

Sprague Resources LP  
Form 8-K  
November 12, 2014

**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): November 12, 2014**

**SPRAGUE RESOURCES LP**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**

**of incorporation)**

**001-36137**  
**(Commission**

**File Number)**  
**185 International Drive**

**45-2637964**  
**(IRS Employer**

**Identification No.)**

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**Portsmouth, NH 03801**

**(Address of principal executive offices) (Zip Code)**

**Registrant's telephone number, including area code: (800) 225-1560**

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 2.02 Results of Operation and Financial Condition**

On November 12, 2014, Sprague Resources LP, a Delaware limited partnership (the Partnership ) issued a press release announcing its financial results for the third quarter ended September 30, 2014 and providing access information for an investor conference call to discuss the results contained therein. A copy of the Partnership s press release is attached hereto as Exhibit 99.1 and is incorporated by reference into this Item 2.02. The conference call will be available for replay by telephone through November 19, 2014, by following the replay instructions provided on the website, and the webcast of the call will be archived on the investor relations section of the Partnership s website ([www.spragueenergy.com](http://www.spragueenergy.com)) for one year following the date of the call.

This information is furnished under Item 2.02, Results of Operations and Financial Condition. This information, including the information contained in Exhibit 99.1 attached hereto, shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act ), or incorporated by reference in any filing under the Securities Act of 1933, as amended (the Securities Act ), or Exchange Act, except as expressly set forth by specific reference in such a filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

| <b>EXHIBIT</b> | <b>DESCRIPTION</b>   |
|----------------|--|
| 99.1           | Sprague Resources LP Press Release dated November 12, 2014 |

**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.

**SPRAGUE RESOURCES LP**

**By: Sprague Resources GP LLC, its General Partner**

By: /s/ Gary A Rinaldi  
Gary A. Rinaldi  
Senior Vice President, Chief Operating Officer and  
Chief Financial Officer

Dated: November 12, 2014

**EXHIBIT INDEX**

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