SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* 2. Date of Event Requiring Statement (Month/Day/Year) 10/22/2007				nent	3. Issuer Name and Ticker or Trading Symbol <u>CVR ENERGY INC</u> [CVI]							
(Last) 2277 PLAZA	(First) DRIVE	(Middle)			4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner			5. If Amendment, Date of Original Filed (Month/Day/Year)				
SUITE 500 (Street) SUGAR LAND	TX	77479			Х	Officer (give title below) EVP, Refining Ope	Other (specify below) perations		Appli	 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person 		
(City)	(State)	(Zip)										
Table I - Non-Derivative Securities Beneficially Owned												
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4)		3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		4. Nature of Indirect Beneficial Ownership (Instr. 5)			
Common Stock						0	0 I		See Remarks			
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)												
1. Title of Derivative Security (Instr. 4) 2. Date Exercise Expiration Date (Month/Day/Yee			ate			e and Amount of Securities lying Derivative Security (Instr. 4)		rsion rcise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)		
			Date Exercisable	Expiration Date	n Title	3	Amount or Number of Shares	Price of Derivative Security		Direct (D) or Indirect (I) (Instr. 5)		

Explanation of Responses:

Remarks:

Coffeyville Acquisition LLC and Coffeyville Acquisition II LLC each own shares of CVR Energy, Inc. (the "Company") common stock, par value \$0.01 per share ("Common Stock"). Mr. Haugen owns common units equal to 0.039% of the total common units of each of Coffeyville Acquisition LLC and Coffeyville Acquisition II LLC. Mr. Haugen also owns (i) 215,986 override units in Coffeyville Acquisition LLC and Coffeyville Acquisition II LLC and (ii) 1,980,952 phantom points pursuant to the Coffeyville Resources, LLC Phantom Unit Appreciation Plan (Plan II). Override units and phantom points constitute rights to a portion of the profits generated by Coffeyville Acquisition LLC and Coffeyville Acquisition ILLC. The phantom unit appreciation plans are filed as exhibits 10.3 and 10.32 to the Company's Registration Statement on Form S-1, File No. 333-137588 (the "Registration Statement"). The limited liability company agreements of Coffeyville Acquisition ILLC and Coffeyville Acquisition II LLC are filed as exhibits 10.34 and 10.35, respectively, to the Registration Statement"). The limited liability company of such shares. In addition, Mr. Haugen does not have any pecuniary interest in the shares of Common Stock held by Coffeyville Acquisition ILLC and Coffeyville Acquisition II LLC (or override units or phantom points) because he does not control either Coffeyville Acquisition LLC or Coffeyville Acquisition II LLC and does not have or share investment control over either entity's securities. Exhibit 124: Power of Attorney

/s/ Susan M. Ball, Attorney-in-10/22/2007

fact

** Signature of Reporting Person Date

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

* If the form is filed by more than one reporting person, see Instruction 5 (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).

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

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 Number.

LIMITED POWER OF ATTORNEY

The undersigned, being an executive officer or director of CVR Energy, Inc. (the "Corporation"), who will thereby be subject to the reporting obligations of Section 16 of the Securities Exchange Act of 1934, as amended (the "Act"), with respect to securities of the Corporation, hereby constitutes and appoints each of Edmund S. Gross, James T. Rens and Susan M. Ball as the undersigned's true and lawful attorneys-in-fact and agents to (i) obtain filing codes from the Securities and Exchange Commission (the "SEC") so as to permit the filing of Forms 3, 4, and 5 with the SEC by or on behalf of the undersigned pursuant to Section 16 of the Act, and the rules and regulations promulgated thereunder, or any successor laws and regulations, as a consequence of the undersigned's ownership, acquisition or disposition of equity securities of the Corporation and (ii) execute and file for and on behalf of the undersigned Forms 3, 4, and 5 with the SEC, and to perform all acts necessary in order to obtain such codes and/or execute and file such Forms 3, 4, and 5, as applicable, as he or she, as applicable, shall deem appropriate. The undersigned hereby ratifies and confirms all that said attorneys-in-fact and agents shall do or cause to be done by virtue hereof.

This Limited Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Corporation, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

This Limited Power of Attorney is executed as of May 16, 2007.

John J. Lipinski	Christopher G. Swanberg
Stanley A. Riemann	Wesley Clark
James T. Rens	Scott Lebovitz
Edmund S. Gross /s/ Robert W. Haugen	George E. Matelich
Robert W. Haugen	Stanley de J. Osborne
Wyatt E. Jernigan	Kenneth A. Pontarelli
Kevan A. Vick	Mark Tomkins