

Advanced Emissions Solutions, Inc.
 Form 4
 January 07, 2015

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 *
 Amrhein Christine B.

2. Issuer Name and Ticker or Trading Symbol
 Advanced Emissions Solutions, Inc.
 [ADES]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 9135 S. RIDGELINE BLVD.,
 SUITE 200, C/O ADVANCED
 EMISSIONS SOLUTIONS, INC.
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 01/01/2015

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

HIGHLANDS RANCH, CO 80129

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	01/01/2015		F	476 ⁽¹⁾	D \$ 22.79	12,161	D
Common Stock	01/02/2015		F	297 ⁽²⁾	D \$ 21.86	11,864 ⁽³⁾	D
Common Stock	01/02/2015		F	42 ⁽⁴⁾	D \$ 21.86	31,786 ⁽⁵⁾	I By Spouse

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
				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

Amrhein Christine B.
9135 S. RIDGELINE BLVD., SUITE 200
C/O ADVANCED EMISSIONS SOLUTIONS, INC.
HIGHLANDS RANCH, CO 80129

General
Counsel

Signatures

Christine B. 01/07/2015
Amrhein

**Signature of Date
Reporting Person

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) Represents the shares withheld to satisfy the minimum statutory tax withholding obligations upon the vesting of 1,278 shares issued under the issuer's Amended and Restated 2007 Equity Incentive Plan, as amended (the "2007 Plan"), pursuant to the 2013 Long Term Incentive Plan.
- (2) Represents the shares withheld to satisfy the minimum statutory tax withholding obligations upon the vesting of 796 shares issued under the 2007 Plan pursuant to the 2014 Long Term Incentive Plan.
- (3) Of the amount shown, 1,746 shares are held in the qualified pension plan account of the reporting person and 4,534 shares are restricted stock (not fully vested and subject to certain repurchase rights under the 2007 Plan).
- (4) Represents the shares withheld to satisfy the minimum statutory tax withholding obligations upon the vesting of 114 shares issued under the issuer's Amended and Restated 2010 Non-Management Compensation and Incentive Plan, as amended (the "2010 Plan"), pursuant to the 2014 Management Incentive Program.

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- (5) Of the amount shown, 9,532 shares are held in the qualified pension plan account of the reporting person and 1102 shares are restricted stock (not fully vested and subject to certain repurchase rights under the 2010 Plan).

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.