

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): December 9, 2011

CVR ENERGY, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other
jurisdiction of
incorporation)

001-33492
(Commission File Number)

61-1512186
(I.R.S. Employer
Identification Number)

**2277 Plaza Drive, Suite 500
Sugar Land, Texas 77479**

(Address of principal executive offices,
including zip code)

Registrant's telephone number, including area code: (281)207-3200

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01. Regulation FD Disclosure.

On December 9, 2011, CVR Energy, Inc., or the “Company,” posted an investor presentation to its website at www.cvrenergy.com under the tab “Investor Relations”. The information included in the presentation provides an overview of the Company’s strategy and performance and includes, among other things, information concerning refining and fertilizer markets. The presentation is intended to be made available to stockholders, analysts and investors, including investor groups participating in forums such as sponsored investor conferences, during December of 2011. The presentation is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

In accordance with General Instruction B.2 of Form 8-K, the information in this Current Report on Form 8-K and Exhibit 99.1 attached hereto are being furnished pursuant to Item 7.01 of Form 8-K and will not, except to the extent required by applicable law or regulation, be deemed filed by the Company for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section, nor will any of such information or exhibits be deemed incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended, except as expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

The following exhibit is being “furnished” as part of this Current Report on Form 8-K:

99.1 Slides from management presentation.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: December 9, 2011

CVR ENERGY, INC.

By: /s/ John J. Lipinski
John J. Lipinski
Chief Executive Officer and President

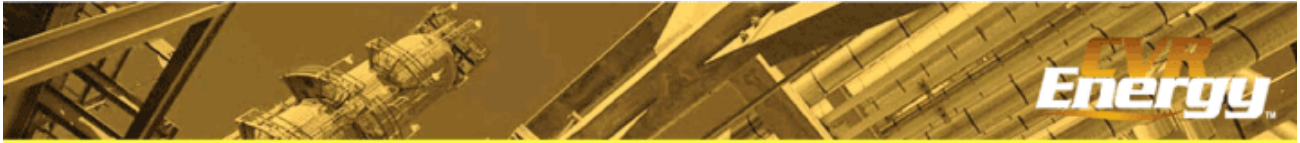


CVR
Energy™

Investor Presentation

December 2011

The following information contains forward-looking statements based on management's current expectations and beliefs, as well as a number of assumptions concerning future events. These statements are subject to risks, uncertainties, assumptions and other important factors. You are cautioned not to put undue reliance on such forward-looking statements because actual results may vary materially from those expressed or implied. CVR Energy, Inc. assumes no obligation to, and expressly disclaims any obligation to, update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.



**“The following presentation is neither an offer to
sell nor a solicitation of offers to buy the
securities of Coffeyville Resources, LLC or CVR
Partners, LP.”**

Jack Lipinski
Chief Executive Officer

Ed Morgan
Chief Financial Officer

Jay Finks
Director of Finance

- **Transaction Overview**
- **Gary-Williams Acquisition Summary**
- **Combined Company Overview**
- **Nitrogen Fertilizer MLP**
- **Financial Highlights**
- **Appendix**



The background of the slide is a photograph of an industrial facility, likely a refinery or chemical plant, featuring a complex network of pipes, metal structures, and large cylindrical tanks. A prominent horizontal band of yellow color is overlaid across the middle of the image, serving as a background for the text.

Transaction Overview

Jack Lipinski
Chief Executive Officer

- On November 2, 2011, CVR Energy, Inc. (“CVR” or the “Company”) announced that it had signed an agreement to acquire Gary-Williams Energy Corp (“GWEC”) for \$525 million (\$594 million including estimated working capital)
- GWEC is a refiner located in Wynnewood, Oklahoma
 - Asset is a 70,000 bpd, 9.3 complexity crude oil refinery located in Wynnewood, OK
 - LTM 9/30/11 Adjusted EBITDA of ~\$235 million
- The acquisition and related fees and expenses will be financed with \$400 million of cash on hand and \$200 million of senior secured financing
- The Company will also be upsizing its ABL Revolver from \$250 million to \$400 million
- Consolidated for the transaction, CVR will have total leverage of 0.9x and net leverage of 0.6x based on ~\$820 million of LTM 9/30/11 Adjusted EBITDA^(a)

(a) Calculated as CVR Energy, Inc. EBITDA less Fertilizer Business EBITDA plus cash distributions received from Fertilizer Business plus GWEC EBITDA.

Transaction Summary



(\$ in millions)

Sources	
Senior secured financing ^(a)	\$209
Cash on hand	400
Total sources	\$609

Uses	
Purchase Gary-Williams ^(b)	\$594
Estimated fees and expenses	15
Total uses	\$609

	Existing 9/30/11	xEBITDA	Adj.	Pro forma 9/30/11	xEBITDA
Cash and cash equivalents	\$643 ^(c)		(\$400)	\$243	
ABL revolver (\$400mm)	0		0	0	
9.0% 1st lien notes due 2015	247			247	
Senior secured financing	0		200	200	
Other	0		50	50	
Total 1st lien debt	\$247	0.4x		\$497	0.6x
10.875% 2nd lien notes due 2017	223			223	
Total debt	\$470	0.8x		\$720	0.9x
Market capitalization	1,657 ^(d)			1,657 ^(d)	
Total capitalization	\$2,127	3.6x		\$2,377	2.9x
Operating statistics:					
LTM Adjusted EBITDA ^(f)	\$585		\$235	\$820	
LTM Net cash interest expense	54		11	65	
LTM Capital expenditures	39		21	60	
Credit metrics:					
Debt / total capitalization	22.1%			30.3%	
Total debt / EBITDA	0.8x			0.9x	
Net debt / EBITDA	(0.3x)			0.6x	
EBITDA / interest expense	10.9x			12.7x	
(EBITDA - LTM capex) / interest expense	10.2x			11.7x	

