Calumet Specialty Products Partners, L.P.

Form 4 April 25, 2016

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number: January 31,

if no longer subject to Section 16. Form 4 or

Check this box

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

Expires: 2005 Estimated average burden hours per

0.5

response...

5. Relationship of Reporting Person(s) to

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

2. Issuer Name and Ticker or Trading

1(b).

Common

Common

Common

Common

Units

Units

Units

Units

04/21/2016

04/21/2016

04/21/2016

(Print or Type Responses)

1. Name and Address of Reporting Person *

Grube Ferdinand William	Symbol Calumet Specialty Products Partners. L.P. [CLMT]	Issuer (Check all applicable)			
(Last) (First) (Middle) 2780 WATERFRONT PKWY. E. DR., SUITE 200	3. Date of Earliest Transaction (Month/Day/Year) 04/21/2016	_X_ Director 10% OwnerX_ Officer (give title Other (specify below) Below) Executive Vice Chairman of BOD			
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
INDIANAPOLIS, IN 46214 (City) (State) (Zip)	Filed(Month/Day/Year) Table I - Non-Derivative Securities Ac	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person Person cquired, Disposed of, or Beneficially Owned			
(Instr. 3) any (Mor	Deemed 3. 4. Securities ution Date, if TransactionAcquired (A) or Code Disposed of (D) th/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price	5. Amount of Securities Form: Direct Indirect Beneficially (D) or Beneficial Owned Indirect (I) Ownership (Instr. 4) (Instr. 4) Reported Transaction(s) (Instr. 3 and 4)			
Common 04/21/2016 Units	M 5,400 A \$0	119,993 D			

M

M

F

2,700

8,100

4,978

\$0

\$0

\$0

(1)

A

Α

122,693

130,793

125,815

775,000

D

D

D

Ι

By AEG

Associates

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

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SEC 1474

(9-02)

Relationships

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 proof 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. Pric Deriva Securi (Instr.
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Units	(3)	04/21/2016		M	5,400	<u>(4)</u>	<u>(4)</u>	Common Units	5,400	\$
Phantom Units	<u>(3)</u>	04/21/2016		M	2,700	(5)	(5)	Common Units	2,700	\$
Phantom Units	<u>(3)</u>	04/21/2016		M	8,100	<u>(6)</u>	<u>(6)</u>	Common Units	8,100	\$

Reporting Owners

Reporting Owner Name / Address		Kelationships			
	Director	10% Owner	Officer	Other	
Grube Ferdinand William 2780 WATERFRONT PKWY. E. DR., SUITE 200 INDIANAPOLIS, IN 46214	X		Executive Vice Chairman of BOD		

Signatures

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

**Signature of Reporting Person Date

Reporting Owners 2

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 4,978 common units to satisfy tax withholding liabilities upon delivery of common units in accordance with Rule 16b-3.
- Common units owned by F. William Grube's (Mr. Grube) spouse. 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.
- (3) Each Phantom Unit is the economic equivalent of a Calumet Specialty Products Partners, L.P. Common Unit.
- (4) 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.
- (5) 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, 2015.
- (6) 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, 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.