

# **OCI RESOURCES LP**

# Reported by O'NEILL WILLIAM P. JR.

## FORM 4

(Statement of Changes in Beneficial Ownership)

# Filed 04/02/15 for the Period Ending 04/01/15

Address FIVE CONCOURSE PARKWAY

**SUITE 2500** 

ATLANTA, GA 30328

Telephone 770-375-2300

CIK 0001575051

Symbol OCIR

SIC Code 1400 - Mining & Quarrying of Nonmetallic Minerals (No Fuels)

Fiscal Year 12/31



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

## UNITED STATES SECURITIES AND EXCHANGE **COMMISSION**

Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Add	dress of R	eporti	ng Person	*	2. Issu	ier Name	e <b>and</b> Ti	ck	er or Tı	adi	ng	g Sy	mbol 5. Relati (Check a	onship of l		Person(s)	to Issuer	
O'Neill Willia	am P. Jr				OCI	Resou	rces Ll	<b>P</b>	OCI	<b>R</b> ]								
(Last) (First) (Middle)					3. Dat	e of Earl	iest Trai	ารถ	action (	MM/	DE	D/YY		X Director			Owner	
													Offi below)	cer (give title	Other	specify		
C/O OCI RE							4/1/	2	015				5616 117					
CONCOURS 2500	SE PARI	KWA	AY, SUI'	TE														
(Street)					4. If Amendment, Date Original Filed (MM/DD/YYYY)									6. Individual or Joint/Group Filing (Check Applicable Line)				
ATLANTA, (	GA 3032	28											<b>V</b> F	C1 11 0	D .: D			
(City)	(State)		(Zip)											i filed by One filed by More			n	
		Tab	ole I - Non					ui		_	se	_	of, or Beneficia			6.	r	
1			2. T Dat	rans. e	2A. Deemed Execution Date, if	3. Trans. Code (Instr. 8)		4. Secur Acquired Disposed (Instr. 3,	d (A) d of (	(A) or Follo l of (D) (Instr			Amount of Securities Beneficially Owned lowing Reported Transaction(s) str. 3 and 4)			7. Nature of Indirect Beneficial Ownership		
						any				(A)						or Indirect (I) (Instr.	(Instr. 4)	
							Code	V	Amount	or (D)	Pı	rice				4)		
Common units representing limited partnership interests				4/1	1/1/2015		A		2766 (1)	A	\$	80		8754				
Tal	ble II - De	rivati	ive Securi	ties B	Benefi	cially O	wned ( e	.g.	, puts	cal	lls	5, W	arrants, option	ns, convert	ible secur	ities)		
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative		Deemed Execution (	l. Frans. Code Instr. 8	5. Number of Derivative Securities Acquired (A) or Disposed of (D)		and Expiration Date				cur riv	rities vative	nd Amount of s Underlying e Security nd 4)	8. Price of Derivative Security (Instr. 5)	of derivative	Ownership Form of Derivative	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
Security					(Instr. 3, 4 and 5)							_		C F R		Direct (D) or Indirect (I) (Instr.		
				Code V	(A)	(D)	Date Exercisable	- 1	Expiration Date	Tit	le	Am Sha	ount or Number of		Transaction (s) (Instr. 4)	4)		

#### **Explanation of Responses:**

(1) Represents common units issued under the OCI Resource Partners LLC 2013 Long-Term Incentive Plan as non-employee director compensation.

**Reporting Owners** 

Paparting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
O'Neill William P. Jr.								
C/O OCI RESOURCES LP								
FIVE CONCOURSE PARKWAY, SUITE 2500	X							
ATLANTA, GA 30328								

#### **Signatures**

/s/ Nicole C. Daniel, as attorney in fact

4/1/2015

<sup>\*\*</sup> Signature of Reporting Person

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

- \* 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).

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