Calumet Specialty Products Partners, L.P.

Form 4

April 25, 2016

# FORM 4

Check this box

if no longer

subject to

Section 16.

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

2005 Estimated average burden hours per response... 0.5

**OMB APPROVAL** 

3235-0287

January 31,

**OMB** 

Number:

Expires:

Form 4 or Form 5 obligations may continue. See Instruction

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).

(City)

(State)

(Zin)

(Print or Type Responses)

1. Name and Address of Reporting Person * Juno Edward F.			2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			Calumet Specialty Products Partners, L.P. [CLMT]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	Director 10% Owner X Officer (give title Other (specify		
2780 WATERFRONT PARKWAY EAST DRIVE, SUITE 200			04/21/2016	below) below) EVP - Operations		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		
INDIANAPOLIS, IN 46214				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State) (2	Table	I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed	of, or Beneficial	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. Transactio Code (Instr. 8)	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(, //	(,
Common Units	04/21/2016		M	2,700	A	\$0	4,378	D	
Common Units	04/21/2016		M	750	A	\$0	5,128	D	
Common Units	04/21/2016		M	1,350	A	\$0	6,478	D	
Common Units	04/21/2016		F	1,916	D	\$ 0 (1)	4,562	D	

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic 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)		Underlying Securities (Instr. 3 and 4)		8. Pric Deriva Securi (Instr.
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Unit	(2)	04/21/2016		M	2,700	<u>(3)</u>	(3)	Common Unit	2,700	\$
Phantom Units	(2)	04/21/2016		M	750	<u>(4)</u>	<u>(4)</u>	Common Units	750	\$
Phantom Units	<u>(2)</u>	04/21/2016		M	1,350	<u>(5)</u>	<u>(5)</u>	Common Units	1,350	\$

### **Reporting Owners**

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
Juno Edward F.					
2780 WATERFRONT PARKWAY EAST DRIVE			EVP -		

SUITE 200

Operations

**INDIANAPOLIS, IN 46214** 

### **Signatures**

R. Patrick Murray, II, as attorney-in-fact 04/25/2016

\*\*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) The reporting person elected to surrender 1,916 common units to satisfy tax withholding liabilities upon delivery of common units in accordance with Rule 16b-3.

Reporting Owners 2

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- (2) Each Phantom Unit is the economic equivalent of a Calumet Specialty Products Partners, L.P. Common Unit.
- (3) 25% of the Phantom Units vested immediately and the remaining vest ratably over three years on December 31 of each year beginning on December 31, 2016.
- (4) Phantom units vest ratably over two years on December 31 of each year beginning on December 31, 2015. Tax withholding liabilities will be deducted at a later date when such vested units are issued and delivered.
- (5) Phantom units vest ratably over three years on December 31 of each year beginning on December 31, 2015. Tax withholding liabilities will be deducted at a later date when such vested units are issued and delivered.

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.