Calumet Specialty Products Partners, L.P.

Form 4

February 19, 2014

UNITED STATES SECURITIES AND EXCHANGE COMMISSION **OMB**

Check this box if no longer subject to

Washington, D.C. 20549

3235-0287 Number: January 31,

OMB APPROVAL

Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Expires: 2005 Estimated average burden hours per

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Form 5 obligations may continue.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

response...

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Straumins Jennifer

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

Calumet Specialty Products Partners,

(Check all applicable)

L.P. [CLMT]

(Last)

3. Date of Earliest Transaction

Director 10% Owner _X__ Officer (give title _ Other (specify

(Middle)

(Month/Day/Year) 02/14/2014

below)

President and COO

2780 WATERFRONT PKWY. E. DR., SUITE 200

(First)

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

INDIANAPOLIS, IN 46214

(City)	(State) (Z	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Units	02/14/2014		M	276	A	(1)	1,339,206	D		
Common Units	02/14/2014		M	32	A	(1)	1,339,238	D		
Common Units	02/14/2014		M	9	A	<u>(1)</u>	1,339,247	D		
Common Units							13,600	I	See Footnote (5) <u>(5)</u>	
							483,185	I		

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Common			See
Units			Footnote
			$(6) \frac{(6)}{}$
Common	12.500		See
Units	13,500	1	Footnote (7) (7)
			(,,,

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	e 3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number Transactiomf Code Derivative (Instr. 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price Deriva Securit (Instr.	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Units	(1)	02/14/2014		A	276		(2)	(2)	Common Units	276	\$ 28.
Phantom Units	(1)	02/14/2014		M		276	(2)	(2)	Common Units	276	\$ (
Phantom Units	<u>(1)</u>	02/14/2014		A	43		<u>(3)</u>	(3)	Common Units	43	\$ 28.
Phantom Units	(1)	02/14/2014		M		32	(3)	(3)	Common Units	32	\$ (
Phantom Units	(1)	02/14/2014		A	17		<u>(4)</u>	<u>(4)</u>	Common Units	17	\$ 28.
Phantom Units	(1)	02/14/2014		M		9	<u>(4)</u>	<u>(4)</u>	Common Units	9	\$ (

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners 2

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Director 10% Owner Officer Other

Straumins Jennifer 2780 WATERFRONT PKWY. E. DR., SUITE 200 INDIANAPOLIS, IN 46214

President and COO

Signatures

R. Patrick Murray, II, as attorney-in-fact

02/19/2014

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Each Phantom Unit is the economic equivalent of a Calumet Specialty Products Partners, L.P. Common Unit.
- Each Phantom Unit becomes payable either in the form of a Common Unit or the cash value thereof upon the earlier of the date specified (2) by the reporting person or the reporting person's termination date. Phantom Units are 100% vested. The reporting person settled the vested phantom units for common units.
- Each Phantom Unit becomes payable either in the form of a Common Unit or the cash value thereof upon the earlier of the date specified by the reporting person or the reporting person's termination of service. 25% of the Phantom Units vest on July 1 of each year beginning on July 1, 2011.
- Each Phantom Unit becomes payable either in the form of a Common Unit or the cash value thereof upon the earlier of the date specified by the reporting person or the reporting person's termination of service. 25% of the Phantom Units vest on July 1 of each year beginning on July 1, 2012.
- Common units owned by Jennifer Straumins' ("Ms. Straumins") son. Ms. Straumins disclaims beneficial ownership of these common units, and the inclusion of these common units in this report shall not be deemed an admission of beneficial ownership of the reported common units for purposes of Section 16 or for any other purpose.
 - Common units are owned by a trust for the benefit of Ms. Straumins, her sibling and her mother. The trust received the common units as consideration for certain assets and liabilities that they contributed to the capital of the Issuer in connection with the Issuer's initial public
- (6) offering. Ms. Straumins' mother is the trustee of the trust. Ms. Straumins disclaims beneficial ownership of these common units, and the inclusion of these units in this report shall not be deemed an admission of beneficial ownership of the reported common units for purposes of Section 16 or for any other purpose.
- Common units owned by Jennifer Straumins' ("Ms. Straumins") son. Ms. Straumins disclaims beneficial ownership of these common units, and the inclusion of these common units in this report shall not be deemed an admission of beneficial ownership of the reported common units for purposes of Section 16 or for any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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