

LIPINSKI JOHN J

Form 4

August 05, 2011

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

OMB APPROVAL

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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

(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)

**08/03/2011**

 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	08/03/2011		S <sup>(1)</sup>		100	D	\$ 26.2 580,198
Common Stock	08/03/2011		S <sup>(1)</sup>		100	D	\$ 26.03 580,098
Common Stock	08/03/2011		S <sup>(1)</sup>		100	D	\$ 25.03 579,998
Common Stock	08/03/2011		S <sup>(1)</sup>		100	D	\$ 26.27 579,898
Common Stock	08/03/2011		S <sup>(1)</sup>		100	D	\$ 26.3 579,798

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Common Stock	08/03/2011	<u>S<sup>(1)</sup></u>	300	D	\$ 25.38	579,498	D
Common Stock	08/03/2011	<u>S<sup>(1)</sup></u>	100	D	\$ 25.3	579,398	D
Common Stock	08/03/2011	<u>S<sup>(1)</sup></u>	100	D	\$ 26.04	579,298	D
Common Stock	08/03/2011	<u>S<sup>(1)</sup></u>	100	D	\$ 25.78	579,198	D
Common Stock	08/03/2011	<u>S<sup>(1)</sup></u>	400	D	\$ 25.43	578,798	D
Common Stock	08/03/2011	<u>S<sup>(1)</sup></u>	300	D	\$ 25.14	578,498	D
Common Stock	08/03/2011	<u>S<sup>(1)</sup></u>	100	D	\$ 24.61	578,398	D
Common Stock	08/03/2011	<u>S<sup>(1)</sup></u>	100	D	\$ 24.76	578,298	D
Common Stock	08/03/2011	<u>S<sup>(1)</sup></u>	200	D	\$ 25.13	578,098	D
Common Stock	08/03/2011	<u>S<sup>(1)</sup></u>	200	D	\$ 24.92	577,898	D
Common Stock	08/03/2011	<u>S<sup>(1)</sup></u>	100	D	\$ 25.36	577,798	D
Common Stock	08/03/2011	<u>S<sup>(1)</sup></u>	100	D	\$ 25.15	577,698	D
Common Stock	08/03/2011	<u>S<sup>(1)</sup></u>	100	D	\$ 25.54	577,598	D
Common Stock	08/03/2011	<u>S<sup>(1)</sup></u>	200	D	\$ 25.39	577,398	D
Common Stock	08/03/2011	<u>S<sup>(1)</sup></u>	300	D	\$ 25.22	577,098	D
Common Stock	08/03/2011	<u>S<sup>(1)</sup></u>	200	D	\$ 25.24	576,898	D
Common Stock	08/03/2011	<u>S<sup>(1)</sup></u>	100	D	\$ 25.1	576,798	D
Common Stock	08/03/2011	<u>S<sup>(1)</sup></u>	100	D	\$ 25.05	576,698	D
Common Stock	08/03/2011	<u>S<sup>(1)</sup></u>	100	D	\$ 24.86	576,598	D
Common Stock	08/03/2011	<u>S<sup>(1)</sup></u>	100	D	\$ 24.9	576,498	D
	08/03/2011	<u>S<sup>(1)</sup></u>	100	D		576,398	D

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Common Stock					\$ 24.89		
Common Stock	08/03/2011	S <sup>(1)</sup>	100	D	\$ 24.83	576,298	D
Common Stock	08/03/2011	S <sup>(1)</sup>	100	D	\$ 25.02	576,198	D
Common Stock	08/03/2011	S <sup>(1)</sup>	100	D	\$ 25.35	576,098	D
Common Stock	08/03/2011	S <sup>(1)</sup>	100	D	\$ 25.32	575,998	D

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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(9-02)

**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

/s/ Susan M. Ball,  
Attorney-in-fact

08/05/2011

\_\_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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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