FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**OMB APPROVAL** 

| 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

3235-0287 Estimated average burden 0.5 hours per response

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| (Last) CENTRU  | ridge Phil<br>(F<br>US ENERG                        | irst)<br>Y CORP.   | (Middle)               |  | 2. Issuer Name and Ticker or Trading Symbol CENTRUS ENERGY CORP [ LEU ]  3. Date of Earliest Transaction (Month/Day/Year) 09/30/2019 |  |                                      |  |                  |  |   |  | Directo  Officer below)                             | ationship of Reporting Per<br>ek all applicable) Director Officer (give title<br>below) SVP, CFO, CAO      |                                 |   | vner<br>specify                       |
|--|---|--|------------------------|--|--|--|--------------------------------------|--|------------------|--|---|--|---|--|---------------------------------|---|---------------------------------------|
| 6901 ROCKLEDGE DRIVE, SUITE 800  (Street)  BETHESDA MD 20817  (City) (State) (Zip) |   |  | 4.                     | 4. If Amendment, Date of Original Filed (Month/Day/Year) |  |  |                                      |  | Lin              | e)<br>X Form fi<br>Form fi   | ividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person |  |   |  |                                 |   |                                       |
|  |   | Ta   | ble I - Non-De         | erivati  | ve Se  | ecurities  | s Ac                                 | quired, D  | ispose           | d o  | f, or Be  | neficial   | y Owned   |  |                                 |   |                                       |
| 1. Title of Security (Instr. 3)  2. Transc Date (Month/E                           |   |  | е                      | action ZA. Deemed Execution Date if any (Month/Day/Year) |  |  | Transaction Disposed Of Code (Instr. |  |                  | ities Acquired (A) or<br>d Of (D) (Instr. 3, 4 and 5)<br>(A) or<br>(D) Price |   | 5) Securities Beneficially Owned Following Reported Transaction(s) |   | Form   | : Direct<br>Indirect<br>str. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |                                       |
|  |   |  | Table II - Der<br>(e.g |  |  |  |                                      |  | sposed           | of,  | or Bene   | eficially  | (Instr. 3 a   | na 4)  |                                 |   |                                       |
| Security or Exerci (Instr. 3) Price of   | Conversion<br>or Exercise<br>Price of<br>Derivative | onversion   Date   Execution D   if any   ice of erivative |                        | Code (Instr.   |  | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed<br>of (D) (Instr.<br>3, 4 and 5) |                                      | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                  | ıd   | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4)                                   |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction( | e<br>s<br>ally                  | Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | Beneficial<br>Ownership<br>(Instr. 4) |
|  |   |  |                        | Code   | v  | (A)  | (D)                                  | Date<br>Exercisable  | Expirati<br>Date |  | Title   | Amount<br>or<br>Number<br>of Shares                                |   | (Instr. 4)   | ion(s)                          |   |                                       |
| Employee<br>Stock<br>Option<br>(Right to   | \$3.65  | 09/30/2019   |                        | A  |  | 100,000  |                                      | (1)  | 09/30/20         | 019  | Class A<br>Common<br>Stock  | 100,000  | \$0   | 100,0  | 00                              | D   |                                       |

## **Explanation of Responses:**

1. The option vests in two equal annual installments on each of September 30, 2021 and September 30, 2022.

/s/ Dennis J. Scott, Attorney-in-

**Fact** 

\*\* Signature of Reporting Person Date

10/01/2019

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

- $^{\star}$  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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.