Straumins Jennifer Form 4 November 16, 2012

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

Check this box if no longer subject to Section 16.

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

obligations may continue. See Instruction 1(b).

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

(Print or Type Responses)

Form 4 or

Form 5

1. Name and Address of Reporting Person * Straumins Jennifer

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

Symbol

Calumet Specialty Products Partners,

(Check all applicable)

L.P. [CLMT] (Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year) 11/14/2012

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

President and COO

2780 WATERFRONT PKWY. E. DR., SUITE 200

(Street)

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

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

6. Individual or Joint/Group Filing(Check

below)

INDIANAPOLIS, IN 46214

(City)	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)				5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or	Indirect Beneficial	
		(Month/Day/Year) (Instr. 8) (Instr. 3 Code V Amoun		(A) or	5) Price	Owned Following Reported Transaction(s) (Instr. 3 and 4)	Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
Common Units	11/14/2012		M	149	A	(1)	1,310,546	D	
Common Units	11/14/2012		M	61	A	(1)	1,310,607	D	
Common Units	11/14/2012		M	18	A	<u>(1)</u>	1,310,625	D	
Common Units	11/14/2012		M	4	A	(1)	1,310,629	D	
Common Units							13,600	I	See Footnote

Edgar Filing: Straumins Jennifer - Form 4

			$(6) \frac{(6)}{(6)}$
Common Units	483,185	I	See Footnote (7) (7)
Common Units	13,500	I	See Footnote (8) (8)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transactic Code (Instr. 8)	5. Number 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	(1)	11/14/2012		A	149		(2)	<u>(2)</u>	Common Units	149	\$ 30.
Phantom Units	(1)	11/14/2012		M		149	(2)	(2)	Common Units	149	\$ (
Phantom Units	(1)	11/14/2012		A	81		(3)	(3)	Common Units	81	\$ 30.
Phantom Units	(1)	11/14/2012		M		61	(3)	(3)	Common Units	61	\$ (
Phantom Units	(1)	11/14/2012		A	36		<u>(4)</u>	<u>(4)</u>	Common Units	36	\$ 30.
Phantom Units	(1)	11/14/2012		M		18	<u>(4)</u>	<u>(4)</u>	Common Units	18	\$ (
Phantom Units	(1)	11/14/2012		A	14		(5)	(5)	Common Units	14	\$ 30.
Phantom	<u>(1)</u>	11/14/2012		M		4	(5)	(5)	Common	4	\$ (

Units Units

Reporting Owners

Reporting Owner Name / Address Relationships

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

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 (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 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, 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
- (7) 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.

Reporting Owners 3