Calumet Specialty Products Partners, L.P. Form 4 May 19, 2014 FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB Washington, D.C. 20549 Number: Check this box

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

if no longer

subject to

Section 16.

Form 4 or

Form 5

1(b).

(City)

(State)

(Zin)

1. Name and Address of Reporting Person <u>*</u> Rutigliano Nicholas J	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
	Calumet Specialty Products Partners, L.P. [CLMT]			
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X_ Director 10% Owner Officer (give title Other (specify		
2780 WATERFRONT PKWY. E. DR., SUITE 200	05/15/2014	below) below)		
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
INDIANAPOLIS, IN 46214	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securiti	es		5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Year)	Execution Date, if	Transactio	TransactionAcquired (A) or		Securities	Form: Direct	Indirect			
(Instr. 3)		any	Code	Disposed of	of (D)		Beneficially	(D) or Indirect	Beneficial		
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)		Owned	(I)	Ownership			
							Following	(Instr. 4)	(Instr. 4)		
					(A)		Reported				
					(A)		Transaction(s)				
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
			Coue v	Amount	(D)	THEE					

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onof	Expiration Date	Underlying Securities	Derivativ

OMB APPROVAL

Expires:

response...

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

Edgar Filing: Calumet Specialty Products Partners, L.P. - Form 4

Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year) (Instr. 3 and 4)			4)	Security (Instr. 5)
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Units	<u>(1)</u>	05/15/2014		А	297		(3)	(3)	Common Units	297	\$ 30.2
Phantom Units	<u>(1)</u>	05/15/2014		А	19		(4)	(4)	Common Units	19	\$ 30.2
Phantom Units	<u>(1)</u>	05/15/2014		А	18		(5)	(5)	Common Units	18	\$ 30.2
Phantom Units	<u>(1)</u>	05/15/2014		А	14		(6)	(6)	Common Units	14	\$ 30.2
Phantom Units	<u>(1)</u>	05/15/2014		А	12		(7)	(7)	Common Units	12	\$ 30.2
Phantom Units	<u>(1)</u>	05/15/2014		А	3		(2)	(2)	Common Units	3	\$ 30.2

Reporting Owners

Reporting Owner Name / Address	wner Name / Address		Relationships					
				Officer	Other			
Rutigliano Nicholas J 2780 WATERFRONT PKWY. E. DR., SUITE INDIANAPOLIS, IN 46214	200	Х						
Signatures								
R. Patrick Murray, II, as attorney-in-fact)5/19/2	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 of service. 25% of the Phantom Units vest on July 1 of each year beginning on July 1, 2015.

(3)

Edgar Filing: Calumet Specialty Products Partners, L.P. - Form 4

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.

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(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, 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(6) 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.

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 (7) 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, 2014.

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.