FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | | |
| Estimated average burden | | | | | | | | | |

0.5

hours per response:

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| | | | | | | 0, 0 | Journe | ,,,, | or tile ii | i v couriei | | inparty Act | 0. 10- | | | | | | | | | |
|---|---|------------------|--|--|-----------|----------|--|---------------|---|------------------|-------------------------------|--------------------|---|-----------------|---|---|---|--|---|------------------------|--|--|
| 1. Name and Address of Reporting Person* | | | | | | | 2. Issuer Name and Ticker or Trading Symbol CVR ENERGY INC [CVI] | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | |
| <u>HAUGEN ROBERT W</u> | | | | | ٦ | | | | | | 1 | | | | | Direc | ctor | | 10% C | wner | | |
| | | | | | | | | 4 - 11 | . T | | 41- 1 | /D /\/\ | | | 4 | X | Office | er (give title v) | | Other below) | specify | |
| (Last) | 1 | (First) | (1 | Middle) | | | Date of Earliest Transaction (Month/Day/Year) | | | | | | | | | EVP, Refining Operations | | | ations | | | |
| C/O CVR ENERGY, INC. | | | | | | 1077 | 07/16/2010 | | | | | | | | | | | v 1, Iteliiii | ng Open | utions | | |
| 2277 PLAZA DRIVE, SUITE 500 | | | | | | | | | | | | | | | | | | | | | | |
| ZZ// TEMENT BIGVE, GOTTE 500 | | | | | | 4. If | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable | | | | | | |
| (Street) | | | | | | | | | | Ü | | ` | | , | | ine) | | | 0 (| | · . | |
| SUGAR | LAND ' | ΓV | 7 | 7479 | | | | | | | | | | | | X | Form | n filed by One | e Reporti | ng Pers | on | |
| 30GAIC | LAND | IA | , | 7473 | | | | | | | | | | | | | | n filed by Mor | re than O | ne Rep | orting | |
| | | | | | | 1 | | | | | | | | | | | Pers | on | | | | |
| (City) | | (State) | (2 | Zip) | | | | | | | | | | | | | | | | | | |
| | | | Tabl | e I - No | n-Deriv | ative | Sec | curitie | s Acc | uired, | Dis | posed o | f, oı | r Ben | eficia | ally | Owne | ed | | | | |
| 1. Title of S | ecurity (Ir | str. 3) | | | 2. Transa | action | 2 | A. Deem | ed | 3. | | 4. Securit | ies A | cquired | (A) or | | 5. Amo | ount of | 6. Owne | rship | 7. Nature | |
| Date (Month/Da | | | | | Day/Yea | ır) if | Execution Date, if any (Month/Day/Year) | | Code (Instr. | | Disposed Of (D) (Instr. 3, 5) | | 3, 4 ar | nd | Securities Beneficially Owned Following | | Form: Direct (D) or Indirect (I) (Instr. 4) | of Indirect Beneficial Ownership | | | | |
| | | | | | | | | | | Code | v | Amount | | (A) or (D) | Price | • | Reported Transaction(s) (Instr. 3 and 4) | | | | (Instr. 4) | |
| Common Stock 07/16/2 | | | | | | 5/2010 | 2010 | | | A | A 17,386 | | (1) | A \$0 | | 0 | 22,386 | | D | | | |
| | | | Ta | | | | | | | | | sed of, | | | | y Oı | vned | | | | | |
| | | | | (| e.g., pı | uts, c | alls | , warr | ants, | option | ıs, c | onvertib | le s | ecuri | ties) | | | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversic or Exercis Price of Derivative Security | Date (Month/D | 3. Transaction Date (Month/Day/Year) | 3A. Deem Execution if any (Month/Da | Date, | | ransaction ode (Instr. | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | exerci on Dat Day/Ye | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4) | | str. 3 | Deri Secu | Price of rivative curity str. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transactions (Instr. 4) | Owners Form: Direct (I or Indire (I) (Instr | n: ct (D) direct | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | | Code | v | (A) | (D) | Date Exercisa | | Expiration Date | Title | or Nur of | ount nber ıres | | | | | | | |

Explanation of Responses:

1. The restricted common stock granted to Mr. Haugen will vest in three annual installments, with 5,796 shares vesting on July 16, 2011 and 5,795 shares vesting on each of July 16, 2012 and July 16, 2013.

/s/ Susan M. Ball, Attorney-infact 07/20/2010

** 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.