

Advanced Emissions Solutions, Inc.
Form SC 13G
February 04, 2015

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No.)*

Advanced Emissions Solutions, Inc.

(Name of Issuer)

Common Stock, par value \$0.001 per share

(Title of Class of Securities)

00770C101

(CUSIP Number)

December 31, 2014

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- ☒ Rule 13d-1(b)
☐ Rule 13d-1(c)
☐ Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see Instructions).

CUSIP No.: 00770C101

1 NAME OF REPORTING PERSON
Tricadia Capital Management, LLC

I.R.S. IDENTIFICATION NO. OF

ABOVE PERSON (ENTITIES ONLY)
20-2605420

CHECK THE APPROPRIATE BOX IF
A MEMBER OF A GROUP

2

(a) ☐

(b) ☐

3

SEC USE ONLY

4

CITIZENSHIP OR PLACE OF
ORGANIZATION
Delaware

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON WITH

5 SOLE VOTING POWER
0

6 SHARED VOTING POWER
1,204,264

7 SOLE DISPOSITIVE POWER
0

8 SHARED DISPOSITIVE POWER
1,204,264

9

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON
1,204,264 shares of Common Stock

10

CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES ☐

11

PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
5.54%

12

TYPE OF REPORTING PERSON
IA

CUSIP No.: 00770C101

NAME OF REPORTING PERSON
Tricadia Holdings, L.P.

1

I.R.S. IDENTIFICATION NO. OF
ABOVE PERSON (ENTITIES ONLY)
20-2605373

CHECK THE APPROPRIATE BOX IF
A MEMBER OF A GROUP

2

(a) ☐

(b) ☐

3

SEC USE ONLY

4

CITIZENSHIP OR PLACE OF
ORGANIZATION

Delaware

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON WITH

5 SOLE VOTING POWER
0

6 SHARED VOTING POWER
1,204,264

7 SOLE DISPOSITIVE POWER
0

8 SHARED DISPOSITIVE POWER
1,204,264

9

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON

1,204,264 shares of Common Stock

10

CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES ☐

11

PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)

5.54%

12

TYPE OF REPORTING PERSON
HC, PN

CUSIP No.: 00770C101

NAME OF REPORTING PERSON
Tricadia Holdings GP, LLC

1

I.R.S. IDENTIFICATION NO. OF
ABOVE PERSON (ENTITIES ONLY)
80-0168559

2

CHECK THE APPROPRIATE BOX IF
A MEMBER OF A GROUP

(a) ☐

(b) []

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH 5 SOLE VOTING POWER 0

6 SHARED VOTING POWER 1,204,264

7 SOLE DISPOSITIVE POWER 0

8 SHARED DISPOSITIVE POWER 1,204,264

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,204,264 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.54%

12 TYPE OF REPORTING PERSON HC

CUSIP No.: 00770C101

1 NAME OF REPORTING PERSON Michael Barnes

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) []

(b) []

3 SEC USE ONLY

4	CITIZENSHIP OR PLACE OF ORGANIZATION United States of America
5	SOLE VOTING POWER 0
6	SHARED VOTING POWER 1,204,264
7	SOLE DISPOSITIVE POWER 0
8	SHARED DISPOSITIVE POWER 1,204,264
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,204,264 shares of Common Stock
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/>
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.54%
12	TYPE OF REPORTING PERSON HC, IN

CUSIP No.: 00770C101

1	NAME OF REPORTING PERSON Arif Inayatullah
2	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY
4	CITIZENSHIP OR PLACE OF ORGANIZATION United States of America

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 0
	6	SHARED VOTING POWER 1,204,264
	7	SOLE DISPOSITIVE POWER 0
	8	SHARED DISPOSITIVE POWER 1,204,264
9		AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,204,264 shares of Common Stock
10		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/>
11		PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.54%
12		TYPE OF REPORTING PERSON HC, IN

CUSIP No.: 00770C101

ITEM 1(a). NAME OF
ISSUER:

Advanced
Emissions
Solutions, Inc.

ADDRESS OF
ISSUER'S
ITEM 1(b). PRINCIPAL
EXECUTIVE
OFFICES:

9135 South
Ridgeline
Boulevard, Suite
200,
Highlands
Ranch, Colorado
80129

NAME OF
ITEM 2(a). PERSON
FILING:

Tricadia Capital
Management,
LLC
Tricadia
Holdings, L.P.
Tricadia
Holdings GP,
LLC
Michael Barnes
Arif Inayatullah

ITEM 2(b). ADDRESS OF
PRINCIPAL
BUSINESS
OFFICE OR, IF
NONE,
RESIDENCE:

780 Third
Avenue, 29th
Floor
New York, New
York 10017

ITEM 2(c). CITIZENSHIP:

Tricadia Capital
Management,
LLC - Delaware
Tricadia
Holdings, L.P. -
Delaware
Tricadia
Holdings GP,
LLC - Delaware
Michael Barnes
- United States
of America
Arif Inayatullah
- United States
of America

ITEM 2(d). TITLE OF
CLASS OF
SECURITIES:

Common Stock,
par value \$0.001
per share

ITEM 2(e). CUSIP
NUMBER:

00770C101

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO SECTION 240.13d-1(b), or 13d-2(b) or (c) CHECK WHETHER THE PERSON FILING IS A:

