

GENESIS ENERGY LP  
Form 8-K  
December 05, 2007

**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): December 4, 2007

**GENESIS ENERGY, L.P.**

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

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

**1-12295**  
(Commission File  
Number)

**76-0513049**  
(I.R.S. Employer  
Identification No.)

**500 Dallas, Suite 2500, Houston, Texas**  
(Address of principal executive offices)

**77002**  
(Zip Code)

**(713) 860-2500**  
(Registrant's telephone number, including area code)

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:

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\_\_\_ 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.**

On December 4, 2007, Genesis Energy, L.P. (the "Partnership") announced that it priced its underwritten offering of 8,000,000 common units at a price to the public of \$22.00 per unit, representing a 1,000,000 unit increase above the original planned offering of 7,000,000 common units. In connection with the public offering, the Partnership's general partner will purchase 638,898 common units at the same price, less the underwriting commission. The Partnership has granted the underwriters a 30-day option to purchase an additional 1,200,000 common units to satisfy any over-allotments. The Partnership will use the net proceeds from this offering for general partnership purposes. A copy of the press release is attached as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits**

(d) *Exhibits*

99.1 Press Release dated December 4, 2007 announcing the pricing of the offering.

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 thereunto duly authorized.

GENESIS ENERGY, L.P.  
(A Delaware Limited Partnership)

By: GENESIS ENERGY, INC., as General  
Partner

Date: December 4, 2007

By: /s/ Ross A. Benavides  
Ross A. Benavides  
Chief Financial Officer