

SunCoke Energy Partners, L.P.
 Form 4
 May 13, 2014

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 *
 Sun Coal & Coke LLC

2. Issuer Name and Ticker or Trading Symbol
 SunCoke Energy Partners, L.P.
 [SXCP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 1011 WARRENVILLE ROAD - SUITE 600
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/09/2014

Director 10% Owner
 Officer (give title below) Other (specify below)

LISLE, IL 60532

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

(City) (State) (Zip)

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 Ownership (Instr. 4)
Common Units, representing limited partner interests	05/09/2014		P	2,695,055 <u>(1)</u> <u>(2)</u>	A \$ 28.7 4,904,752	D	
Common Units, representing limited partner	05/09/2014		P	2,695,055 <u>(1)</u> <u>(2)</u>	A \$ 28.7 4,904,752	I	See Footnotes <u>(1)</u> <u>(2)</u>

interests

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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Sun Coal & Coke LLC
1011 WARRENVILLE ROAD - SUITE 600
LISLE, IL 60532

X X

SunCoke Energy, Inc.
1011 WARRENVILLE ROAD - SUITE 600
LISLE, IL 60532

X

Signatures

/s/ Mark E. Newman, SVP & CFO, Sun Coal & Coke LLC

05/13/2014

**Signature of Reporting Person

Date

/s/ Mark E. Newman, SVP & CFO, SunCoke Energy, Inc.

05/13/2014

**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) SunCoke Energy, Inc. ("SunCoke Inc.") and SunCoal & Coke LLC ("SC&C") also may be deemed to own beneficially a 2% general partner interest in the Issuer through SunCoke Energy Partners GP LLC, a wholly owned subsidiary of SC&C.
- (2) This Form 4 is jointly filed by SC&C and SunCoke Inc. SC&C is a wholly owned subsidiary of SunCoke Inc. SunCoke Inc. may be deemed to beneficially own SC&C's interest in the Issuer through its ability to control SC&C.

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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