

Advanced Emissions Solutions, Inc.

Form 4

March 03, 2016

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**MATTISON GRAHAM O**

(Last) (First) (Middle)

**C/O ADVANCED EMISSIONS  
SOLUTIONS, INC., 9135 S.  
RIDGELINE BLVD., SUITE 200**

(Street)

**HIGHLANDS RANCH, CO 80129**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**Advanced Emissions Solutions, Inc.  
[ADES]**

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

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
☒ Officer (give title below) \_\_\_\_ Other (specify below)  
VP Investor Relations

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/01/2016		M	(A) or (D) A	2,119 (1) \$ 0 (2)	15,644 (3)	D

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

**Persons who respond to the collection of  
information contained in this form are not  
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SEC 1474  
(9-02)

**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 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. D S (I
Performance Share Units	(1)	03/01/2016		M	6,232	(1) (1)	Common Stock	6,232

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MATTISON GRAHAM O C/O ADVANCED EMISSIONS SOLUTIONS, INC. 9135 S. RIDGELINE BLVD., SUITE 200 HIGHLANDS RANCH, CO 80129	VP Investor Relations

## Signatures

/s/ Graham O.  
Mattison 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 6,232 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"), 2,119 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, 3,172 shares are restricted stock (not fully vested and subject to certain repurchase rights or transfer restrictions under the 2007 Plan).
- (4) The PSUs were granted for services rendered to the Company by the reporting person.

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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