(a) Reflects proceeds of \$209 million from senior secured financing

(b) Includes \$525 million equity purchase price and \$69 million of assumed working capital

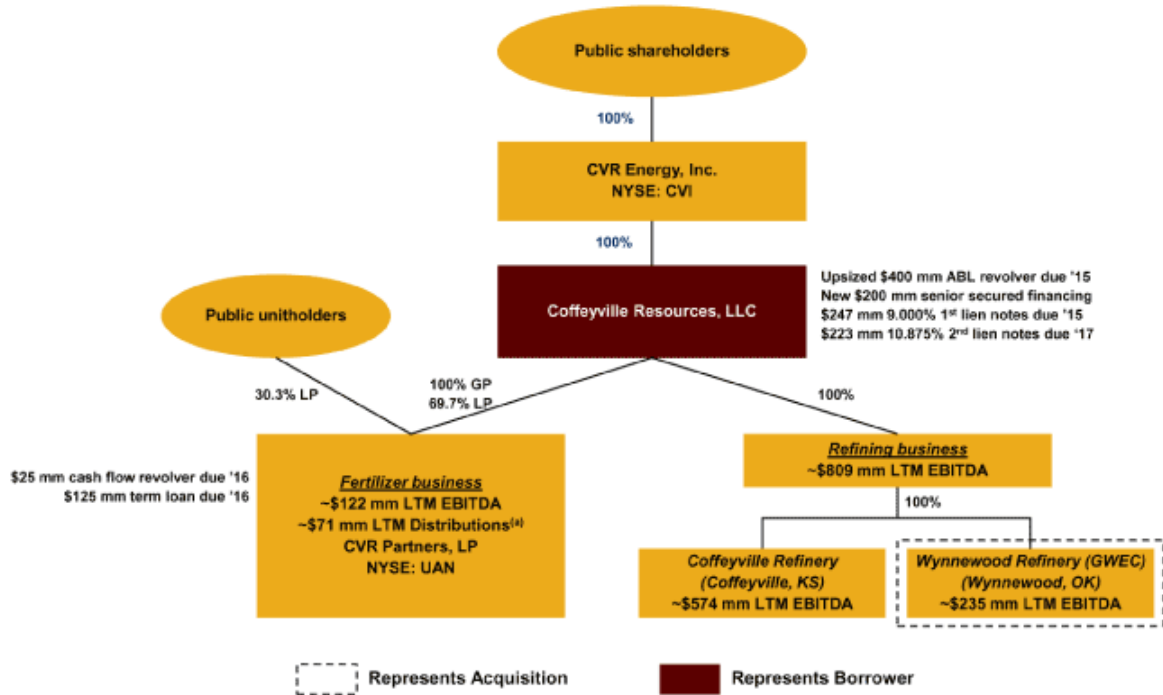
(c) Cash and cash equivalents at Coffeyville Resources, LLC

(d) Market cap of CVR Energy Inc. (NYSE: CVI) as of 12/7/11

(e) Assumes no market cap adjustment

(f) LTM Adjusted EBITDA of \$585 million is calculated as \$535 million of CVR Energy, Inc. EBITDA (excludes Fertilizer Business EBITDA) plus -\$50 million in cash distributions from the CVR Fertilizer Business

Pro Forma Organizational Structure



(a) Represents distributions since April 2011. CVR's share of the total distributions is ~\$50 million.

The background of the slide is a photograph of an industrial facility, likely a refinery or chemical plant, featuring a complex network of pipes, metal structures, and large cylindrical tanks. A prominent horizontal band of yellow color is overlaid across the middle of the image, serving as a background for the text.

Gary-Williams Acquisition Summary

Jack Lipinski
Chief Executive Officer

- **CVR Energy, Inc. has agreed to acquire Gary-Williams Energy Corporation for \$525 million in cash plus working capital**
- **Gary-Williams' primary asset is a 70,000 barrels-per-day ("bpd") refinery located in Wynnewood, Oklahoma**
 - Complexity rating of 9.3
- **CVR Energy will also acquire associated working capital, as determined at closing**
 - Estimated to be approximately \$69 million as of November 25, 2011
- **We expect to fund the transaction primarily with cash, combined with approximately \$200 million of senior secured financing**
 - \$643 million in balance sheet cash at Coffeyville Resources as of September 30, 2011^(a)
- **We plan to increase our existing asset based credit facility to \$400 million**
- **Transaction expected to close December 15th**

