TECO ENERGY INC

Check this box

if no longer

subject to

Form 4

February 05, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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Section 16. Form 4 or Form 5 obligations may continue.

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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * GILLETTE GORDON L

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

TECO ENERGY INC [TE]

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction

Director 10% Owner Other (specify

President-Tampa Electric Co.

(Month/Day/Year) 02/03/2016

X_ Officer (give title below) below)

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

4. If Amendment, Date Original

(Instr. 8)

6. Individual or Joint/Group Filing(Check

(Street)

Filed(Month/Day/Year) Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

(Instr. 4)

Person

TAMPA, FL 33601-0111

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (T)

(Instr. 4)

(A)

(Instr. 3, 4 and 5)

Reported Transaction(s)

(Instr. 3 and 4) Code V Amount (D) Price

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)

1. Title of Derivative Security (Instr. 3)

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if

any

4. 5. Number of **Transaction**Derivative Code Securities

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amo Underlying Secu (Instr. 3 and 4)

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	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	or Dispo	or Disposed of (D) (Instr. 3, 4,				
				Code	V (A)	(D)	Date Exercisable	Expiration Date	Title	Ar or Nu of
Restricted Stock Units	(1)	02/03/2016		A	8,239		(2)	(2)	Common Stock	8
Performance-Based Restricted Stock Units	<u>(1)</u>	02/03/2016		A	19,22	4	(3)	(3)	Common Stock	19

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GILLETTE GORDON L C/O TECO ENERGY, INC. P. O. BOX 111 TAMPA, FL 33601-0111

President-Tampa Electric Co.

Signatures

Charles A. Attal, by Power of Attorney

02/05/2016

**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) Each restricted stock unit represents a contingent right to receive one share of TECO Energy, Inc. common stock or the cash value thereof.
- The restricted stock units vest on Feb3, 2019, three years from the date of grant, or upon the closing of the transaction contemplated by (2) the Agreement and Plan of Merger by and among TECO Energy, Inc., Emera Inc., and Emera US, Inc. as of Sept 4, 2015 (the "Merger Agreement").
- (3) The performance-based restricted stock units vest based upon the satisfaction of performance criteria following the end of the performance period, Dec. 31, 2018, or upon the closing of the transaction contemplated by the Merger Agreement.

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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