

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

Chief Financial Officer

On June 7, 2019, Marian K. Davis voluntarily resigned from her position as Senior Vice President, Chief Financial Officer and Treasurer of Centrus Energy Corp. (the “Company”). Her resignation is expected to be effective following the filing of the Company’s Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2019 (the “Separation Date”). If the Company has not hired a replacement Chief Financial Officer by the Separation Date, the Board of Directors of the Company is expected to appoint an interim Chief Financial Officer until such time as a successor is appointed. Ms. Davis’ resignation is not due to a dispute or disagreement with the Company.

Subject to Ms. Davis’ continued employment through the Separation Date and in exchange for a full general release of claims, the Company has agreed to pay Ms. Davis an amount equal to the 2019 annual incentive at target prorated through the Separation Date as consideration for such continued employment and her assistance in the transition of duties. Any amounts payable to Ms. Davis will otherwise be in accordance with the underlying terms of the plan documents described in more detail in the Company’s Definitive Proxy Statement on Schedule 14A, which was filed with the Securities and Exchange Commission on April 23, 2019.

SIGNATURE

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 thereunto duly authorized.

Centrus Energy Corp.

Date: June 13, 2019

By: /s/ Dennis J. Scott

Dennis J. Scott

Senior Vice President, General Counsel, Chief Compliance Officer
and Corporate Secretary