

PBF Energy Inc.  
Form 8-K  
May 15, 2013

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**FORM 8-K**

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CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of Earliest Event Reported): May 10, 2013

**PBF ENERGY INC.  
PBF HOLDING COMPANY LLC**  
(Exact Name of Registrant as Specified in its Charter)

<b>Delaware</b>	<b>001-35764</b>	<b>45-3763855</b>
<b>Delaware</b>	<b>333-186007</b>	<b>27-2198168</b>
(State or other jurisdiction of incorporation or organization)	(Commission File Number)	(I.R.S. Employer Identification Number)

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**One Sylvan Way, Second Floor  
Parsippany, New Jersey 07054**  
(Address of the Principal Executive Offices) (Zip Code)

**(973) 455-7500**  
(Registrant's Telephone Number, including area code)

**N/A**  
(Former Name or Former Address, if Changed Since Last Report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

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Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On May 13, 2013, PBF Energy Inc. and PBF Holding Company LLC (collectively, the “Company”) issued a press release announcing that, on May 10, 2013, Donald F. Lucey, Executive Vice President and Chief Commercial Officer and a named executive officer of the Company had informed the Company of his intention to retire as an officer of the Company and a director of PBF Holding Company LLC at the end of 2013. Mr. Lucey will continue to be responsible for the day-to-day management of the Company’s Commercial group until June 1, 2013. Effective June 1, 2013, management of the Commercial group will be assumed by Paul Davis and Todd O’Malley, who will serve as co-heads of Commercial. Mr. Davis will have specific responsibilities relative to crude oil and feedstocks, and Mr. O’Malley will manage products. During the remaining seven months of his tenure, Mr. Lucey will assist Messrs. Davis and O’Malley in their new roles, and also work on corporate projects with the Company’s Executive Chairman, Thomas D. O’Malley. A copy of the press release is furnished with this Current Report as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

Exhibit No.	Description
99.1	Press release dated May 13, 2013 regarding the retirement of Donald F. Lucey

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: May 14, 2013

PBF Energy Inc.  
(Registrant)

By: /s/Jeffrey Dill  
Name: Jeffrey Dill  
Title: Senior Vice  
President,  
General Counsel

Dated: May 14, 2013

PBF Holding Company  
LLC  
(Registrant)

By: /s/ Jeffrey Dill  
Name: Jeffrey Dill  
Title: Senior Vice  
President,  
General Counsel

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EXHIBIT INDEX

Exhibit No. Description

99.1 Press release dated May 13, 2013 regarding the retirement of Donald F. Lucey