PBF Energy Inc. Form 3 February 09, 2015

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

OMB

Number:

response...

January 31, Expires:

OMB APPROVAL

3235-0104

2005

0.5

Estimated average burden hours per

INITIAL STATEMENT OF 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement PBF Energy Inc. [PBF] A O Connor Thomas L (Month/Day/Year) 02/01/2015 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 1 SYLVAN WAY, SECOND (Check all applicable) **FLOOR** (Street) 6. Individual or Joint/Group 10% Owner Director _X__ Officer Other Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting

PARSIPPANY, NJÂ 07054

Form filed by More than One Reporting Person Table I - Non-Derivative Securities Beneficially Owned

Senior Vice President

(City) (State)

(Instr. 4)

1. Title of Security

2. Amount of Securities Beneficially Owned (Instr. 4)

Ownership Form: Direct (D) or Indirect

(I) (Instr. 5) 4. Nature of Indirect Beneficial Ownership

Person

(Instr. 5)

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

(Zip)

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security: Security Direct (D) or Indirect (I)		

						(Instr. 5)	
Employee Stock Options (right to buy)	(1)	09/04/2024	Class A Common Stock	50,000	\$ 27.39	D	Â
Employee Stock Options (right to buy)	(2)	10/29/2024	Class A Common	50,000	\$ 24.43	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
O Connor Thomas L 1 SYLVAN WAY, SECOND FLOOR PARSIPPANY Â NIÂ 07054	Â	Â	Senior Vice President	Â		

Signatures

/s/Thomas L. O'Connor by Jeffrey Dill as Attorney-in-Fact

02/09/2015

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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 options to purchase shares of Class A Common Stock. The options will vest in four equal annual installments beginning on September 4, 2015.
- (2) Represents options to purchase shares of Class A Common Stock. The options will vest in four equal annual installments beginning on October 29, 2015.

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.

Reporting Owners 2