Edgar Filing: LIPINSKI JOHN J - Form 4

| LIPINSKI JO Form 4 September 0 | | | | | | | | | | | | |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------|-----------------------------------------------------------------------------------------|------|------------------------------------------------------|-----|---------------------------------------|-------|-------------|---------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|---------------------|--|
| FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION | | | | | | | | | | | PROVAL | |
| | UNITEDS | Washington, D.C. 20549 | | | | | | | | | | |
| Check th if no long | ar. | - | | | | | | | | | January 31, 2005 | |
| subject to Section 1 Form 4 o | .6. STATEMI | STATEMENT OF CHANGES IN BENEFICIAL OWN SECURITIES | | | | | | | | Estimated average burden hours per response 0 | | |
| Form 5 obligations may continue. See Instruction 1(b). 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 | | | | | | | | | | 0.0 | | |
| (Print or Type I | Responses) | | | | | | | | | | | |
| LIPINSKI JOHN J Symbol | | | | er Name and Ticker or Trading | | | | | 5. Relationship of Reporting Person(s) to Issuer | | | |
| (Last) | (First) (Mi | ddle) | | | | - | -1 | | (Check all applicable) | | | |
| | | | | te of Earliest Transaction th/Day/Year) 1/2011 | | | | | X Director 10% Owner X Officer (give title Other (specify below) below) CEO and President | | | |
| (Street) 4. If Amer | | | | ndment, Date Original | | | | | 6. Individual or Jo | int/Group Filin | g(Check | |
| Filed(Mon SUGAR LAND, TX 77479 | | | | nth/Day/Year) | | | | | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| (City) | (State) (Z | Zip) | Tabl | e I - No | n-D | erivative | Secur | ities Acq | uired, Disposed of | , or Beneficial | ly Owned | |
| 1.Title of Security (Instr. 3) | (Month/Day/Year) | ansaction Date 2A. Deemed th/Day/Year) Execution Date, if any (Month/Day/Year) | | | | 4. Securi n(A) or Di (Instr. 3, | spose | d of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | |
| | | | | Code | v | Amount | (D) | Price | (Instr. 3 and 4) | | | |
| Common Stock | 09/01/2011 | | | S <u>(1)</u> | | 200 | D | \$ 27.37 | 566,598 | D | | |
| Common Stock | 09/01/2011 | | | S <u>(1)</u> | | 100 | D | \$ 27.22 | 566,498 | D | | |
| Common Stock | 09/01/2011 | | | S <u>(1)</u> | | 100 | D | \$ 27.23 | 566,398 | D | | |
| Common Stock | 09/01/2011 | | | S <u>(1)</u> | | 100 | D | \$ 27.28 | 566,298 | D | | |
| Common Stock | 09/01/2011 | | | S <u>(1)</u> | | 100 | D | \$ 27.03 | 566,198 | D | | |

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| Common Stock | 09/01/2011 | S <u>(1)</u> | 100 | D | \$ 27.31 | 566,098 | D |
|-----------------|------------|--------------|-----|---|-------------|---------|---|
| Common Stock | 09/01/2011 | S <u>(1)</u> | 300 | D | \$ 27.24 | 565,798 | D |
| Common Stock | 09/01/2011 | S <u>(1)</u> | 200 | D | \$ 27.21 | 565,598 | D |
| Common Stock | 09/01/2011 | S <u>(1)</u> | 100 | D | \$ 27.29 | 565,498 | D |
| Common Stock | 09/01/2011 | S <u>(1)</u> | 100 | D | \$ 27.33 | 565,398 | D |
| Common Stock | 09/01/2011 | S <u>(1)</u> | 100 | D | \$ 27.42 | 565,298 | D |

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

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 Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exer | cisable and | 7. Titl | e and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------------|--------------------|---------|----------------------------------------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | onNumber | Expiration D | ate | Amou | int of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | /Year) | Under | lying | Security | Secu |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securi | ities | (Instr. 5) | Bene |
| | Derivative | | - | | Securities | | | (Instr. | 3 and 4) | | Owne |
| | Security | | | | Acquired | | | | | | Follo |
| | | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | | |
|------------------------------------------------------------------------------------------------|---------------|-----------|-------------------|-------|--|--|--|--|--|
| F8 | Director | 10% Owner | Officer | Other | | | | | |
| LIPINSKI JOHN J C/O CVR ENERGY, INC. 2277 PLAZA DRIVE, SUITE 500 SUGAR LAND, TX 77479 | Х | | CEO and President | | | | | | |

Signatures

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

**Signature of Reporting Person

09/02/2011 Date

Explanation of Responses:

* 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).

(1) This sale was made pursuant to a 10b5-1 trading plan adopted by the Reporting Person.

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.