### Edgar Filing: NATURAL RESOURCE PARTNERS LP - Form 3

#### NATURAL RESOURCE PARTNERS LP

Form 3

December 23, 2013

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

**OMB APPROVAL** 

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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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

**SECURITIES** 

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement NATURAL RESOURCE PARTNERS LP [NRP] HARTZ DAVID M (Month/Day/Year) 12/17/2013 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 601 JEFFERSON (Check all applicable) STREET, Â SUITE 3600 (Street) 6. Individual or Joint/Group 10% Owner Director \_X\_\_ Officer Other Filing(Check Applicable Line) (give title below) (specify below) \_X\_ Form filed by One Reporting

HOUSTON, TXÂ 77002

(State)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

(City)

2. Amount of Securities Beneficially Owned (Instr. 4)

Ownership Form:

VP, Oil and Gas

4. Nature of Indirect Beneficial

Reporting Person

Form filed by More than One

Person

Ownership (Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

Common Units 1,139.651

 $D^{(1)}$ 

Â

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

(Zip)

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying **Derivative Security** (Instr. 4)

Conversion or Exercise Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial

Ownership

(Instr. 5)

Title

Derivative Security: Direct (D) Security

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Phantom Units (2)	02/11/2014	02/11/2014	Common Units	4,000	\$ (3) (4)	D	Â
Phantom Units (2)	02/10/2015	02/10/2015	Common Units	4,000	\$ (3) (4)	D	Â
Phantom Units (2)	02/14/2016	02/14/2016	Common Units	4,000	\$ (3) (4)	D	Â
Phantom Units (2)	02/13/2017	02/13/2017	Common Units	4,000	\$ (3) (4)	D	Â

# **Reporting Owners**

Reporting Owner Name / Address	Relationships				
<b>FS</b>	Director	10% Owner	Officer	Other	
HARTZ DAVID M 601 JEFFERSON STREET SUITE 3600 HOUSTON Â TXÂ 77002	Â	Â	VP, Oil and Gas	Â	

### **Signatures**

David Hartz	12/23/2013		
**Signature of	Date		

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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 common units are owned jointly with Mr. Hartz's spouse.
- (2) The phantom units were granted to the reporting person under the Issuer's long-term incentive plan.
- (3) The phantom units will be paid in cash based on the average closing price of the common units for the 20 trading days immediately preceding the date of vesting.
- (4) Award includes tandem distribution equivalent rights pursuant to which the quarterly distributions paid by the partnership on each unit will be accrued over the vesting period and paid on vesting.

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.

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