Funk Robert E Form 4 November 16, 2012

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

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**OMB APPROVAL** 

Section 16. Form 4 or Form 5 obligations may continue.

if no longer

subject to

Check this box

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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person \* Funk Robert E

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Issuer

Symbol

(Middle)

Calumet Specialty Products Partners,

(Check all applicable)

L.P. [CLMT]

(Month/Day/Year)

11/14/2012

(Month/Day/Year)

(Last) (First) 3. Date of Earliest Transaction

X\_ Director Officer (give title

10% Owner Other (specify

2780 WATERFRONT PKWY. E.

(Street)

DR., SUITE 200

(Instr. 3)

Common

Common

Common

Common

Units

Units

Units

Units

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year) Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

D

D

D

D

below)

**INDIANAPOLIS, IN 46214** 

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following Reported Transaction(s)

(Instr. 3 and 4)

47,327

47,342

47,357

Form: Direct (D) or Indirect (I) (Instr. 4)

6. Ownership 7. Nature of Indirect Beneficial Ownership (Instr. 4)

Common 11/14/2012 Units

11/14/2012

11/14/2012

11/14/2012

11/14/2012

M 15

Code V Amount

157

15

3

3

M

M

M

M

A <u>(1)</u> Α (1)

(1)

(A)

or

(D)

A

Α

Α

Price

(1)

(1)

47,363

47,360

D

1

#### Edgar Filing: Funk Robert E - Form 4

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. Transactio Code (Instr. 8)	5. Number on f Derivative 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	<u>(1)</u>	11/14/2012		A	157		(2)	<u>(2)</u>	Common Units	157	\$ 30.
Phantom Units	(1)	11/14/2012		M		157	(2)	(2)	Common Units	157	\$ (
Phantom Units	(1)	11/14/2012		A	20		(3)	(3)	Common Units	20	\$ 30.
Phantom Units	(1)	11/14/2012		M		15	(3)	(3)	Common Units	15	\$ (
Phantom Units	(1)	11/14/2012		A	19		(3)	(3)	Common Units	19	\$ 30.
Phantom Units	(1)	11/14/2012		M		15	(3)	(3)	Common Units	15	\$ (
Phantom Units	<u>(1)</u>	11/14/2012		A	5		(5)	(5)	Common Units	5	\$ 30.
Phantom Units	(1)	11/14/2012		M		3	(5)	(5)	Common Units	3	\$ (
Phantom Units	(1)	11/14/2012		A	14		<u>(4)</u>	<u>(4)</u>	Common Units	14	\$ 30.
Phantom Units	<u>(1)</u>	11/14/2012		M		3	<u>(4)</u>	<u>(4)</u>	Common Units	3	\$ (
Phantom Units	(1)	11/14/2012		A	14		<u>(6)</u>	<u>(6)</u>	Common Units	14	\$ 30.

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Funk Robert E
2780 WATERFRONT PKWY. E. DR., SUITE 200
X
INDIANAPOLIS, IN 46214

# **Signatures**

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

11/16/2012

\*\*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 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 (3) by the reporting person or the reporting person's termination of service. 25% of the Phantom Units vest on January 22 of each year beginning on January 22, 2010. 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 (4) 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.
- 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, 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 2013

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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