

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): May 21, 2013

STEEL PARTNERS HOLDINGS L.P.

(Exact name of registrant as specified in its charter)

Delaware

0-5465

13-3727655

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(IRS Employer
Identification No.)

590 Madison Avenue, 32nd Floor, New York, New York

10022

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (212) 520-2300

N/A

(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 (*see* General Instruction A.2. below):

- 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 5.07 Submission of Matters to a Vote of Security Holders.

On May 21, 2013, Steel Partners Holdings L.P. (the "Company") held its Annual Meeting of Limited Partners (the "Meeting"). The total number of limited partnership units of the Company voted in person or by proxy at the Meeting was 21,692,576, representing approximately 72.02 % of the 30,119,189 outstanding units (which number of outstanding units included 2,006,377 units held by an affiliate of the Company, which were determined not to be entitled to be voted at the Meeting, and accordingly were not so voted). The matter voted on by unitholders and the number of (and percentage of shares voted at the Meeting represented by) votes cast for or withheld is set forth below. There were no broker non-votes with respect to the election of directors, approval, on an advisory basis, of the compensation of the Company's named executive officers and the recommendation, on an advisory basis, on the frequency with which the Company should include an advisory vote regarding the compensation of the Company's named executive officers in its proxy.

Proposal 1

The unitholders elected each of the five independent director nominees to the Board of Directors of the Company's general partner, Steel Partners Holdings GP Inc., until the limited partners' annual meeting in 2014 and until their successors are duly elected and qualified.

Nominee	For	Withheld
Anthony Bergamo	20,980,265 (96.72%)	712,311 (3.28%)
John P. McNiff	20,952,960 (96.59%)	739,616 (3.41%)
Joseph L. Mullen	20,980,265 (96.72%)	712,311 (3.28%)
General Richard I. Neal	20,980,265 (96.72%)	712,311 (3.28%)
Allan R. Tessler	20,980,265 (96.72%)	712,311 (3.28%)

Proposal 2

The unitholders approved, on an advisory basis, the compensation of the Company's named executive officers.

For	19,052,934 (87.83%)
Against	2,344,055 (10.81%)
Abstain	295,587 (1.36%)

Proposal 3

The unitholders recommended, on an advisory basis, that the Company should include an advisory vote regarding the compensation of the Company's named executive officers in its proxy every one year.

Every Year	21,608,261 (99.61%)
Every Two Years	330 (0.00%)
Every Three Years	32,852 (0.15%)
Abstain	51,133 (0.24%)

SIGNATURES

Pursuant to the requirements of the Exchange Act, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Dated: May 24, 2013

STEEL PARTNERS HOLDINGS L.P.

By: Steel Partners Holdings GP Inc.
Its General Partner

By: /s/ Leonard J. McGill
Leonard J. McGill
SVP, General Counsel & Secretary