- (a) ☐ Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78c);
- (b) ☐ Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) ☐ Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) ☐ Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8);
- (e) ☒ An investment adviser in accordance with 240.13d-1(b)(1)(ii)(E);
- (f) ☐ An employee benefit plan or endowment fund in accordance with 240.13d-1(b)(1)(ii)(F);
- (g) ☒ A parent holding company or control person in accordance with 240.13d-1(b)(1)(ii)(G);
- (h) ☐ A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) ☐ A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) ☐ A non-U.S. institution in accordance with 240.13d-1(b)(1)(ii)(J);
- (k) ☐ Group, in accordance with 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with 240.13d1(b)(1)(ii)(J), please specify the type of institution:

ITEM 4. OWNERSHIP:

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned:
1,204,264 shares of Common Stock
- (b) Percent of class:
5.54%
- (c) Number of shares as to which the person has:
 - (i) Sole power to vote or to direct the vote:
Tricadia Capital Management, LLC - 0
Tricadia Holdings, L.P. - 0
Tricadia Holdings GP, LLC - 0
Michael Barnes - 0
Arif Inayatullah - 0
 - (ii) Shared power to vote or to direct the vote:
Tricadia Capital Management, LLC - 1,204,264
Tricadia Holdings, L.P. - 1,204,264
Tricadia Holdings GP, LLC - 1,204,264
Michael Barnes - 1,204,264
Arif Inayatullah - 1,204,264
 - (iii) Sole power to dispose or to direct the disposition of:
Tricadia Capital Management, LLC - 0
Tricadia Holdings, L.P. - 0
Tricadia Holdings GP, LLC - 0

Michael Barnes - 0

Arif Inayatullah - 0

(iv) Shared power to dispose or to direct the disposition of:

Tricadia Capital Management, LLC - 1,204,264

Tricadia Holdings, L.P. - 1,204,264

Tricadia Holdings GP, LLC - 1,204,264

Michael Barnes - 1,204,264

Arif Inayatullah - 1,204,264

ITEM 5. OWNERSHIP OF
FIVE PERCENT OR
LESS OF A CLASS:

If this statement is
being filed to report
the fact that as of the
date hereof the
reporting person has
ceased to be the
beneficial owner of
more than five
percent of the class of
securities, check the
following [☐].

ITEM 6. OWNERSHIP OF
MORE THAN FIVE
PERCENT ON
BEHALF OF
ANOTHER
PERSON:

All securities
reported in this
schedule are owned
by advisory clients of
Tricadia Capital
Management, LLC
("Tricadia"), no one
of which to the
knowledge of
Tricadia owns more
than 5% of the class.
In its role as
investment adviser,
Tricadia possesses
voting and
investment power
over securities of the
Issuer described in
this schedule that are
owned by Tricadia's

advisory clients.
Tricadia disclaims
beneficial ownership
of all such securities.

Tricadia Holdings,
LP owns Tricadia
Capital Management,
LLC. Tricadia
Holdings GP, LLC
serves as the general
partner of Tricadia
Holdings, LP.

Michael Barnes and
Arif Inayatullah are
the managing
members of Tricadia
Holdings GP, LLC.

By virtue of these
relationships,
Tricadia Holdings,
LP, Tricadia
Holdings GP, LLC,
Michael Barnes and
Arif Inayatullah may
be deemed to have
indirect beneficial
ownership of the
securities beneficially
owned by Tricadia
Capital Management,
LLC. These entities
and individuals,
however, disclaim
beneficial ownership
of all such securities.

IDENTIFICATION
AND
CLASSIFICATION
OF THE
SUBSIDIARY

ITEM 7. WHICH ACQUIRED
THE SECURITY
BEING REPORTED
ON BY THE
PARENT HOLDING
COMPANY:

See Exhibit 1.

ITEM 8.

IDENTIFICATION
AND
CLASSIFICATION
OF MEMBERS OF
THE GROUP:

N/A

ITEM 9. NOTICE OF
DISSOLUTION OF
GROUP:

N/A

ITEM 10. CERTIFICATION:

By signing below I
certify that, to the
best of my knowledge
and belief, the
securities referred to
above were acquired
and are held in the
ordinary course of
business and were not
acquired and are not
held for the purpose
of or with the effect
of changing or
influencing the
control of the issuer
of the securities and
were not acquired and
are not held in
connection with or as
a participant in any
transaction having
that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 03, 2015

Date

Tricadia Capital Management, LLC

/s/ James McKee

Signature

James McKee, General Counsel and Chief Compliance Officer

Name/Title

SIGNATURE

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Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).

CUSIP No.: 00770C101

PARENT HOLDING COMPANIES AND CONTROL PERSONS

Michael Barnes

Arif Inayatullah

Tricadia Holdings GP, LLC

Tricadia Holdings, LP

SUBSIDIARY - INVESTMENT ADVISER IN ACCORDANCE WITH RULE 13d-1(b)(1)(ii)(E)

Tricadia Capital Management, LLC

JOINT FILING AGREEMENT PURSUANT TO RULE 13d-1(k)(1)

The undersigned persons agree and consent to the joint filing on their behalf of this Schedule 13G with respect to beneficial ownership of the Common Stock of Advanced Emissions Solutions, Inc.

Tricadia Capital Management, LLC

/s/ James E. McKee

By: James E. McKee

Title: General Counsel and CCO

Tricadia Holdings, LP

/s/ Arif Inayatullah

By: Arif Inayatullah

Title: Principal

Tricadia Holdings GP, LLC

/s/ Arif Inayatullah

By: Arif Inayatullah

Title: Managing Member

/s/ Arif Inayatullah

Arif Inayatullah

/s/ Michael Barnes

Michael Barnes

Dated: February 3, 2015

SIGNATURE