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NATURAL RESOURCE PARTNERS LP

Form 8-K

July 14, 2003

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): JULY 11, 2003

NATURAL RESOURCE PARTNERS L.P.
(Exact name of registrant as specified in its charter)

DELAWARE (State or other jurisdiction of incorporation or organization)	001-31465 (Commission File Number)	35-2164875 (I.R.S. Employer Identification No.)
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601 JEFFERSON, SUITE 3600 HOUSTON, TEXAS (Address of principal executive offices)	77002 (Zip code)
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Registrant's telephone number, including area code: (713) 751-7507

ITEM 2. ACQUISITION OR DISPOSITION OF ASSETS.

On July 11, 2003, Natural Resource Partners L.P. (NYSE: NRP) closed its previously announced acquisition of approximately 78 million tons of proven coal reserves and an overriding royalty interest on additional coal from subsidiaries of PinnOak Resources, LLC for \$58 million. NRP will lease these reserves back to other subsidiaries of PinnOak Resources that will mine the reserves and pay royalties to NRP. The overriding royalty interest will be paid to NRP on third party coal mined and processed by PinnOak Resources through its preparation plants on these properties, which is anticipated to be at least 36 million tons.

The transaction was initially funded through the Partnership's existing credit facility. On September 19, 2003, \$50 million of the borrowings will be converted to long term debt in connection with the Partnership's commitment to issue additional senior notes as described in its press release dated June 20, 2003.

The properties consist of coal reserves at two separate mine complexes: the Pinnacle mine in Pineville, West Virginia and the Oak Grove mine near Birmingham, Alabama. PinnOak Resources produces low volatile metallurgical coal

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from these longwall mines and has onsite preparation plants. Over 85% of the current production is under contract for use primarily by the steel industry both domestically and abroad, including approximately 35% contracted to United States Steel Corporation and a similar amount slated for export.

PinnOak Resources, LLC is jointly owned by Benjamin M. Statler L.L.C. and Questor Partners Funds, a private equity group. PinnOak Resources was formed for the purpose of acquiring these assets and mines from United States Steel.

NRP has filed the press release announcing the acquisition as Exhibit 99.1 to this Form 8-K.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

Exhibit No.	Description
10.1	Purchase and Sale Agreement by and among PinnOak Resources, LLC, Pinnacle Land Company, LLC, Oak Grove Land Company, LLC and WPP LLC, dated June 30, 2003
99.1	Press release dated July 14, 2003

SIGNATURES

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

NATURAL RESOURCE PARTNERS L.P.
(Registrant)

By: NRP (GP) LP
its General Partner

By: GP Natural Resource Partners LLC
its General Partner

/s/ Wyatt L. Hogan

Wyatt L. Hogan
Vice President and General Counsel

Dated: July 14, 2003

EXHIBIT INDEX

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