

PBF Energy Inc.  
Form 8-K  
October 28, 2016

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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FORM 8-K

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CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934  
Date of Report (Date of Earliest Event Reported): October 25, 2016  
PBF ENERGY INC.  
(Exact Name of Registrant as Specified in its Charter)

Delaware 001-35764 45-3763855  
(State or other jurisdiction (Commission (I.R.S. Employer  
of incorporation or organization) File Number) Identification Number)

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One Sylvan Way, Second Floor  
Parsippany, New Jersey 07054  
(Address of the Principal Executive Offices) (Zip Code)

(973) 455-7500  
(Registrant's Telephone Number, including area code)

N/A  
(Former Name or Former Address, if Changed Since Last Report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



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