

FutureFuel Corp.
Form 3
July 18, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â KNOTT DAVID M | | (Month/Day/Year) | FutureFuel Corp. [FTFL] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | | (Check all applicable) | |
| 485 UNDERHILL BLVD,Â STE 205 | | | <input type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner |
| (Street) | | | <input type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| SYOSSET,Â NYÂ 11791-3419 | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|---|--|--|
| Common Stock, \$.0001 par value per share ⁽¹⁾ | 547,100 | I | By Knott Partners, L.P. F2 ⁽²⁾ ⁽⁴⁾ |
| Common Stock, \$.0001 par value per share ⁽¹⁾ | 325,800 | I | By Shoshone Partners, L.P. F2 ⁽²⁾ ⁽⁴⁾ |
| Common Stock, \$.0001 par value per share ⁽¹⁾ | 7,900 | I | By Mulsanne Partners, L.P. F2 ⁽²⁾ ⁽⁴⁾ |
| Common Stock, \$.0001 par value per share ⁽¹⁾ | 752,550 | I | By Knott Partners Offshore Master Fund , L.P. F2 ⁽²⁾ ⁽⁴⁾ |
| Common Stock, \$.0001 par value per share ⁽¹⁾ | 44,800 | I | By Managed Accounts F3 ⁽³⁾ ⁽⁴⁾ |

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

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) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|--------------------|--|----------------------------------|--|--|--|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Warrants to purchase one share of Common Stock <u>(1)</u> | Â <u>(5)</u> | 07/12/2010 | Common Stock | 358,400 | \$ 6 | I | By Knott Partners, L.P. F2 <u>(2) (4)</u> |
| Warrants to purchase one share of Common Stock <u>(1)</u> | Â <u>(5)</u> | 07/12/2010 | Common Stock | 229,500 | \$ 6 | I | By Shoshone Partners, L.P. F2 <u>(2) (4)</u> |
| Warrants to purchase one share of Common Stock <u>(1)</u> | Â <u>(5)</u> | 07/12/2010 | Common Stock | 183,400 | \$ 6 | I | By Knott Partners Offshore Master Fund, L.P. F2 <u>(2)</u> <u>(4)</u> |
| Warrants to purchase one share of Common Stock <u>(1)</u> | Â <u>(5)</u> | 07/12/2010 | Common Stock | 449,600 | \$ 6 | I | By Managed Accounts F3 <u>(3) (4)</u> |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| KNOTT DAVID M 485 UNDERHILL BLVD STE 205 SYOSSET, NY 11791-3419 | Â | Â X | Â | Â |

Signatures

/s/ David M. Knott
07/18/2008

**Signature of Reporting Person 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 reported securities identified in Columns 4 and 5 of Table I and Columns 5 and 9 of Table II represent components of Units. Each Unit consists of one (1) share of common stock and one warrant to purchase one (1) share of common stock. The securities listed in column 5 and column 9 of, respectively, Table I and Table II include both the common stock and warrant components of such Units, as well as common stock and warrants acquired in open market transactions.

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The Reporting Person is the managing member of Knott Partners Management, LLC, which is (i) the sole general partner of Shoshone Partners, L.P., Knott Partners Offshore Master Fund, L.P., and Mulsanne Partners, L.P. and (ii) the managing general partner of Knott Partners, L.P.

(3) This entry represents securities of the issuer held by institutional managed accounts for which Dorset Management Corporation provides investment management services (the "Managed Accounts").

As a result of the Reporting Person's interests in Knott Partners Management, LLC and in Dorset Management Corporation, the Reporting Person has investment discretion and control of the securities in this entry. The Reporting Person may be deemed to beneficially own an indirect pecuniary interest in securities in this entry as a result of a performance related fee. Except with respect to Knott Partners, L.P.,

(4) Knott Partners Offshore Master Fund, L.P., and Shoshone Partners, L.P., in which the Reporting Person owns a beneficial interest, the Reporting Person disclaims beneficial ownership therein except to the extent ultimately realized. Each of Knott Partners, L.P., Knott Partners Offshore Master Fund, L.P., Shoshone Partners, L.P., Mulsanne Partners, L.P. and the Managed Accounts disclaims beneficial ownership of securities reported as owned by any other party.

(5) The Warrants are currently exercisable.

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

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