

Advanced Emissions Solutions, Inc.
 Form 4
 March 03, 2016

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 *
 Amrhein Christine B.

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.,
 SUITE 200, C/O ADVANCED
 EMISSIONS SOLUTIONS, INC.
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 03/01/2016

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 General Counsel

HIGHLANDS RANCH, CO 80129
 (City) (State) (Zip)

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

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | 03/01/2016 | | M | (A) or (D) A | 2,608 (1) \$ 0 (2) | 16,742 (3) | D |
| Common Stock | | | | | 30,994 (4) | I | By Spouse |

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

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 (9-02)

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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Performance Share Units | (1) | 03/01/2016 | | M | 7,672 | (1) (1) | Common Stock | 7,672 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| Amrhein Christine B. 9135 S. RIDGELINE BLVD., SUITE 200 C/O ADVANCED EMISSIONS SOLUTIONS, INC. HIGHLANDS RANCH, CO 80129 | | | General Counsel | |

Signatures

/s/ Christine B. Amrhein 03/03/2016

**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).
- On March 1, 2016, the Compensation Committee of the Board of Directors of the issuer determined that of the 7,672 performance share units ("PSUs") awarded to the reporting person on May 14, 2013 (adjusted for the 2:1 stock dividend in March 2014) pursuant to the 2013
- (1) Long Term Incentive Plan under the issuer's Amended and Restated 2007 Equity Incentive Plan, as amended (the "2007 Plan"), 2,608 PSUs vested based on the achievement of specific performance criteria over a three year performance period ended December 31, 2015. Each vested PSU represents the right to receive one share of the issuer's common stock.
 - (2) Common stock was issued pursuant to the vesting terms of the PSUs, which were granted for services rendered to the Company by the reporting person.
 - (3) Of the amount shown, 1,746 shares are held in a qualified pension plan account of the reporting person and 4,163 shares are restricted stock (not fully vested and subject to certain repurchase rights or transfer restrictions under the 2007 Plan).
 - (4) Of the amount shown, 9,532 shares are held in a qualified pension plan account of the reporting person's spouse in accordance with the issuer's Amended and Restated 2010 Non-Management Compensation and Incentive Plan.
 - (5) The PSUs were granted for services rendered to the Company by the reporting person.

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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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