TECO ENERGY INC Form 4 July 05, 2016

# FORM 4

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB APPROVAL OMB** 

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Check this box if no longer subject to Section 16. Form 4 or

**SECURITIES** Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940

See Instruction 1(b).

(Print or Type Responses)

1. Name and Addi Shell Ryan A	ress of Report	ing Person *	2. Issuer Name and Ticker or Trading Symbol TECO ENERGY INC [TE]	5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)				
			(Month/Day/Year)	Director 10% Owner				
C/O TECO ENERGY, INC., P.O. BOX 111			07/01/2016	_X_ Officer (give title Other (spe below) below) President of New Mexico Gas C				
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check				
TAMPA, FL 33601-0111			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative S	Securi	ties Acqu	iired, Disposed of	, or Beneficiall	y 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 on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(IIIsti. +)
Common Stock	07/01/2016		D	10,041	D	\$ 27.55	0	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

#### Edgar Filing: TECO ENERGY INC - Form 4

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. Transact Code (Instr. 8)	5. Number ion 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. Pr Deri Secu (Inst
				Code V	′ (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(2)	07/01/2016		D	7,323	(2)	(2)	Common Stock	7,323	

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Shell Ryan A C/O TECO ENERGY, INC. P.O. BOX 111 TAMPA, FL 33601-0111

President of New Mexico Gas Co

### **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).

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 withholdings) \$27.55 in cash per share (the "Per-Share Merger Consideration"). Pursuant to the Merger Agreement, with respect to performance-based awards, any performance goals and bonus multipliers were deemed achieved at the maximum level.

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 were cancelled and converted into the right to receive (i) a pro-rated lump-sum cash payment based on the Per-Share Merger Consideration (paid as promptly as practicable following the effective date of the merger,

(2) less any applicable witholdings) and (ii) a cash service award subject to the same terms and conditions (including service-based vesting, but not performance-based vesting) applicable to the corresponding Restricted Stock Unit immediately prior to the effective date of the merger. Pursuant to the Merger Agreement, with respect to performance-based awards, any performance goals and bonus multipliers were deemed achieved at the maximum level.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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