

CVR PARTNERS, LP
Form 3
July 02, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting
Person *

White William L

(Last) (First) (Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

06/23/2014

3. Issuer Name **and** Ticker or Trading Symbol
CVR PARTNERS, LP [UAN]

4. Relationship of Reporting
Person(s) to Issuer

5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

____ Director ____ 10% Owner

☒ Officer ____ Other

(give title below) (specify below)

EVP, Marketing and Operations

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting
Person

____ Form filed by More than One
Reporting Person

C/O CVR PARTNERS,
LP, 2277 PLAZA DRIVE,
SUITE 500

(Street)

SUGAR LAND, TX 77479

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

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

SEC 1473 (7-02)

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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)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

Date
Exercisable

Expiration
Date

Title

Amount or
Number of

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				Shares		or Indirect (I) (Instr. 5)	
Phantom Units ⁽¹⁾	12/30/2014	Â ⁽²⁾	Common Units	3,265	\$ ⁽¹⁾	D	Â
Phantom Units ⁽³⁾	Â ⁽⁴⁾	Â ⁽⁵⁾	Common Units	6,522	\$ ⁽³⁾	D	Â
Phantom Units ⁽⁶⁾	Â ⁽⁷⁾	Â ⁽⁸⁾	Common Units	15,244	\$ ⁽⁶⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
White William L C/O CVR PARTNERS, LP 2277 PLAZA DRIVE, SUITE 500 SUGAR LAND, TX 77479	Â	Â	Â EVP, Marketing and Operations	Â

Signatures

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

07/02/2014

__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) Each Phantom Unit reported herein represents the right to receive upon vesting, a cash payment equal to the fair market value of one common unit of CVR Partners, LP as of the vesting date.
- (2) The Phantom Units expire immediately following payment within 30 days after their vesting.
- (3) Each Phantom Unit reported herein represents the right to receive upon vesting, one common unit of CVR Partners, LP.
- (4) The Phantom Units vest in two equal installments on December 28, 2014 and December 28, 2015.
- (5) The Phantom Units expire immediately following issuance of the Common Units upon vesting.
- (6) Each Phantom Unit reported herein represents the right to receive upon vesting, a cash payment equal to the average closing price of one common unit of CVR Partners, LP for the first 10 business days of the month in which vesting occurs.
- (7) The Phantom Units vest in three installments on December 27, 2014, December 27, 2015 and December 27, 2016.
- (8) The Phantom Units expire immediately following payment within 10 days after their vesting.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.
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