

Calumet Specialty Products Partners, L.P.
 Form 4
 May 22, 2008

FORM 4

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

OMB APPROVAL

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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

(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)

3. Date of Earliest Transaction (Month/Day/Year)
 05/21/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
 President and CEO / 13(d) Group Member

2780 WATERFRONT PKWY E.
 DRIVE, SUITE 200

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Units | 05/21/2008 | | P | | 192 A \$ 15.5 | 30,192 | D |
| Common Units | 05/21/2008 | | P | | 1,046 A \$ 15.6 | 31,238 | D |
| Common Units | 05/21/2008 | | P | | 744 A \$ 15.61 | 31,982 | D |
| Common Units | 05/21/2008 | | P | | 385 A \$ 15.68 | 32,367 | D |
| Common Units | 05/21/2008 | | P | | 385 A \$ 15.7 | 32,752 | D |

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| | | | | | | | |
|--------------|------------|---|-------|---|----------|--------|---|
| Common Units | 05/21/2008 | P | 385 | A | \$ 15.75 | 33,137 | D |
| Common Units | 05/21/2008 | P | 123 | A | \$ 15.84 | 33,260 | D |
| Common Units | 05/21/2008 | P | 385 | A | \$ 15.87 | 33,645 | D |
| Common Units | 05/21/2008 | P | 138 | A | \$ 15.91 | 33,783 | D |
| Common Units | 05/21/2008 | P | 233 | A | \$ 15.96 | 34,016 | D |
| Common Units | 05/21/2008 | P | 384 | A | \$ 15.99 | 34,400 | D |
| Common Units | 05/21/2008 | P | 14 | A | \$ 16.04 | 34,414 | D |
| Common Units | 05/21/2008 | P | 677 | A | \$ 16.1 | 35,091 | D |
| Common Units | 05/21/2008 | P | 385 | A | \$ 16.11 | 35,476 | D |
| Common Units | 05/21/2008 | P | 769 | A | \$ 16.15 | 36,245 | D |
| Common Units | 05/21/2008 | P | 77 | A | \$ 16.2 | 36,322 | D |
| Common Units | 05/21/2008 | P | 34 | A | \$ 16.24 | 36,356 | D |
| Common Units | 05/21/2008 | P | 109 | A | \$ 16.3 | 36,465 | D |
| Common Units | 05/21/2008 | P | 385 | A | \$ 16.32 | 36,850 | D |
| Common Units | 05/21/2008 | P | 539 | A | \$ 16.33 | 37,389 | D |
| Common Units | 05/21/2008 | P | 39 | A | \$ 16.4 | 37,428 | D |
| Common Units | 05/21/2008 | P | 334 | A | \$ 16.44 | 37,762 | D |
| Common Units | 05/21/2008 | P | 246 | A | \$ 16.45 | 38,008 | D |
| Common Units | 05/21/2008 | P | 15 | A | \$ 16.48 | 38,023 | D |
| Common Units | 05/21/2008 | P | 35 | A | \$ 16.49 | 38,058 | D |
| | 05/21/2008 | P | 1,942 | A | \$ 16.5 | 40,000 | D |

| | | | | |
|-----------------|--|-----------|---|------------------------|
| Common Units | | | | |
| Common Units | | 11,660 | I | See Footnote (1) |
| Common Units | | 1,168,309 | I | See Footnote (2) |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. 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. 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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V (A) (D) | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|--------------------|
| | Director | 10% Owner | Officer | Other |
| Grube Ferdinand William 2780 WATERFRONT PKWY E. DRIVE SUITE 200 INDIANAPOLIS, IN 46214 | X | | President and CEO | 13(d) Group Member |

Signatures

/s/ R. Patrick Murray, II, as Attorney-in-Fact for F. William Grube
05/22/2008

__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) Units owned by Mr. Grube's spouse. Mr. Grube disclaims beneficial ownership of these units, and the inclusion of the units in this report shall not be deemed an admission of beneficial ownership of all the reported units for the purposes of Section 16 or for any other purpose.

Units are owned by two trusts for the benefit of Mr. Grube's spouse and children. Mr. Grube's spouse is the trustee of the trusts. Mr.
- (2) Grube disclaims beneficial ownership of these units, and the inclusion of the units in this report shall not be deemed an admission of beneficial ownership of all the reported units for the purposes of Section 16 or for any other purpose.

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.