CVR Refining, LP Form 3 January 09, 2015

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

**OMB APPROVAL** 

**OMB** Number:

3235-0104

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005

Estimated average burden hours per

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

response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting

Person \*

Walter John R.

(Last) (First)

(Middle)

Statement

(Month/Day/Year)

01/01/2015

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

CVR Refining, LP [CVRR]

(Check all applicable)

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O CVR ENERGY,

INC., 2277 PLAZA DRIVE,

**SUITE 500** 

(Instr. 4)

(Street)

Director \_X\_\_ Officer

10% Owner Other

6. Individual or Joint/Group (give title below) (specify below) Filing(Check Applicable Line) SVP, General Counsel & Sec. \_X\_ Form filed by One Reporting

Person

Form filed by More than One Reporting Person

SUGAR LAND, TXÂ 77479

(City) (State)

1. Title of Security

(Zip)

Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities

Beneficially Owned

(Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial Ownership

(Instr. 5) Form: Direct (D)

or Indirect (I) (Instr. 5)

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)

Exercisable

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)

Date

**Expiration Title** Date

Amount or Number of

Security: Derivative Security Direct (D)

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### Edgar Filing: CVR Refining, LP - Form 3

				Shares		or Indirect (I) (Instr. 5)	
Incentive Units (1)	(2)	(3)	Common Units	5,874	\$ <u>(4)</u>	D	Â
Incentive Units (1)	(5)	(6)	Common Units	23,253	\$ <u>(7)</u>	D	Â

## **Reporting Owners**

Reporting Owner Name / Address	Relationships				
•	Director	10% Owner	Officer	Other	
Walter John R.					
C/O CVR ENERGY, INC.	Â	â	SVP, General Counsel & Sec.	â	
2277 PLAZA DRIVE, SUITE 500	А	А	A 5 v1, Ocheral Counsel & Sec.	А	
SUGAR LAND, TX 77479					

# **Signatures**

/s/ John R.
Walter

\*\*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).
- (1) The Incentive Units were awarded to the reporting person by CVR Energy, Inc., an affiliate of CVR Refining, LP and the parent of the general partner of CVR Refining, LP.
- (2) The Incentive Units awarded to the reporting person vest in two annual installments beginning on December 27, 2015.
- (3) The Incentive Units expire immediately following their vesting in two equal installments beginning on December 27, 2015.
- (4) Each Incentive Unit reported herein represents the right to receive upon vesting, a cash payment equal to the average closing price of the common units of CVR Refining, LP for the first 10 business days of the month in which the vesting date occurs.
- (5) The Incentive Units awarded to the reporting person vest in three annual installments beginning on December 26, 2015.
- (6) The Incentive Units expire immediately following their vesting in three equal installments beginning on December 26, 2015.
- (7) Each Incentive Unit reported herein represents the right to receive upon vesting, a cash payment equal to the average closing price of the common units of CVR Refining, LP for the 10 business days preceding the vesting date.

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.

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