

CVR ENERGY INC
Form 3
October 22, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â LIPINSKI JOHN J | | (Month/Day/Year) | CVR ENERGY INC [CVI] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 2277 PLAZA DRIVE,Â SUITE 500 | | 10/22/2007 | (Check all applicable) | |
| (Street) | | | <input checked="" type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| SUGAR LAND,Â TXÂ 77479 | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| (City) | (State) | (Zip) | (give title below) | (specify below) |
| | | | CEO and President | |
| | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

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 | 247,471 | D | Â |
| Common Stock | 0 | I | See Remarks |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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 control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|------------------------------------|---------------------------------|---|
|--|--|---|------------------------------------|---------------------------------|---|

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| Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) |
|------------------|-----------------|-------|----------------------------|---------------------|---|
|------------------|-----------------|-------|----------------------------|---------------------|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------------------|
| | Director | 10% Owner | Officer | Other |
| LIPINSKI JOHN J 2277 PLAZA DRIVE SUITE 500 SUGAR LAND, TX 77479 | X | X | X | CEO and President |

Signatures

/s/ Susan M. Ball,
Attorney-in-fact

10/22/2007

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).

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Remarks:

Coffeyville Acquisition LLC and Coffeyville Acquisition II LLC each own shares of CVR Energy, Inc. common stock, par value \$0.01 per share ("Common Stock"). Mr. Lipinski owns common units equal to 0.25% of each of Coffeyville Acquisition LLC and Coffeyville Acquisition II LLC. Mr. Lipinski also owns shares of Coffeyville Resources, LLC Phantom Unit Appreciation Plan (Plan I) and Coffeyville Resources, LLC Phantom Unit Appreciation Plan (Plan II). Mr. Lipinski was also granted 1,164,913 override units in Coffeyville Acquisition LLC, which have been transferred to trusts for the benefit of members of Mr. Lipinski's family. These trusts constitute rights to a portion of the profits generated by Coffeyville Acquisition LLC and Coffeyville Resources, LLC unit appreciation plans are filed as exhibits 10.3 and 10.32 to the Company's Registration Statement (the "Registration Statement"). The limited liability company agreements of Coffeyville Acquisition LLC and Coffeyville Acquisition II LLC are filed as exhibits 10.34 and 10.35, respectively, to the Registration Statement.

Mr. Lipinski does not have the power to vote or dispose of the shares of Common Stock that are held by Coffeyville Acquisition LLC and Coffeyville Acquisition II LLC and thus does not have beneficial ownership of the shares of Common Stock held by Coffeyville Acquisition II LLC (or override units or phantom points) because he does not control either Coffeyville Acquisition LLC and does not have or share investment control over either entity's securities.

Exhibit List: Exhibit 24: Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.