves as the investment manager of each of the Master Fund, the US Feeder and the Cayman Feeder, (iii) Mangrove Capital which serves as the general partner of the US Feeder, and (iv) Nathaniel August who is the principal of Mangrove Partners and Mangrove Capital.

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.

Signatures 3