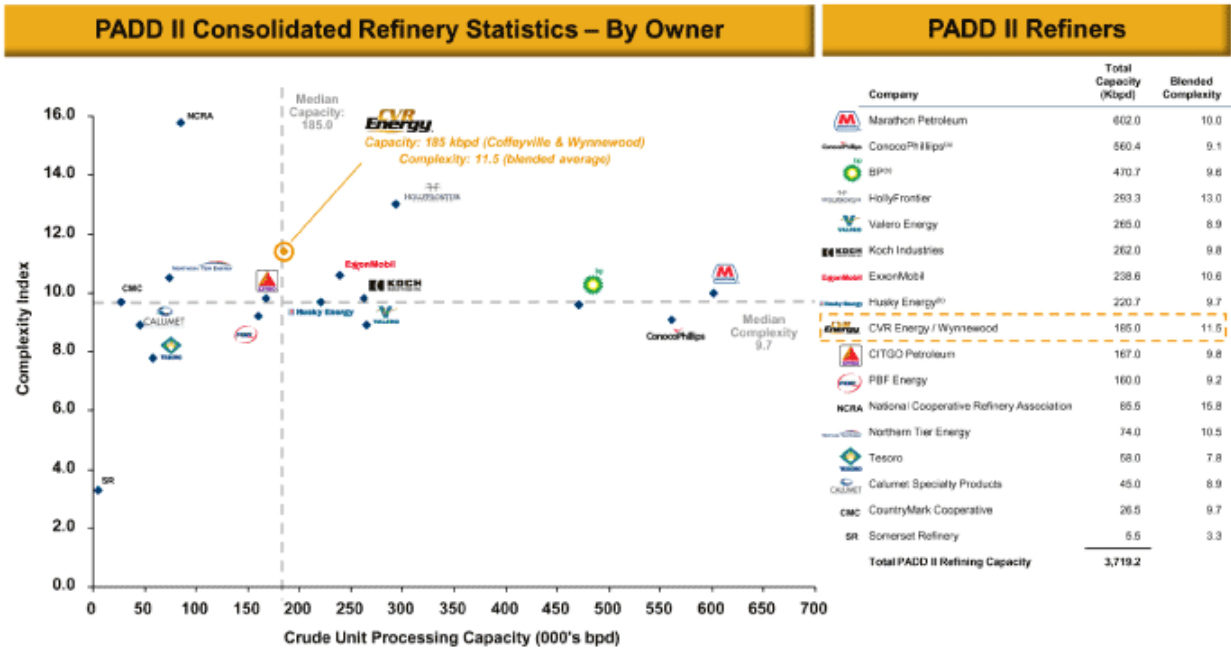
(a) \$643 million is net of cash at CVR Partners, LP.

- **High quality asset increases CVR's scale and operational diversity**
 - Pro forma company will have approximately 185,000 bpd of throughput capacity and weighted average complexity of approximately 11.5
- **Strategically positioned in attractive Mid-Continent region**
 - Located in the highly fragmented and historically underserved Group III, PADD II region (same as CVR)
- **Significant opportunities to enhance consolidated operations**
 - Ability to expand CVR's existing crude oil gathering business, diversify GWEC's crude slate, leverage our marketing capabilities, reduce duplicative SG&A
- **Enhances financial strength and flexibility**
 - Improves credit profile by expanding processing capacity and diversifying asset base (CVR will no longer be a single asset refiner)
- **Favorable spread environment and positive industry outlook**
 - WTI/LLS and WTI/Brent pricing dynamics continue to provide favorable Mid-Continent refining environment due to the limited crude pipeline capacity to Gulf Coast (even post Seaway reversal)

Well Positioned to Compete in Underserved PADD II Region



“Top Quartile” Consolidated Asset Profile



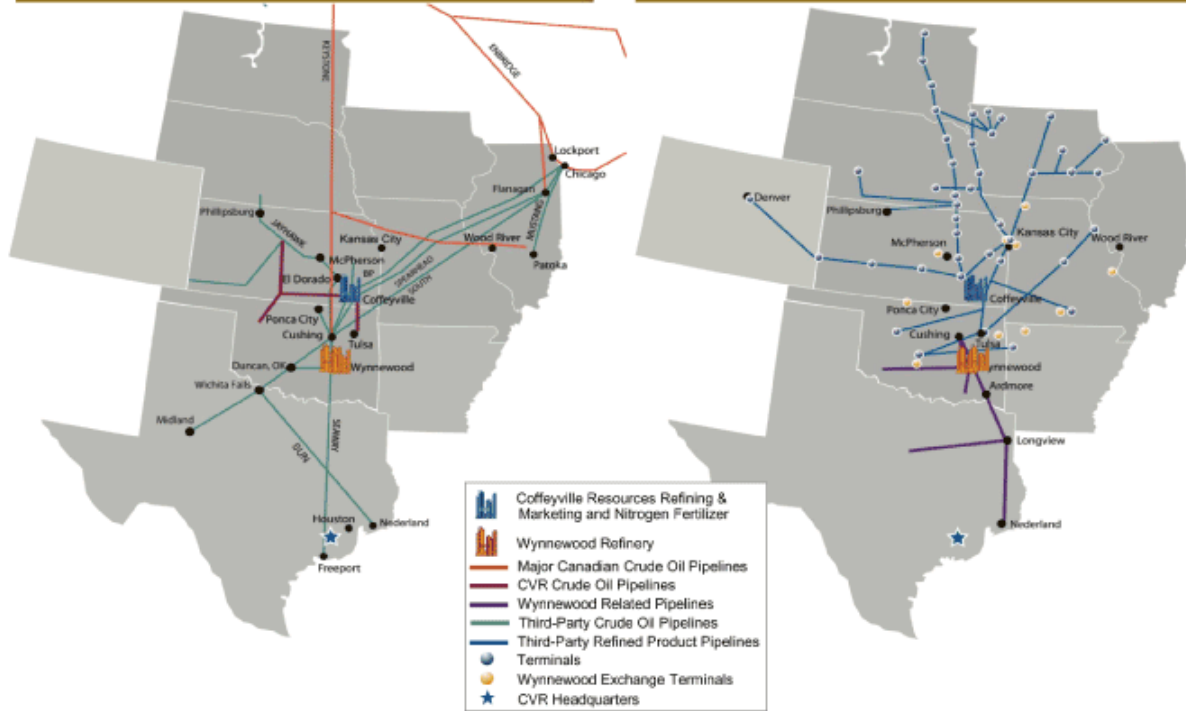
(a) 100% of capacity in Wood River, IL refinery JV consolidated (50% ownership interest).
 (b) Includes 50% interest in JV in Toledo, OH refinery.
 Source: EIA and Wall Street research

