

CEDAR FAIR L P  
Form 8-K  
May 29, 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 Earliest Event Reported): May 29, 2014**

**CEDAR FAIR, L.P.**

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

**Delaware**  
**(State or other jurisdiction**  
  
**of incorporation)**

**1-9444**  
**(Commission**  
  
**File No.)**  
**One Cedar Point Drive,**

**34-1560655**  
**(I.R.S. Employer**  
  
**Identification No.)**

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**Sandusky, Ohio 44870-5259**

**(419) 626-0830**

**(Address, including zip code, and telephone number,  
including area code, of registrant's principal executive offices)**

**Not Applicable**

**(Former name or former address, if changed since last report)**

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 8.01 Other Events.**

On May 29, 2014, Cedar Fair, L.P. ( Cedar Fair ) issued a news release announcing that it, together with its wholly owned subsidiaries Magnum Management Corporation and Canada's Wonderland Company, has priced its previously announced private offering of \$450 million aggregate principal amount of 5.375% Senior Notes due 2024 (the Notes ). Cedar Fair intends to use the net proceeds of the offering to redeem all of its 9.125% senior unsecured notes due 2018 (the 2018 Senior Notes ), exercise its right to satisfy and discharge the indenture governing the 2018 Senior Notes and for general corporate purposes. The news release related to this announcement is filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

99.1 Text of news release issued by Cedar Fair on May 29, 2014, regarding the pricing of the Notes.

**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.

Date: May 29, 2014

CEDAR FAIR, L.P.

By: Cedar Fair Management, Inc., General Partner

By: /s/ Brian C. Witherow

Brian C. Witherow

Executive Vice President and Chief Financial

Officer

**Index to Exhibits**

Exhibit Number	Description of Exhibit
99.1	Text of news release issued by Cedar Fair on May 29, 2014, regarding the pricing of the Notes.