Edgar Filing: Rutigliano Nicholas J - Form 4

Rutigliano Ni Form 4	icholas J										
November 01	, 2012										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								APPROVAL 3235-0287			
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES 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 30(h) of the Investment Company Act of 1940								January 3 Expires: 200 Estimated average burden hours per response 0			
(Print or Type R	esponses)										
Rutigliano Nicholas J Symbol				Name and Ticker or Trading t Specialty Products Partners, MT1				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 3. Date of (Month/Da 2780 WATERFRONT PKWY. E. DR., SUITE 200				-				XDirector10% Owner Officer (give titleOther (specify below) below)			
	(Street)			dment, Dat h/Day/Year)	e Original			6. Individual or Jo Applicable Line) _X_ Form filed by 0 Form filed by N		erson	
	OLIS, IN 46214	 ,						Person		1 0	
(City)	(State) (Z	Zip)	Table	I - Non-De	erivative S	Securi	ties Ac	quired, Disposed of	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) o of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Units	10/30/2012			М	394	А	<u>(1)</u>	57,381	D		
Common Units								10,982,209	I	See footnote (3) (3)	
Common Units								12,500	I	See footnote $(4) \frac{(4)}{2}$	

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

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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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)			Derivative Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of D) Instr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deri Secu (Inst
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Units	(1)	10/30/2012		А	394		(2)	(2)	Common Units	394	\$ 3
Phantom Units	<u>(1)</u>	10/30/2012		М		394	(2)	(2)	Common Units	394	ç
Phantom Units	<u>(1)</u>	10/30/2012		А	131		(5)	(5)	Common Units	131	\$ 3
Phantom Units	<u>(1)</u>	10/31/2012		А	2,200		(6)	<u>(6)</u>	Common Units	2,200	\$ 3

Reporting Owners

Reporting Owner Name / Address	Relationships								
F8		Director	10% Owner	Officer	Other				
Rutigliano Nicholas J 2780 WATERFRONT PKWY. E. DR., SUIT INDIANAPOLIS, IN 46214	TE 200	Х							
Signatures									
R. Patrick Murray, II, as attorney-in-fact	11/01/2012								
**Signature of Reporting Person	Date								
Evaluation of Reconcest									

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.

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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.

Common units are owned by The Heritage Group ("THG"). THG received the units as consideration for certain assets and liabilities that it contributed to the capital of the Issuer in connection with the Issuer's initial public offering. Nicholas Rutigliano ("Rutigliano") is one of five trustees of the thirty grantor trusts that own all of the partnership interests in THG. The beneficiaries of the trusts include Rutigliano

(3) Investigation of the unity granter trasts that own an of the participant participant interests in FIG. The benchenaries of the trasts include Ratignant and members of his immediate and extended family. Rutigliano disclaims beneficial ownership of the units of the Issuer owned by THG except to the extent of his pecuniary interest therein, and the inclusion of the units in this report shall not be deemed an admission of beneficial ownership of all the reported units for the purposes of Section 16 or for any another purpose.

Common units owned by Rutigliano's spouse. Rutigliano disclaims beneficial ownership of the units of the Issuer owned by THG except(4) to the extent of his pecuniary interest therein, and the inclusion of the units in this report shall not be deemed an admission of beneficial ownership of all the reported units for the purposes of Section 16 or for any another purpose.

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(5) 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, 2013.

(6) 25% of the Phantom Units vest on December 31 of each year beginning on December 31, 2012.

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.