Extensive Crude Oil Supply and Product Distribution Network



Consolidated Supply Network

Consolidated Marketing Network



- **Integrate and optimize operations with existing businesses**
 - Expand existing crude oil gathering business to supply lower cost, local crude to Wynnewood refinery
 - Proximity of plant is a benefit to managing feedstocks
- **Increase ability to optimize Sour / Heavy Sour processing**
 - CVR has 35,000 barrels per day capacity on pipelines from Canada
 - Ability to substitute Heavy Canadian Sour for Domestic US Sour
 - All crudes priced off WTI
- **SG&A synergies exist**



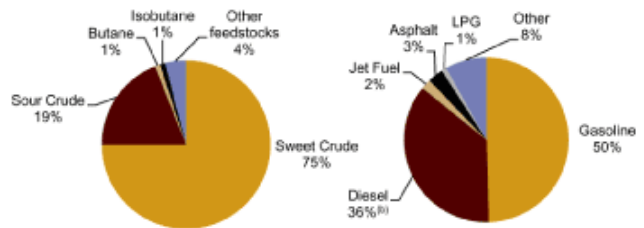
Combined Company Overview

Jack Lipinski
Chief Executive Officer

Pro Forma Company Overview

- **Two top-tier Mid-Continent refineries**
 - 115,000 bpd Coffeyville, Kansas refinery
 - 70,000 bpd Wynnewood, Oklahoma Refinery
- **A nitrogen fertilizer plant using pet coke gasification**
 - Rated capacity of 1,225 tpd ammonia; 2,025 tpd UAN Nitrogen
 - Current \$100.0 million expansion ongoing to increase UAN capacity by 400,000 tons
- **Operates in higher margin markets**
- **Logistics assets supporting both businesses**
- **Financial flexibility**

Pro Forma LTM Feedstock & Product Slate^(a)



PADD II – Group 3 Basis



Note: LTM as of September 30, 2011.

(a) Pro forma based on weighted average of refinery capacity.
 (b) CVR distillate assumed to be diesel for pro forma.

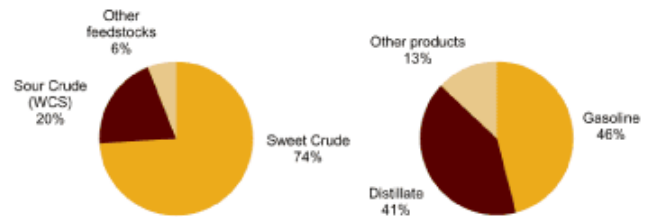
Coffeyville Refinery Overview



Summary

- 115,000 bpd of crude throughput capacity
 - 12.9 complexity
- High complexity refinery producing gasoline, distillates, specialty products and petroleum coke
- Strategically located in Group III of PADD II
 - Access to cost-advantaged, WTI price-linked crude oils
 - 100 miles from Cushing, Oklahoma
- Sales and distribution
 - Rack marketing division supplies products through tanker trucks
 - Bulk sales into Mid-Continent markets via Magellan and into Colorado and other destinations via product pipelines owned by Magellan, Enterprise Products Partners and NuStar
- \$521 million invested in refinery between 2005 and 2009
- Two-phase turnaround complete in Q1 2012

LTM Feedstock & Product Slate^(a)



Management's Proven Track Record

	2005 (Acquisition year)	Current
Operational Upgrades	Launched \$521 million of upgrades	Now, most flexible Mid-Con refinery
Crude and Feedstock Throughput (bpd)	98,300	115,140 ^(a)
Feedstock flexibility	No heavy sour	Up to 25k bpd
Complexity	9.5	12.9
Gathered Barrels Capacity (bpd)	-7,000	37,000+

(a) LTM as of September 30, 2011.

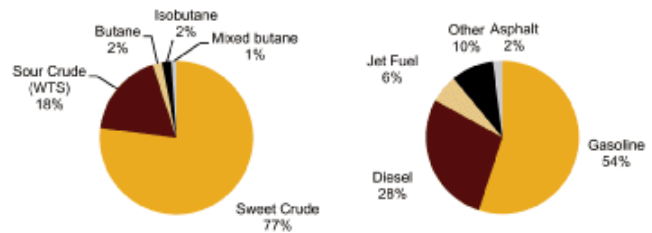
Wynnewood Refinery Overview



Summary

- **70,000 bpd of crude throughput capacity**
 - 9.3 complexity
- **Produces a full slate of gasoline, diesel, asphalt, jet fuel, LPG and specialty products**
 - 97.5% liquid product yield
- **Strategically located in Group III of PADD II**
 - Access to cost-advantaged, WTI price-linked crude oils
- **Approximately 60% of products sold directly into the local Oklahoma market**
 - Approximately 12,000 bpd of gasoline and ULSD sold via truck rack
 - Approximately 4,000 bpd of JP-8 sold via truck rack
 - Remaining volumes distributed throughout Mid-Continent region via Magellan Pipeline
- **Over \$100 million invested to upgrade and optimize the facility since 2007**

LTM Feedstock and Product Slate



Asset Improvement Opportunities

Project	Opportunity
Logistics	<ul style="list-style-type: none"> ■ Opportunity to share feedstocks based on unit economics
Crude slate	<ul style="list-style-type: none"> ■ Optimize crudes to improve consumed crude differentials and improve realized refining margin
Rail options	<ul style="list-style-type: none"> ■ Wynnewood connected to a BNSF main line <ul style="list-style-type: none"> – Property can accommodate new track and off-take infrastructure
Storage options	<ul style="list-style-type: none"> ■ Currently 2 million barrels of storage <ul style="list-style-type: none"> – Sufficient land for significant additional storage / blending tanks

Note: LTM as of September 30, 2011.

