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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

December 12, 2006

USEC Inc.

USEC Inc.
(Exact name of registrant as specified in its charter)

Delaware

1-14287

52-2107911

Delaware
(State or other jurisdiction
of incorporation)

1-14287
(Commission
File Number)

52-2107911
(I.R.S. Employer
Identification No.)

2 Democracy Center, 6903 Rockledge Drive,
Bethesda, Maryland

20817

2 Democracy Center, 6903 Rockledge Drive,
Bethesda, Maryland
(Address of principal executive offices)

20817
(Zip Code)

Registrant's telephone number, including area code:

(301) 564-3200

Not Applicable

Not Applicable
Former name or former address, if changed since last report

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)
 - 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))
-

[Top of the Form](#)

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

On December 12, 2006, the Board of Directors of USEC Inc. (the "Company") increased the number of directors from eight to nine and elected Joseph T. Doyle as a new director, effective December 18, 2006. Mr. Doyle will serve on the Company's Audit, Finance and Corporate Responsibility Committee.

Mr. Doyle, age 59, is a consultant to and a director of several for profit companies and not for profit organizations. From July 2002 through March 2003, he served as Senior Vice President and Chief Financial Officer of Foster Wheeler, Inc. Prior to joining Foster Wheeler, Mr. Doyle was Executive Vice President and Chief Financial Officer of U.S. Office Products from 1998 through 2001, Chief Financial Officer of Westinghouse Electric Company's Industrial Group from 1996 through 1998, and Chief Financial Officer of Allison Engine Company (now Rolls Royce Allison) from 1994 through 1996.

For his services on the Board, Mr. Doyle will receive the Company's standard compensation for non-employee directors, pro rated from his effective date for the current term ending at the 2007 annual meeting of shareholders. A description of such standard compensation arrangement is filed as Exhibit 10.1 to this Form 8-K and incorporated herein by reference.

A copy of the press release announcing the election of Mr. Doyle is filed as Exhibit 99.1 to this Form 8-K.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit Number--Description

10.1--Summary Sheet for 2006 Non-Employee Director Compensation.

99.1--Press release, dated December 18, 2006, issued by USEC Inc. announcing the election of Joseph T. Doyle.

[Top of the Form](#)

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.

USEC Inc.

December 18, 2006

By: /s/ John C. Barpoulis

*Name: John C. Barpoulis
Title: Senior Vice President, Chief Financial Officer and
Treasurer (Principal Financial and Accounting Officer)*

Exhibit Index

<u>Exhibit No.</u>	<u>Description</u>
10.1	Summary Sheet for 2006 Non-Employee Director Compensation.
99.1	Press release, dated December 18, 2006, issued by USEC Inc. announcing the election of Joseph T. Doyle.

SUMMARY SHEET FOR 2006 NON-EMPLOYEE DIRECTOR COMPENSATION

The following table sets forth the compensation for USEC's non-employee directors for the term commencing at the 2006 annual meeting of shareholders held on April 25, 2006:

Annual Retainer:

\$65,000 paid at the beginning of the service year. Until a director has satisfied USEC's director stock ownership guidelines (numerical stock ownership target equal to five times the annual retainer), at least 50% of the retainer is paid in the form of restricted stock units or nonqualified stock options, although a director may elect to receive a greater proportion of the retainer in restricted stock units or nonqualified stock options. Once a director has satisfied USEC's director stock ownership guidelines, director is entitled to receive the entire annual retainer in cash, although a director may elect to receive the retainer in restricted stock units or nonqualified stock options, in lieu of cash.

Annual Restricted Stock Unit Grant:

Annual grant of restricted stock units valued at \$30,000 granted at the time the annual retainer is paid. Restricted stock units vest on the first to occur of: (1) one year from the date of grant, (2) termination of the director's service by reason of Retirement, death or disability, or (3) a change in control.

Annual Option Grant:

Annual grant of 3,500 stock options granted at the time the annual retainer is paid. Options vest after 12 months.

Committee Chairman Fees:

\$12,000 annual fee for Audit, Finance and Corporate Responsibility Committee chairman. \$7,500 annual fee for all other committees' chairman. Committee chairman fee paid in cash, shares of restricted stock units or options, at the director's election, at the time the annual retainer is paid.

Board Meeting Fees:

\$2,000 for each Board of Directors meeting attended. Meeting fees are paid in cash in the week following the meeting or, at the director's election, in restricted stock units in the month following each meeting.

Committee Meeting Fees:

\$1,500 for each committee meeting attended. Meeting fees are paid in cash in the week following the meeting or, at the director's election, in restricted stock units in the month following each meeting.

Incentive Restricted Stock Unit Awards:

If a director chooses to receive restricted stock units as payment for the part of the annual retainer, chairman and meeting fees that they are otherwise entitled to receive in cash, he or she will receive an incentive payment of restricted stock units equal to 20% of the portion of the annual retainer, chairman and meeting fees that the director elects to take in restricted stock units in lieu of cash. These incentive restricted stock units will vest on the first to occur of: (1) three years from the date of grant, (2) termination of the director's service by reason of Retirement, death or disability, or (3) a change in control. Incentive restricted stock units are granted at the time the annual retainer is paid.

All restricted stock units and options are granted pursuant to the USEC Inc. 1999 Equity Incentive Plan, as amended, and are subject to the terms of such plan and the applicable stock option or restricted stock unit award agreements approved for issuance of options and restricted stock units to non-employee directors under the plan. Restricted stock units carry the right to receive dividend equivalent restricted stock units to the extent dividends are paid by the Company.

FOR IMMEDIATE RELEASE:

December 18, 2006

Joseph T. Doyle Joins USEC Inc. Board of Directors

BETHESDA, Md. – USEC Inc. (NYSE: USU) announced today that its board of directors has appointed Joseph T. Doyle as a board member, effective December 18, 2006, to serve out the remainder of the current term that expires at the next annual meeting of shareholders in April 2007. He would stand for re-election at that time with the other directors.

Doyle, 59, has more than 35 years of business experience focused on finance and accounting, including service as the chief financial officer or in senior financial positions in three other businesses in the nuclear industry: Westinghouse Electric Company, General Dynamics Corporation and Foster Wheeler, Inc. He also previously served as chief financial officer of US Office Products and Allison Engine Company. He spent the first 17 years of his career with the accounting firm of Peat, Marwick, Mitchell & Co. (now KPMG) where he was a partner for 8 years and the partner in charge of the audit practice in the firm's Pittsburgh, Pa. office. He currently serves on the board of directors for several companies in which he holds investments, as well as several not-for-profit organizations.

“We are delighted to add Joe’s extensive experience and financial expertise to our board,” said Chairman James R. Mellor, who noted that Doyle will serve on the board’s Audit, Finance and Corporate Responsibility Committee.

USEC Inc., a global energy company, is a leading supplier of enriched uranium fuel for commercial nuclear power plants.

###

CONTACT:

Media: Elizabeth Stuckle (301) 564-3399

Investors: Steven Wingfield (301) 564-3354