

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): October 5, 2012

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

10,022

(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 7.01. Regulation FD Disclosure.

On October 5, 2012 Barbican Group Holdings Limited (“Barbican”) issued a press release announcing that an entity controlled by Carlson Capital, L.P. had increased its stake in Barbican by acquiring the interests held by entities associated with Steel Partners II, L.P. A copy of the press release is attached as Exhibit 99.1 hereto. The purchaser paid GBP9.7 million to Steel Partners II, L.P. and GBP25.8 million to Steel Partners II Liquidating Trust Series B (the “Liquidating Trust”). Proceeds to Steel Partners Holdings L.P. from these transactions, through its direct interest in Steel Partners II, LP and its indirect interest in the Liquidating Trust, aggregate GBP21 million.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit No.</u>	<u>Exhibits</u>
99.1	Press release

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: October 10, 2012

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

Exhibits

Exhibit No.

99.1

Exhibits

Press release

Barbican Group Holdings Limited

Press Release

5th October 2012

Barbican Announces Additional Investment by Carlson Capital, L.P.

LONDON: Barbican Group Holdings Limited (“Barbican”), announced today that an entity controlled by Carlson Capital, L.P., has increased its stake in Barbican by acquiring the interests held by entities associated with Steel Partners II, LP. The transaction closed on October 5th. Carlson Capital is now Barbican's controlling shareholder, with an interest of over 90%.

David Reeves, Chief Executive Officer of Barbican stated *“We are pleased to have Carlson as Barbican's sole institutional sponsor and believe this transaction demonstrates Carlson's long-term confidence in our business and future prospects. Over the past year we have significantly strengthened Barbican's core underwriting business and believe the Company is well positioned to continue to deliver effective solutions to brokers and customers worldwide.”*

Note to Editors

Formed in 2007, Barbican Group Holdings is an insurance group writing business predominantly through its syndicate at Lloyd's. It also has a non-Lloyd's financial solutions business based in Guernsey which offers tailored insurance solutions to the commercial sector. Barbican Syndicate 1955 at Lloyd's has a stamp capacity of £180m for the 2012 year of account and underwrites UK insurance, healthcare liability, international casualty reinsurance, marine insurance, marine reinsurance, financial and professional lines, North American casualty reinsurance, property, property reinsurance, and cyber liability.

Media Inquiries

For all media enquiries, please contact Barbican's appointed PR agency, Pelham Bell Pottinger. email:

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