

# CVR Energy, Inc.

June 17, 2015

**PROXY VOTING INSTRUCTIONS**

**TELEPHONE** - Call toll-free **1-800-PROXIES** (1-800-776-9437) in the United States or **1-718-921-8500** from foreign countries from any touch-tone telephone and follow the instructions. Have your proxy card available when you call.

Vote by phone until 11:59 PM EST the day before the meeting.

**MAIL** - Sign, date and mail your proxy card in the envelope provided as soon as possible.

**IN PERSON** - You may vote your shares in person by attending the Annual Meeting.

**GO GREEN** - e-Consent makes it easy to go paperless. With e-Consent, you can quickly access your proxy material, statements and other eligible documents online, while reducing costs, clutter and paper waste. Enroll today via [www.amstock.com](http://www.amstock.com) to enjoy online access.

<b>COMPANY NUMBER</b>	
<b>ACCOUNT NUMBER</b>	

**IMPORTANT NOTICE REGARDING THE AVAILABILITY OF PROXY MATERIALS:**  
 Our Proxy Statement and the CVR Energy 2014 Annual Report, which includes our 2014 Annual Report on Form 10-K and financial statements, are available at <http://annualreport.cvrenergy.com>.



Please detach along perforated line and mail in the envelope provided IF you are not voting via telephone.



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THE BOARD OF DIRECTORS RECOMMENDS A VOTE 1, "FOR" THE ELECTION OF NINE DIRECTORS, 2, "FOR" THE RATIFICATION OF GRANT THORNTON AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2015, AND 3, "FOR" APPROVAL OF A NON-BINDING, ADVISORY VOTE ON NAMED EXECUTIVE OFFICER COMPENSATION ("SAY-ON-PAY").  
**PLEASE SIGN, DATE AND RETURN PROMPTLY IN THE ENCLOSED ENVELOPE. PLEASE MARK YOUR VOTE IN BLUE OR BLACK INK AS SHOWN HERE**

1. To elect nine directors for terms of one year each, to serve until their successors have been duly elected and qualified.

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|---|---|
| <input type="checkbox"/> FOR ALL NOMINEES<br><br><input type="checkbox"/> WITHHOLD AUTHORITY FOR ALL NOMINEES<br><br><input type="checkbox"/> FOR ALL EXCEPT (See instructions below) | <p><b>NOMINEES:</b></p> <input type="radio"/> Bob G. Alexander<br><input type="radio"/> SungHwan Cho<br><input type="radio"/> Carl C. Icahn<br><input type="radio"/> Andrew Langham<br><input type="radio"/> John J. Lipinski<br><input type="radio"/> Courtney Mather<br><input type="radio"/> Stephen Mongillo<br><input type="radio"/> Andrew Roberto<br><input type="radio"/> James M. Strock |
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| 2. To ratify the selection of Grant Thornton LLP as the Company's independent registered public accounting firm for 2015. | FOR <input type="checkbox"/> AGAINST <input type="checkbox"/> ABSTAIN <input type="checkbox"/> |
| 3. To approve, by a non-binding, advisory vote, our named executive officer compensation ("Say-on-Pay").                  | FOR <input type="checkbox"/> AGAINST <input type="checkbox"/> ABSTAIN <input type="checkbox"/> |

**INSTRUCTIONS:** To withhold authority to vote for any individual nominee(s), mark "FOR ALL EXCEPT" and fill in the circle next to each nominee you wish to withhold, as shown here: ●

To change the address on your account, please check the box at right and indicate your new address in the address space above. Please note that changes to the registered name(s) on the account may not be submitted via this method.

Signature of Stockholder  Date:  Signature of Stockholder  Date:

**Note:** Please sign exactly as your name or names appear on this Proxy. When shares are held jointly, each holder should sign. When signing as executor, administrator, attorney, trustee or guardian, please give full title as such. If the signer is a corporation, please sign full corporate name by duly authorized officer, giving full title as such. If signer is a partnership, please sign in partnership name by authorized person.

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**THIS PROXY IS SOLICITED ON BEHALF OF  
THE BOARD OF DIRECTORS OF CVR ENERGY, INC.  
CVR ENERGY, INC.**

The undersigned hereby appoints John R. Walter and Susan M. Ball and each or any of his/her attorneys and agents, with full power of substitution to vote as Proxy for the undersigned as herein stated at the Annual Meeting of Stockholders of CVR Energy, Inc. (the "Company") to be held at 2245 Texas Drive, Suite 300, Sugar Land, Texas 77479 on Wednesday, June 17, 2015 at 10:00 a.m. (Central Time), and at any adjournments or postponements thereof, according to the number of votes the undersigned would be entitled to vote if personally present, on the proposals set forth on the reverse hereof and in accordance with their discretion on any other matters that may properly come before the meeting or any adjournments or postponements thereof. The undersigned hereby acknowledges receipt of the Important Notice Regarding the Availability of Proxy Materials. **If this proxy is returned without direction being given, this proxy will be voted in accordance with the recommendations of the Board of Directors.**

(Continued and to be signed on the reverse side)