

Grube Ferdinand William
Form 4
April 17, 2012

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Grube Ferdinand William

2. Issuer Name **and** Ticker or Trading
Symbol
Calumet Specialty Products Partners,
L.P. [CLMT]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
2780 WATERFRONT PKWY. E.
DR., SUITE 200

3. Date of Earliest Transaction
(Month/Day/Year)
04/10/2012

☐ Director ☐ 10% Owner
☒ Officer (give title ☒ Other (specify
below) below)
CEO and Vice Chairman of BOD / 13(d)
Member Group

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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	04/10/2012		G	2,559,852	D (3) 483,185	I	See Footnotes (2) (3) (2) (3)
Common Units					97,788	D	
Common Units					775,000	I	By AEG Associates II LLC
Common Units					38,105	I	See Footnote

(1) (1)

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

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(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. Transaction Code (Instr. 8)	5. Number of 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 of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following the Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Relationships

Reporting Owner Name / Address

Director 10%
Owner

Officer

Other

Grube Ferdinand William
2780 WATERFRONT PKWY. E. DR.,
SUITE 200
INDIANAPOLIS, IN 46214

X

CEO and Vice Chairman of BOD 13(d) Member
Group

Signatures

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

04/17/2012

**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).

Common units owned by Mr. Grube's spouse. Mr. Grube disclaims beneficial ownership of these common units, and the inclusion of

(1) 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.

(2)

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Common units are owned by a trust for the benefit of Mr. Grube's spouse and children ("Trust I"). Mr. Grube's spouse is the trustee of Trust I. Mr. Grube 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.

- Pursuant to the terms of the agreement governing the trust for the benefit of Mr. Grube's spouse and children ("Trust II"), 1,279,926 common units owned by Trust II were transferred to each of Jennifer Straumins, the President and Chief Operating Officer of the general
- (3) partner of the Issuer, and her sibling. Ms. Straumins and her sibling then simultaneously transferred a combined 2,559,852 common units (representing all of the common units previously owned by Trust II) to Grube Grat, LLC, an Indiana limited liability company, which is solely owned by Ms. Straumins and her sibling.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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