

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 *
Callahan Sandra W.

(Last) (First) (Middle)

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

(Street)

TAMPA, FL 33601-0111

(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)
Senior VP/CFO

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 Ownership (Instr. 4)				
				Code	V	Amount	(A) or (D)	Price			
Common Stock	07/01/2016		D			172,976.755	D	\$ 27.55	0	D	
								<u>(1)</u>			
Common Stock	07/01/2016		D			9,155.616	D	\$ 27.55	0	I	By Savings Plan
								<u>(1)</u>			

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

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SEC 1474 (9-02)

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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. Amount or Number of Shares
Restricted Stock Units	(2)	07/01/2016		D	25,997	(2) (2)	Common Stock	25,997

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Callahan Sandra W. C/O TECO ENERGY, INC. P. O. BOX 111 TAMPA, FL 33601-0111			Senior VP/CFO	

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 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.

(2) 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, but not performance-based vesting) 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.