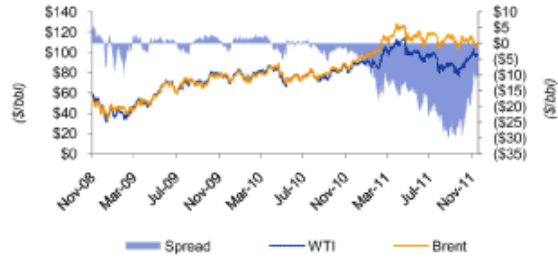
Access to WTI Priced Crudes



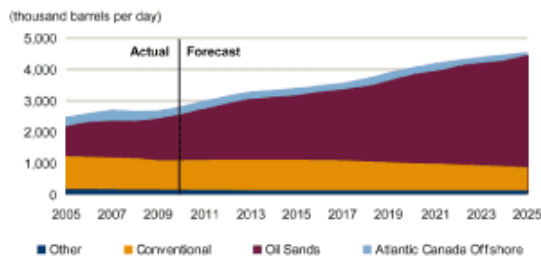
Overview

- Both refineries benefit from the current WTI-Brent spread
- WTI price-linked crudes are currently trading at historically wide discounts to crudes, such as Brent and LLS
- Growing production from the U.S. Bakken and Canada flowing into Cushing, OK is contributing to this differential
- Expected pipeline capacity (Seaway reversal) necessary to move production from Cushing to the Gulf Coast projected to move only 400k bpd by 2013

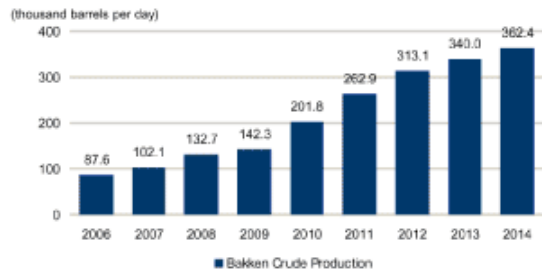
Historical WTI-Brent Spread (\$/bbl)



Historical & Projected Canadian Production



Historical & Projected Bakken Crude Production



(a) Source: Canadian Association of Petroleum Producers June 2011 publication.
Source: Wood Mackenzie Upstream Service database

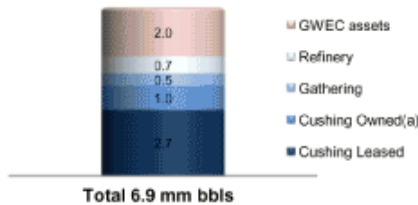
Logistics Overview

- Located 100 miles from the global crude hub of Cushing, CVR has access to global crudes with storage to optimize purchasing and crude slates
- Shipper status of 35,000 bpd on Spearhead and Keystone Pipelines
- 37,000+ bpd crude oil gathering system serving Kansas, Oklahoma, Missouri and Nebraska
- 145,000 bpd proprietary pipeline system to transport crude to the Coffeyville refinery
- Currently constructing an additional one million barrel storage facility in Cushing

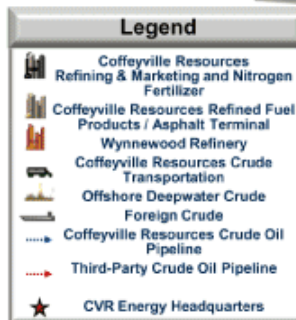
Operations Map



PF Crude Storage Owned / Leased



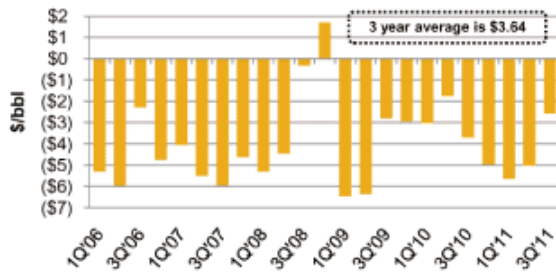
(a) Under construction.



Overview

- Gathered 7,000 bpd in 2005
- Today gathering 37,000+ bpd
- Growth target 10% – 20% per year for the next 2 – 5 years

Total Consumed Crude Discount to WTI




▲ Refining Operations ★ Corporate Headquarters

Barrels Gathered Per Day – LTM Q3 2011

■ 15,000+ ■ Up to 10,000 ■ Up to 1,000 ■ Growth Prospects

Asset Map



The background of the slide is a photograph of an industrial facility, likely a fertilizer plant, featuring a complex network of pipes, metal walkways, and large cylindrical tanks. A horizontal band of yellow color is overlaid across the middle of the image, serving as a background for the text.

