

LIPINSKI JOHN J

Form 4

January 20, 2012

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
LIPINSKI JOHN J

(Last) (First) (Middle)

C/O CVR ENERGY, INC., 2277
PLAZA DRIVE, SUITE 500

(Street)

SUGAR LAND, TX 77479

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
CVR ENERGY INC [CVI]

3. Date of Earliest Transaction
(Month/Day/Year)

01/18/2012

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

CEO and President

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock	01/18/2012		S ⁽¹⁾		200	D \$ 23.53	785,036	D	
Common Stock	01/18/2012		S ⁽¹⁾		200	D \$ 23.54	784,836	D	
Common Stock	01/18/2012		S ⁽¹⁾		2,558	D \$ 23.55	782,278	D	
Common Stock	01/18/2012		S ⁽¹⁾		100	D \$ 23.56	782,178	D	
Common Stock	01/18/2012		S ⁽¹⁾		342	D \$ 23.57	781,836	D	

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Common Stock	01/18/2012	<u>S⁽¹⁾</u>	500	D	\$ 23.58	781,336	D
Common Stock	01/18/2012	<u>S⁽¹⁾</u>	500	D	\$ 23.59	780,836	D
Common Stock	01/18/2012	<u>S⁽¹⁾</u>	200	D	\$ 23.6	780,636	D
Common Stock	01/18/2012	<u>S⁽¹⁾</u>	300	D	\$ 23.61	780,336	D
Common Stock	01/18/2012	<u>S⁽¹⁾</u>	100	D	\$ 23.63	780,236	D
Common Stock	01/18/2012	<u>S⁽¹⁾</u>	1,100	D	\$ 23.71	779,136	D
Common Stock	01/18/2012	<u>S⁽¹⁾</u>	600	D	\$ 23.72	778,536	D
Common Stock	01/18/2012	<u>S⁽¹⁾</u>	1,700	D	\$ 23.73	776,836	D
Common Stock	01/18/2012	<u>S⁽¹⁾</u>	3,400	D	\$ 23.74	773,436	D
Common Stock	01/18/2012	<u>S⁽¹⁾</u>	500	D	\$ 23.75	772,936	D
Common Stock	01/18/2012	<u>S⁽¹⁾</u>	4,000	D	\$ 23.76	768,936	D
Common Stock	01/18/2012	<u>S⁽¹⁾</u>	2,800	D	\$ 23.77	766,136	D
Common Stock	01/18/2012	<u>S⁽¹⁾</u>	1,900	D	\$ 23.78	764,236	D
Common Stock	01/18/2012	<u>S⁽¹⁾</u>	600	D	\$ 23.79	763,636	D
Common Stock	01/18/2012	<u>S⁽¹⁾</u>	300	D	\$ 23.8	763,336	D
Common Stock	01/18/2012	<u>S⁽¹⁾</u>	300	D	\$ 23.81	763,036	D
Common Stock	01/18/2012	<u>S⁽¹⁾</u>	400	D	\$ 23.83	762,636	D
Common Stock	01/18/2012	<u>S⁽¹⁾</u>	400	D	\$ 23.84	762,236	D
Common Stock	01/18/2012	<u>S⁽¹⁾</u>	1,390	D	\$ 23.85	760,846	D
Common Stock	01/18/2012	<u>S⁽¹⁾</u>	510	D	\$ 23.86	760,336	D
	01/18/2012	<u>S⁽¹⁾</u>	100	D		760,236	D

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Common Stock \$ 23.87

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
LIPINSKI JOHN J C/O CVR ENERGY, INC. 2277 PLAZA DRIVE, SUITE 500 SUGAR LAND, TX 77479	X CEO and President

Signatures

Susan M. Ball, Attorney-in-fact for John J. Lipinski 01/20/2012

____Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) This sale was made pursuant to a 10b5-1 trading plan adopted by the Reporting Person on May 26, 2011.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.