

VALERO ENERGY PARTNERS LP

Form 8-K

November 08, 2016

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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 8, 2016

VALERO ENERGY PARTNERS LP  
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	1-36232 (Commission File Number)	90-1006559 (I.R.S. Employer Identification No.)
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One Valero Way San Antonio, Texas (Address of principal executive offices)	78249 (Zip Code)
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Registrant's telephone number, including area code: (210) 345-2000

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 (see General Instruction A.2):

- 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))
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Item 8.01 Other Events.

Acquisition of the Meraux and Three Rivers Terminal Services Business

Effective September 1, 2016, Valero Energy Partners LP (the Partnership) entered into a contribution agreement pursuant to which subsidiaries of Valero Energy Corporation (Valero) contributed to the Partnership all of the outstanding membership interests of Valero Partners Meraux, LLC and Valero Partners Three Rivers, LLC (the Meraux and Three Rivers Terminal Services Business). The Meraux and Three Rivers Terminal Services Business operates crude oil, intermediates, and refined petroleum products terminals that support Valero's Meraux Refinery located in Meraux, Louisiana and Valero's Three Rivers Refinery located in Three Rivers, Texas. The acquisition of the Meraux and Three Rivers Terminal Services Business from Valero was accounted for as a transfer of a business between entities under common control, which was accounted for as though the transfer had occurred at the beginning of the period of transfer, and prior period financial statements and financial information are retrospectively adjusted to furnish comparative information.

On September 16, 2016, the Partnership filed a Current Report on Form 8-K (the Supplemental Form 8-K) to provide supplemental consolidated financial statements and related notes to reflect the combined historical financial position and results of operations of the Meraux and Three Rivers Terminal Services Business with the Partnership's financial position and results of operations for all periods presented in the Partnership's Form 10-K for the year ended December 31, 2015 filed with the Securities and Exchange Commission on February 26, 2016 (the Partnership's 2015 Form 10-K), which was updated by the Current Report on Form 8-K filed on August 4, 2016, described below under "Current Report on Form 8-K Filed on August 4, 2016."

On November 8, 2016, the Partnership filed its post-acquisition results related to the acquisition of the Meraux and Three Rivers Terminal Services Business in the Partnership's Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2016, and is now providing the audited consolidated financial statements and related notes with retrospective adjustments to include the historical financial position and results of operations of the Meraux and Three Rivers Terminal Services Business for all periods presented in the Partnership's 2015 Form 10-K. The audited consolidated financial statements and notes included in this Current Report on Form 8-K supersede the supplemental consolidated financial statements and notes filed in the Supplemental Form 8-K and update the audited consolidated financial statements and related notes filed in the Current Report on Form 8-K filed on August 4, 2016.

Included herein as Exhibit 99.3 are the Audited Consolidated Financial Statements of the Partnership as of December 31, 2015 and 2014, and for each of the years in the three-year period ended December 31, 2015. These audited consolidated financial statements have been retrospectively adjusted for the acquisition of the Meraux and Three Rivers Terminal Services Business and update Exhibit 99.3 in the Current Report on Form 8-K filed on August 4, 2016. Also included herein as Exhibit 99.1 is the Selected Financial Data, which is derived from the audited consolidated financial statements of the Partnership and updates Exhibit 99.1 in the Current Report on Form 8-K filed on August 4, 2016. Included herein as Exhibit 99.2 is Management's Discussion and Analysis of Financial Condition and Results of Operations, which relates to the audited consolidated financial statements and updates Exhibit 99.2 in the Current Report on Form 8-K filed on August 4, 2016.

The items of the Current Report on Form 8-K filed on August 4, 2016 described above have been updated solely for the acquisition of the Meraux and Three Rivers Terminal Services Business, and such items have not been revised for any other activities or events occurring after the date these items were originally presented.

Current Report on Form 8-K Filed on August 4, 2016

Effective April 1, 2016, the Partnership entered into a contribution agreement pursuant to which subsidiaries of Valero contributed to the Partnership all of the outstanding membership interests of Valero Partners McKee, LLC (the McKee Terminal Services Business) that operates a crude oil, intermediates, and refined petroleum products terminal that supports Valero's McKee Refinery located in Sunray, Texas. The acquisition of the the McKee Terminal Services Business from Valero was accounted for as a transfer of a business between entities under common control, which was accounted for as though the transfer had occurred at the beginning of the period of transfer, and prior period financial statements and financial information are retrospectively adjusted to furnish comparative information.

On August 4, 2016, the Partnership filed a Current Report on Form 8-K to provide audited consolidated financial statements and related notes with retrospective adjustments to include the historical financial position and results of operations of the McKee Terminal Services Business for all periods presented in the Partnership's 2015 Form 10-K.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

23.1 Consent of KPMG LLP.

99.1 Selected Financial Data.

99.2 Management's Discussion and Analysis of Financial Condition and Results of Operations.

99.3 Audited Consolidated Financial Statements of Valero Energy Partners LP.

101 Interactive Data Files.

SIGNATURE

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

VALERO ENERGY PARTNERS LP

By: Valero Energy Partners GP LLC  
its general partner

Date: November 8, 2016 By: /s/ Donna M. Titzman  
Donna M. Titzman  
Senior Vice President, Chief Financial Officer,  
and Treasurer