Nitrogen Fertilizer MLP

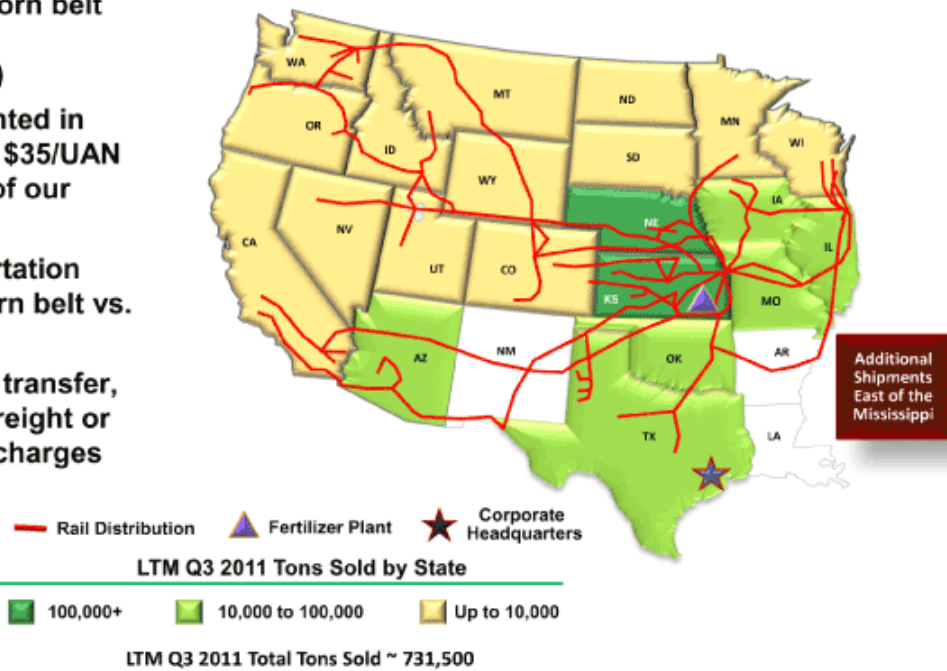
Jay Finks
Director of Finance

Strategically Located Assets and Logistics **Energy**

Overview

- Located in the corn belt (on Union Pacific mainline)
- 45% of corn planted in 2010 was within \$35/UAN ton freight rate of our plant
- \$25/ton transportation advantage to corn belt vs. US Gulf Coast
- No intermediate transfer, storage, barge freight or pipeline freight charges

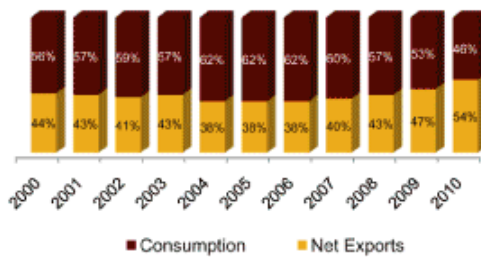
Fertilizer Operations



Overview

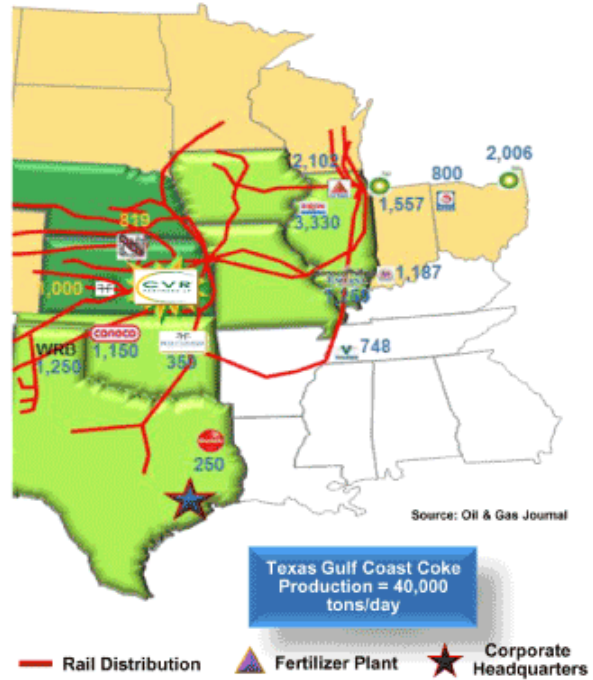
- CVR Partners LP 2008 – 2010 average daily coke demand ~ 1,378 tons/day
- Coke gasification technology uses petroleum coke as a feedstock
 - Pet coke costs lower than natural gas costs per ton of ammonia produced, and pet coke prices are significantly more stable than natural gas prices
 - Over 70% of pet coke supplied by refinery through long-term contract
- Dual train gasifier configuration ensures reliability
- Ammonia synthesis loop and UAN synthesis use same processes as natural gas based producers


US Pet Coke Exports and Consumption



Source: EIA

Abundant Supply of Third-party Pet Coke



The background of the slide is a photograph of an industrial facility, likely a refinery or chemical plant, featuring a complex network of pipes, metal walkways, and large cylindrical tanks. The image is split horizontally into three sections: a grey top section, a central yellow section, and a grey bottom section. The text is centered in the yellow section.

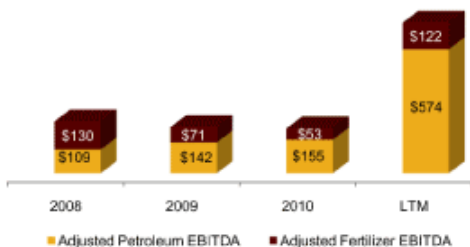
Financial Highlights

Ed Morgan
Chief Financial Officer

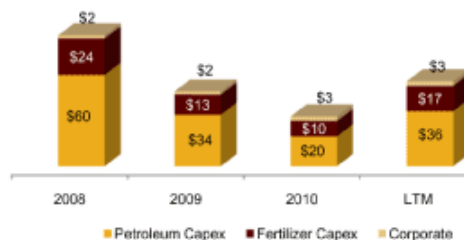
Key Historical Financial Statistics CVR Energy Standalone



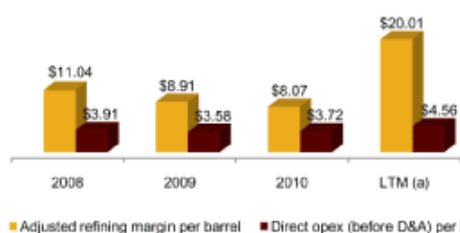
EBITDA by Operating Segment (\$mm)



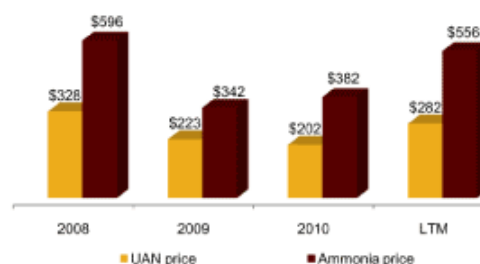
Capital Expenditures (\$mm)



Refining Margins and Expenses (\$/bbl)



Fertilizer Prices (\$/Ton)



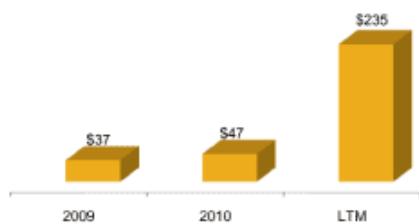
Note: Adjusted Petroleum EBITDA represents petroleum operating income adjusted for FIFO impacts, share-based compensation, loss on disposal of fixed assets, major scheduled turnaround expenses, realized gain and losses on derivatives, net, depreciation and amortization and other income or expenses. Adjusted Fertilizer EBITDA represents nitrogen fertilizer operating income adjusted for share-based compensation, loss of disposal of fixed assets, major scheduled turnaround expenses, depreciation and amortization and other income or expenses.

