

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

FORM 8-A

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR 12(g) OF THE
SECURITIES EXCHANGE ACT OF 1934**

HI-CRUSH PARTNERS LP

(Exact name of registrant as specified in its charter)

Delaware
(State of incorporation or organization)

90-0840530
(IRS Employer
Identification No.)

**Three Riverway, Suite 1550
Houston, Texas 77056
(713) 963-0099**
(Address of principal executive offices and zip code)

Securities to be registered pursuant to Section 12(b) of the Act:

**Title of each class
to be so registered**

**Name of each exchange
on which each class is to be registered**

Common units representing limited partner interests

New York Stock Exchange

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A(c), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A(d), check the following box.

Securities Act registration statement file number to which this form relates: 333-182574

Securities to be registered pursuant to Section 12(g) of the Act: None.

INFORMATION REQUIRED IN REGISTRATION STATEMENT

Item 1. Description of Registrant's Securities to be Registered.

A description of the common units representing limited partner interests in Hi-Crush Partners LP (the "Registrant") is set forth under the captions "Summary—The Offering," "Cash Distribution Policy and Restrictions on Distributions," "How We Make Distributions to Our Partners," "Description of the Common Units," "The Partnership Agreement," "Units Eligible for Future Sale" and "Material U.S. Federal Income Tax Consequences" in the prospectus included in the Registrant's Registration Statement on Form S-1 (Registration No. 333-182574), initially filed with the Securities and Exchange Commission (the "Commission") on July 6, 2012 under the Securities Act of 1933, as amended (the "Securities Act"), and will be set forth in any prospectus filed in accordance with Rule 424(b) thereunder, which description is incorporated herein by reference.

Item 2. Exhibits.

Pursuant to the Instructions as to Exhibits with respect to Form 8-A, no exhibits are required to be filed because no other securities of the Registrant are registered on the New York Stock Exchange and the securities registered hereby are not being registered pursuant to Section 12(g) of the Exchange Act.

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized.

Hi-Crush Partners LP

By: Hi-Crush GP LLC, its general partner

By: /s/ Robert E. Rasmus

Name: Robert E. Rasmus

Title: Co-Chief Executive Officer

Date: August 13, 2012