FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue. See

Instruction 1(b)

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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STATEMENT	OF CHANGES	S IN BENEFICIAL	OWNERSHIP

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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. Issuer Name and Ticker or Trading Symbol  CVR ENERGY INC [ CVI ]								elationship of a color of the c	•				
	R ENERGY	*	(Middle)			Date o /14/2		est Trans	saction (N	Month	/Day/Year)		;	below)		Other (specify below)		specify	
(Street) SUGAR (City)	LAND T		77479 (Zip)		- 4. I	4. If Amendment, Date of Original Filed (Month/Day/Year)								ndividual or Joint/Group Filing (Check Applicable 2)  X 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																		
I - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 -			Date			2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4			Benefici Owned I	es ially Following	Form (D) o	n: Direct r Indirect istr. 4)	7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) or (D)	Price	Reported Transact (Instr. 3 a	ion(s)			(Instr. 4)	
Common Stock <sup>(1)</sup>				12/14	1/2020	2020			М		13,217	A	<b>\$0</b> <sup>(2)</sup>	13	,217		D		
Common Stock <sup>(1)</sup> 12/14				/2020				D		13,217	D	\$15.55	(3)	0		D			
	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 Da if any (Month/Day/\)	Date,	Code (Ins		on of		6. Date Exercisal Expiration Date (Month/Day/Year)		e of Securities		es g Security	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transaction (Instr. 4)	e S Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership ct (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisa	able	Expiration Date	Title	Amount or Number of Shares						
Incentive Units <sup>(1)</sup>	(2)	12/14/2020			M			13,217	(1)		(4)	Common Stock	13,217	\$0 <sup>(2)</sup>	13,21	7	D		

## **Explanation of Responses:**

- 1. The Incentive Units were awarded to the reporting person by CVR Energy, Inc. as compensation for services as an officer on December 14, 2018. These Incentive Units vest ratably in three annual installments beginning in December of each year following the grant date, subject to the terms and conditions of the award agreement.
- 2. Each Incentive Unit reported herein represents the right to receive upon vesting, a cash payment equal to the average closing price of a share of CVR Energy, Inc. common stock for the 10 trading days preceding the vest date.
- 3. This price represents the average closing price of a share of CVR Energy, Inc. common stock for the 10 trading days preceding the vest date.
- 4. The Incentive Units expire immediately upon vest.

## Remarks:

/s/ David L. Lamp

12/16/2020

\*\* Signature of Reporting Person

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

- $^{\star}$  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).

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.