(a) Direct opex per barrel excludes turnaround.

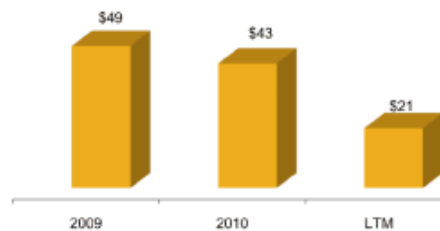
Key Historical Financial Statistics Gary Williams Standalone



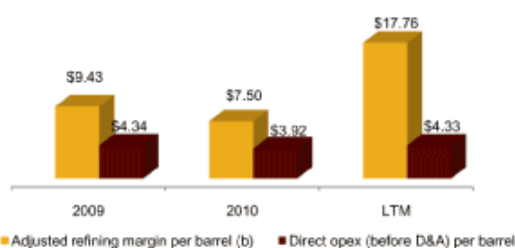
Adjusted EBITDA (\$mm)^(a)



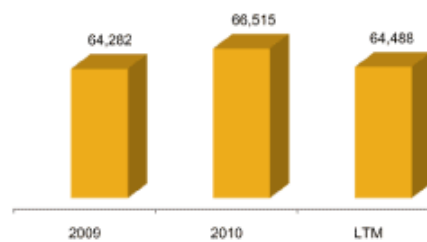
Capital Expenditures (\$mm)



Refining Margins and Expenses (\$/bbl)



Total Throughput (bpd)



- (a) Adjusted EBITDA represents GWEC operating income adjusted for FIFO impacts, major scheduled turnaround expenses, realized gain and losses on derivatives, net, depreciation and amortization and other income or expenses.
- (b) Adjusted refining margin per barrel is equal to gross operating margin adjusted for FIFO inventory gains or losses divided by crude throughput.

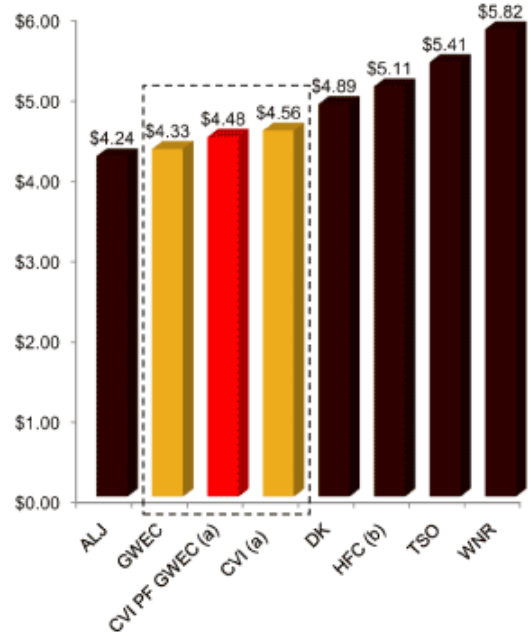
Combined Company – Controlled Operating Expenses



CVI Operating Expenses^(a) (\$/bbl)



Q3'11 LTM Operating Expense (\$/bbl)

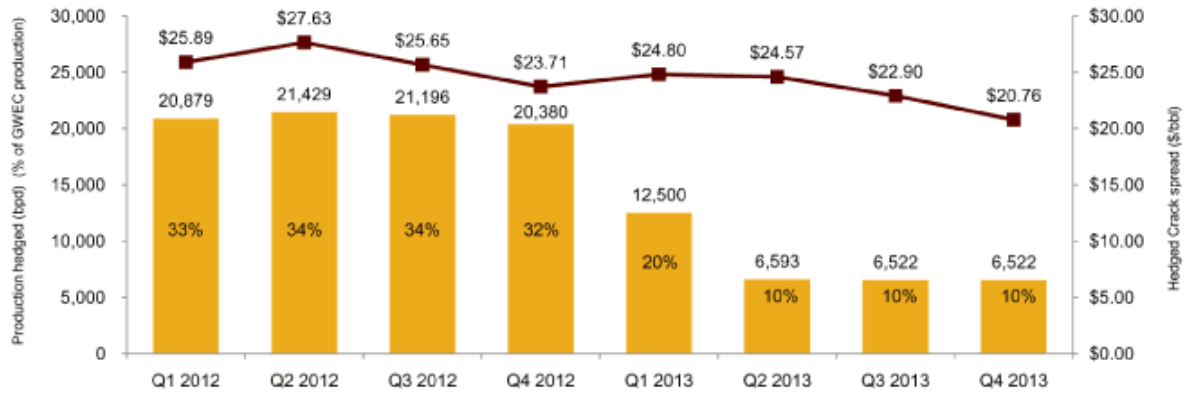


(a) Excludes turnaround. CVI PF GWEC based on weighted average crude throughput.
 (b) HFC combined results from legacy companies 3Q 2011 report.

