FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	DVAL
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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).

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

(Last) (First) (Middle) C/O CVR ENERGY, INC. 2277 PLAZA DRIVE, SUITE 500 4. If Amendment, Date of Original Filed (Month/Day/Year) (Street) SUGAR LAND TX Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of or Execution Date, if any of Execution Date, if	1. Name and Address of Reporting Person* HAUGEN ROBERT W						2. Issuer Name and Ticker or Trading Symbol CVR ENERGY INC [CVI]									Check	all app	p of Reportin plicable) ctor er (give title	ng Person	10% C	
Sugar Land Tx Tx Tx Tx Tx Tx Tx T	C/O CVR ENERGY, INC.															X	belov	v) `	ng Oper	below)	
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 3. Transaction (Disposed Of (D) (Instr. 3, 4 and 5) 3. Transaction (Disposed Of (D) (Instr. 3, 4 and 4) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 4) 5. Amount (A) or Disposed Of (D) (Instr. 3, 4 and 4) 5. Amount of Securities Acquired (Disposed Of (D) (Instr. 3, 4 and 5) 7. Nature for Indirect (D) or Indirect (D) (Instr. 4) 7. Nature of Indirect (D) or Indirect (D) (Instr. 4) 8. Price of Derivative Securities Acquired (D) (D) (Instr. 3, 4 and 4) 8. Price of Derivative Securities (Month/Day/Year) 8. Price of Derivative Securities Securities (Month/Day/Year) 9. Number of Derivative Securities (Month/Day/Year) 1. Title of Derivative Securities (Month/Day/Year) 1. Nature of Indirect Securities (D) (Instr. 4) 1. Nature Order (D) (Instr. 4) 1. Nature	(Street) SUGAR LAND TX 77479						4. If Amendment, Date of Original Filed (Month/Day/Year)									Line) X Form filed by One Reporting Person Form filed by More than One Reporting					
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Explanation of Responses:

1. This transaction represents the vesting of an award made on July 16, 2010. In accordance with the Transaction Agreement dated April 18, 2012 entered into among CVR Energy, Inc. and certain affiliates of Carl C. Icahn, upon vesting the shares converted into the right to receive, and were settled by means of, a cash payment and contingent cash payment rights as provided in the Transaction Agreement.

> Edmund S. Gross, Attorney-infact

07/23/2012

** 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 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.