





Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(e) Compensatory Arrangements of Certain Officers.

On October 25, 2016, the Compensation Committee of the Board of Directors approved equity awards granted under the Company's Amended and Restated Equity Incentive Plan to named executive officers, as follows:

Named Executive Officers & Title	Class A Common Stock Options	Restricted Class A Common Stock
Thomas J. Nimbley, Executive Chairman of the Board and Chief Executive Officer	200,000	80,000
Matthew C. Lucey, President	120,000	55,000
Erik Young, Senior Vice President and Chief Financial Officer	110,000	52,500
Thomas O'Connor, SVP-Commercial	100,000	50,000

Each of the awards will vest in four equal annual installments commencing on the first anniversary of the date of grant, subject to acceleration under certain circumstances set forth in the applicable award agreement, the form of which agreement is attached as Exhibit 10.1 to this Form 8-K.

Item 9.01 Financial Statements and Exhibits

10.1 Form of Restricted Stock Agreement

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: October 28, 2016

PBF Energy Inc.  
(Registrant)

By: /s/ Trecia  
Canty

Name: Trecia  
Canty

Senior  
Vice

Title: President,  
General  
Counsel

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EXHIBIT INDEX

Exhibit No. Description

10.1 Form of Restricted Stock Agreement