

TECO ENERGY INC
Form 4
July 05, 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 *
RANKIN THOMPSON L

(Last) (First) (Middle)

C/O TECO ENERGY, INC., P.O.
BOX 111

(Street)

TAMPA, FL 33601

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TECO ENERGY INC [TE]

3. Date of Earliest Transaction
(Month/Day/Year)
07/01/2016

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)

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)
			Code	V Amount (D) Price			
Common Stock	05/31/2016		G	V 1,637 D \$ 0	567,631	D	
Common Stock	06/20/2016		G	V 3,473 D \$ 0	564,158	D	
Common Stock	06/27/2016		G	V 76 D \$ 0	564,082	D	
Common Stock	07/01/2016		D	564,082 D \$ 27.55 (1) 0		D	
Common Stock	07/01/2016		D	96,091 D \$ 27.55 0		I	By CH Rankin

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						<u>(1)</u>			Grantor Trust
Common Stock	07/01/2016	D	67,979	D	\$ 27.55	0	I		By TL Rankin Jr. Grantor Trust
					<u>(1)</u>				
Common Stock	07/01/2016	D	1,343	<u>(2)</u> D	\$ 27.55	0	I		By Wife
					<u>(1)</u>				

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

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount of Number of Shares
Phantom Stock Units	<u>(3)</u>	07/01/2016		D	62,429.61	<u>(3)</u> <u>(3)</u>	Common Stock 62,429.61
Restricted Stock Units	<u>(4)</u>	07/01/2016		D	2,885	<u>(4)</u> <u>(4)</u>	Common Stock 2,885

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RANKIN THOMPSON L C/O TECO ENERGY, INC. P.O. BOX 111 TAMPA, FL 33601		X		

Signatures

David E. Schwartz, by Power of
Attorney

07/05/2016

__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).

(1) Reflects the disposition of shares and restricted shares pursuant to the Agreement and Plan of Merger by and among TECO Energy, Inc., Emera Inc. and Emera US Inc. (the "Merger Agreement"). Pursuant to the Merger Agreement, as of the effective date of the merger (July 1, 2016), the outstanding shares of TECO common stock were cancelled and converted automatically into the right to receive (without interest, and less any applicable holdings) \$27.55 in cash per share (the "Per-Share Merger Consideration").

(2) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

(3) Reflects the disposition of Phantom Stock Units under the Directors' Deferred Compensation Plan. Pursuant to the Merger Agreement, as of the effective date of the merger, the Phantom Stock Units were converted into an amount of cash equal to the Per-Share Merger Consideration.

(4) Reflects the disposition of Restricted Stock Units pursuant to the Merger Agreement. Pursuant to the Merger Agreement, as of the effective date of the merger, the Restricted Stock Units vested and were cancelled and converted into the right to receive a lump-sum cash payment (paid as promptly as practicable following the effective date of the merger) equal to the Per-Share Merger Consideration (plus any accrued dividends).

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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