

Advanced Emissions Solutions, Inc.  
 Form 4  
 January 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 \*  
**MATTISON GRAHAM O**

(Last) (First) (Middle)

C/O ADVANCED EMISSIONS SOLUTIONS, INC., 9135 S. RIDGELINE BLVD., SUITE 200

(Street)

HIGHLANDS RANCH, CO 80129

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 01/01/2016

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)  
 VP Investor Relations

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 Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	01/01/2016		F	387 <sup>(1)</sup> D	7.07 <sub>(2)</sub>	14,253	D
Common Stock	01/02/2016		F	277 <sup>(3)</sup> D	7.07 <sub>(2)</sub>	13,976	D
Common Stock	01/02/2016		F	451 <sup>(4)</sup> D	7.07 <sub>(2)</sub>	13,525 <sup>(5)</sup>	D

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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)

Table with columns for 1. Title of Derivative Security, 2. Conversion or Exercise Price of Derivative Security, 3. Transaction Date, 3A. Deemed Execution Date, 4. Transaction Code, 5. Number of Derivative Securities, 6. Date Exercisable and Expiration Date, 7. Title and Amount of Underlying Securities, 8. Price of Derivative Security, 9. Number of Derivative Securities.

Reporting Owners

Table with columns for Reporting Owner Name / Address and Relationships (Director, 10% Owner, Officer, Other). Entry for MATTISON GRAHAM O, VP Investor Relations.

Signatures

/s/ Graham O. Mattison 01/05/2016

\*\*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) Represents the shares withheld to satisfy the minimum statutory tax withholding obligations upon the vesting of 1,039 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) The share price used is the average of the high bid and low ask stock prices on the relevant date, calculated in accordance with the provisions of the 2007 Plan.
(3) Represents the shares withheld to satisfy the minimum statutory tax withholding obligations upon the vesting of 744 shares issued under the 2007 Plan pursuant to the 2014 Long Term Incentive Plan.

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- (4) Represents the shares withheld to satisfy the minimum statutory tax withholding obligations upon the vesting of 1,212 shares issued under the 2007 Plan pursuant to the 2015 Long Term Incentive Plan.
- (5) Of the amount shown, 3,172 shares are restricted stock (not fully vested and subject to certain repurchase rights under the 2007 Plan).

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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