

Calumet Specialty Products Partners, L.P.
Form 8-K
October 05, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): October 1, 2012

CALUMET SPECIALTY PRODUCTS PARTNERS, L.P.

(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction
of incorporation)

000-51734
(Commission
File Number)

37-1516132
(IRS Employer
Identification No.)

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2780 Waterfront Pkwy E. Drive

Suite 200

Indianapolis, Indiana
(Address of principal executive offices)

46214
(Zip Code)

Registrant's telephone number, including area code (317) 328-5660

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.01. Completion of Acquisition or Disposition of Assets.

On October 1, 2012, Calumet Specialty Products Partners, L.P. (NASDAQ: CLMT), a Delaware limited partnership ("Calumet"), completed the acquisition of all of the shares of common stock of Montana Refining Company, Inc., a Delaware corporation, and an insignificant affiliated company (the "Acquisition") for aggregate consideration of approximately \$120 million, plus an amount for estimated closing date working capital, for aggregate consideration paid of approximately \$201 million, subject to customary purchase price adjustments. The Acquisition was funded primarily with cash on hand, with the balance through borrowings under Calumet 's revolving credit facility.

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CALUMET SPECIALTY PRODUCTS PARTNERS, L.P.

By: CALUMET GP, LLC,

its general partner

Date: October 4, 2012

By: /s/ R. Patrick Murray, II

Name: R. Patrick Murray, II

Title: Vice President, Chief Financial Officer and

Secretary