Hedging Activity



CVR has an estimated \$50.9 million unrealized gain based on 11/28 market data



Quarter	Locked Gross Margin
Q1 2012	\$49.2
Q2 2012	\$53.9
Q3 2012	\$50.0
Q4 2012	\$44.5
Q1 2013	\$27.9
Q2 2013	\$14.7
Q3 2013	\$13.7
Q4 2013	\$12.5

2012 Total Locked Gross Margin	\$197.5
2012 Total Locked Margin per Barrel	\$3.42

Note: Based on 11/28 market data.



Appendix



Non-GAAP Financial Measures



To supplement the actual results in accordance with U.S. generally accepted accounting principles (GAAP), for the applicable periods, the Company also uses certain non-GAAP financial measures as discussed below, which are adjusted for GAAP-based results. The use of non-GAAP adjustments are not in accordance with or an alternative for GAAP. The adjustments are provided to enhance the overall understanding of the Company's financial performance for the applicable periods and are also indicators that management utilizes for planning and forecasting future periods. The non-GAAP measures utilized by the Company are not necessarily comparable to similarly titled measures of other companies.

The Company believes that the presentation of non-GAAP financial measures provides useful information to investors regarding the Company's financial condition and results of operations because these measures, when used in conjunction with related GAAP financial measures (i) together provide a more comprehensive view of the Company's core operations and ability to generate cash flow, (ii) provide investors with the financial analytical framework upon which management bases financial and operational planning decisions, and (iii) presents measurements that investors and rating agencies have indicated to management are useful to them in assessing the Company and its results of operations.

Non-GAAP Financial Measures (cont'd)



EBITDA: EBITDA represents net income before the effect of interest expense, interest income, income tax expense (benefit) and depreciation and amortization. EBITDA is not a calculation based upon GAAP; however, the amounts included in EBITDA are derived from amounts included in the consolidated statement of operations of the Company. Adjusted EBITDA by operating segment results from operating income by segment adjusted for items that the company believes are needed in order to evaluate results in a more comparative analysis from period to period. Additional adjustments to EBITDA include major scheduled turnaround expense, the impact of the Company's use of accounting for its inventory under first-in, first-out (FIFO), net unrealized gains/losses on derivative activities, share-based compensation expense, loss on extinguishment of debt, and other income (expense). Adjusted EBITDA is not a recognized term under GAAP and should not be substituted for operating income or net income as a measure of performance but should be utilized as a supplemental measure of financial performance in evaluating our business.

First-in, first-out (FIFO): The Company's basis for determining inventory value on a GAAP basis. Changes in crude oil prices can cause fluctuations in the inventory valuation of our crude oil, work in process and finished goods, thereby resulting in favorable FIFO impacts when crude oil prices increase and unfavorable FIFO impacts when crude oil prices decrease. The FIFO impact is calculated based upon inventory values at the beginning of the accounting period and at the end of the accounting period.

Non-GAAP Financial Measures (cont'd)



CVR 9/30/11 LTM Adjusted EBITDA (\$mm)

	LTM 9/30/2011
Consolidated Net Income	\$282.2
Interest expense, net of interest income	53.8
Depreciation and amortization	88.1
Income tax expense	181.5
EBITDA adjustments included in NCI	(3.4)
Unrealized (gain)/loss on derivatives	9.8
Loss on disposal of fixed assets	2.9
FIFO impact (favorable), unfavorable	(30.4)
Share based compensation	52.4
Loss on extinguishment of debt	3.6
Major turnaround expense	16.5
Other non-cash expenses	-
Consolidated Adjusted EBITDA	\$657.0
Fertilizer Adjusted EBITDA	121.7
Adjusted EBITDA excl. Fertilizer	\$535.3

Non-GAAP Financial Measures (cont'd)



CVR Adjusted EBITDA (\$mm)

Petroleum:	2008	2009	2010	LTM 9/30/2011
Petroleum operating income	\$31.9	\$170.2	\$104.6	\$529.5
FIFO impact (favorable) unfavorable	102.5	(67.9)	(31.7)	(30.4)
Share-based compensation	(10.8)	(3.7)	11.5	17.1
Loss on disposal of fixed assets	-	-	1.3	1.5
Major scheduled turnaround	-	-	1.2	12.8
Realized gain (loss) on derivatives, net	(121.0)	(21.0)	0.7	(24.7)
Goodwill impairment	42.8	-	-	-
Depreciation and amortization	62.7	64.4	66.4	67.8
Other income (expense)	1.0	0.3	0.7	0.5
Adjusted EBITDA	\$109.1	\$142.3	\$154.7	\$574.1

Fertilizer:	2008	2009	2010	LTM 9/30/2011
Fertilizer operating income	\$116.8	\$48.9	\$20.4	\$84.0
Share-based compensation	(10.6)	3.2	9.0	14.1
Loss on disposal of fixed assets	2.3	-	1.4	1.4
Major scheduled turnaround	3.3	-	3.5	3.5
Depreciation and amortization	18.0	18.7	18.5	18.5
Other income (expense)	0.1	-	-	0.2
Adjusted EBITDA	\$129.9	\$70.8	\$52.8	\$121.7

Non-GAAP Financial Measures (cont'd)



GWEC Adjusted EBITDA (\$mm)

GWEC:	2009	2010	LTM 9/30/2011
Net income (loss)	\$52.5	\$16.1	\$161.6
Income taxes	-	-	-
Interest expense (net)	12.9	22.4	28.6
Depreciation and amortization	13.8	14.7	17.2
Hedge mark to market loss (gain)	-	-	37.9
Turnaround amortization	15.4	13.8	13.1
Non-cash inventory loss (gain)	(57.9)	(19.6)	(23.1)
Other unusual or non-recurring items ^(a)	0.1	-	(0.2)
Adjusted EBITDA	\$36.8	\$47.4	\$235.1

(a) Includes disposal of assets, asset impairments, discontinued operations and fire related adjustments.