Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPROVAL								
OMB Number: 3235-0287								
Estimated average burden								
hours per response:	0.5							

1 Name ar	nd Address (of Reporting Person*		2.	Issuer	Name an	nd Tick	cer or Tradino	Symbol		5.	Relationship	of Reporting	a Pers	on(s) to Issu	er
ı	Michael							INC [cv				neck all applic	cable)	,	10% Ow	
													give title		Other (s	-
(Last)	(1	First)	(Middle)				Trans	action (Montl	/Day/Year)			below)			below)	
C/O CVI	R ENERG	Y, INC.		02	2/16/2	.022						EVP	& Chief C	perat	ting Office	r
2277 PL	AZA DRI	VE, SUITE 500														
				4.	If Ame	endment, I	Date o	of Original File	d (Month/Da	ay/Year)	6. Lin	ndividual or 3	loint/Group	Filing	(Check App	licable
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SUGAR	LAND 7	X	77479											e than	One Repor	ing
(City)	C	State)	(Zip)	_								Persor	1			
(City)	(-	<u> </u>														
		Tab	le I - Non-De	rivativ	re Se	curities	s Ac	quired, Di	sposed o	of, or Be	neficia	lly Owned	l			
Date			ansaction	ction 2A. Deemed 3. 4. Securities Acquired (A) Execution Date, Transaction Disposed Of (D) (Instr. 3, 4					5. Amou Securitie				. Nature of Indirect			
			nth/Day/Y	Day/Year) if any (Month		y/Yea	Code (Instr. 5)					Following (I) (I			Beneficial Dwnership	
I								·	Amount	(A) or	Drice	Reported Transact	d b		'	Instr. 4)
								Code V	Amount	(A) or (D)	Price		d tion(s)		(Instr. 4)
		-	Table II - Der					Code v	oosed of	, or Ben	eficially	Transaci (Instr. 3	d tion(s)			Instr. 4)
		1	(e.g	., puts,		s, warr	ants	code vuired, Dis, options,	oosed of converti	or Bend ble secu	eficially rities)	Transaci (Instr. 3	d tion(s) and 4)			
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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 February 16, 2022. These Incentive Units vest ratably in annual installments in February of each of the three years 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. The Incentive Units expire immediately upon vest.

Remarks:

/s/ Michael H. Wright, Jr.

02/18/2022

** 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.