CVR ENERGY INC Form SC 13G/A February 14, 2008

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

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934 (Amendment No. 1)*

CVR Energy, Inc.

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

12662P 108

(CUSIP Number)

October 22, 2007

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- o Rule 13d-1(b)
- o Rule 13d-1(c)
- x Rule 13d-1(d)

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

^{*}The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

1.	Names of Reporting Po Coffeyville Acquisition		
2.	Check the Appropriate (a) (b)	e Box if a Member of a G o o	Group (See Instructions)
3.	SEC Use Only		
4.	Citizenship or Place of Delaware	f Organization	
	5.		Sole Voting Power 0
Number of Shares Beneficially Owned by	6.		Shared Voting Power 31,433,360
Each Reporting Person With	7.		Sole Dispositive Power 0
	8.		Shared Dispositive Power 31,433,360
9.	Aggregate Amount Be 31,433,360	eneficially Owned by Eac	ch Reporting Person
10.	Check if the Aggregate	e Amount in Row (9) Exc	cludes Certain Shares (See Instructions) o
11.	Percent of Class Repre 36.5%	esented by Amount in Ro	w (9)
12.	Type of Reporting Per OO	rson (See Instructions)	

1.	Names of Reporting Persons Kelso Investment Associates V	II, L.P.	
2.	Check the Appropriate Box if a (a) (b)	Member of a Group (See loo	Instructions)
3.	SEC Use Only		
4.	Citizenship or Place of Organiz Delaware	ation	
N. 1. 6	5.		Sole Voting Power 0
Number of Shares Beneficially Owned by	6.		Shared Voting Power 31,433,360
Each Reporting Person With	7.		Sole Dispositive Power 0
	8.		Shared Dispositive Power 31,433,360
9.	Aggregate Amount Beneficially 31,433,360	Owned by Each Reporting	g Person
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o		
11.	Percent of Class Represented by 36.5%	y Amount in Row (9)	
12.	Type of Reporting Person (See PN	Instructions)	

1.	Names of Reporting Persons Kelso GP VII, L.P.		
2.	Check the Appropriate Box if a (a) (b)	Member of a Group (See loo	Instructions)
3.	SEC Use Only		
4.	Citizenship or Place of Organiz Delaware	ation	
Number of	5.		Sole Voting Power 0
Number of Shares Beneficially Owned by	6.		Shared Voting Power 31,433,360
Each Reporting Person With	7.		Sole Dispositive Power 0
	8.		Shared Dispositive Power 31,433,360
9.	Aggregate Amount Beneficially 31,433,360	y Owned by Each Reporting	g Person
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o		
11.	Percent of Class Represented by 36.5%	y Amount in Row (9)	
12.	Type of Reporting Person (See PN	Instructions)	

1.	Names of Reporting Persons Kelso GP VII, LLC		
2.	Check the Appropriate Box is (a) (b)	f a Member of a Group (See o o	e Instructions)
3.	SEC Use Only		
4.	Citizenship or Place of Organ Delaware	nization	
N 1 6	5.		Sole Voting Power 0
Number of Shares Beneficially Owned by	6.		Shared Voting Power 31,433,360
Each Reporting Person With	7.		Sole Dispositive Power 0
Terson Will	8.		Shared Dispositive Power 31,433,360
9.	Aggregate Amount Beneficia 31,433,360	lly Owned by Each Reporti	ng Person
10.	Check if the Aggregate Amou	unt in Row (9) Excludes Ce	rtain Shares (See Instructions) o
11.	Percent of Class Represented 36.5%	by Amount in Row (9)	
12.	Type of Reporting Person (Se OO	ee Instructions)	

1.	Names of Reporting Persons KEP VI, LLC		
2.	Check the Appropriate Box if a (a) (b)	Member of a Group (See o o	Instructions)
3.	SEC Use Only		
4.	Citizenship or Place of Organiz Delaware	cation	
	5.		Sole Voting Power 0
Number of Shares Beneficially	6.		Shared Voting Power 31,433,360
Owned by Each Reporting	7.		Sole Dispositive Power 0
Person With	8.		Shared Dispositive Power 31,433,360
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 31,433,360		
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o		
11.	Percent of Class Represented by 36.5%	y Amount in Row (9)	
12.	Type of Reporting Person (See OO	Instructions)	
		6	

1.	Names of Reporting P Philip E. Berney	Persons	
2.	Check the Appropriate (a) (b)	e Box if a Member of a G o o	roup (See Instructions)
3.	SEC Use Only		
4.	Citizenship or Place of United States of Amer		
N. 1. 6	5.		Sole Voting Power 0
Number of Shares Beneficially	6.		Shared Voting Power 31,433,360
Owned by Each Reporting	7.		Sole Dispositive Power 0
Person With	8.		Shared Dispositive Power 31,433,360
9.	Aggregate Amount Be 31,433,360	eneficially Owned by Eac	n Reporting Person
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o		
11.	Percent of Class Represented by Amount in Row (9) 36.5%		
12.	Type of Reporting Per IN	rson (See Instructions)	
			7

1.	Names of Reporting Persons Frank K. Bynum, Jr.		
2.	Check the Appropriate Box is (a) (b)	f a Member of a Group (Sec o o	e Instructions)
3.	SEC Use Only		
4.	Citizenship or Place of Orgar United States of America	nization	
	5.		Sole Voting Power 0
Number of Shares Beneficially Owned by Each Reporting Person With	6.		Shared Voting Power 31,433,360
	7.		Sole Dispositive Power 0
	8.		Shared Dispositive Power 31,433,360
9.	Aggregate Amount Beneficia 31,433,360	ally Owned by Each Report	ing Person
10.	Check if the Aggregate Amor	unt in Row (9) Excludes Ce	ertain Shares (See Instructions) o
11.	Percent of Class Represented 36.5%	by Amount in Row (9)	
12.	Type of Reporting Person (So IN	ee Instructions)	

CUSIP No. 12662P 10 8

1.	Names of Reporting Persons
	James J. Connors, II

- 2. Check the Appropriate Box if a Member of a Group (See Instructions)
 - (a) (b)
- 3. SEC Use Only
- 4. Citizenship or Place of Organization

United States of America

	5.	Sole Voting Power
Number of		U
Shares	6.	Shared Voting Power
Beneficially		31,433,360
Owned by		
Each	7.	Sole Dispositive Power
Reporting		0
Person With		
	8.	Shared Dispositive Power
		31,433,360

9. Aggregate Amount Beneficially Owned by Each Reporting Person 31,433,360

10.