FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
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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

1. Name and Address of Reporting Person* Maffett Randal T.					2. Issuer Name and Ticker or Trading Symbol CVR PARTNERS, LP [UAN]							(Che	ck all application	ionship of Reporting Pe all applicable) Director		10% Ow	ner	
(Last) 2277 PLA	`	irst) E, SUITE 500	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/28/2012								below)	Officer (give title Other (specify below) EVP, Business Development					
(Street) SUGAR LAND TX 77479 (City) (State) (Zip)				4. If Amendment, Date of Original Filed (Month/Day/Year)							6. In Line	dividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person						
		Tal	ble I - Noi	n-Deriv	ative	e Se	curitie	s Acq	uired,	Dis	posed of	, or Ben	eficiall	y Owned				
Da				2. Transaction Date (Month/Day/Year)		ear)	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4			Beneficia Owned F	s illy ollowing	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership
									Code	v	Amount	(A) or (D)	Price	Reported Transacti (Instr. 3 a	ion(s)		1	Instr. 4)
Common Units 12/30)/201	2			M		3,694	A	(4)	6,8	336		D	
Common Units 12/30					0/2012				F		978	D	D \$24.53		5,858		D	
			Table II -								osed of, convertib			Owned				
Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Dar if any (Month/Day/Yo	ate, Tr	ransac ode (Ir		Derivative		6. Date Exercisable an Expiration Date (Month/Day/Year)		te	7. Title and Amount of Securities Underlying Derivative Sect (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti	s S Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Co	ode	v	(A)	(D)	Date Exercisa	able	Expiration Date	Title	Amount or Number of Shares	mber (Instr. 4)	(Instr. 4)	(3)		
Phantom Units	(1)	12/28/2012			A		11,211		(2)		(3)	Common Units	11,211	\$0	30,83	4	D	
Phantom Units	(4)	12/30/2012		1	М			3,694	12/30/2	012	12/30/2012	Common	3,694	(4)	27,14	0	D	

Explanation of Responses:

- $1. \ Each \ Phantom \ Unit \ reported \ herein \ represents \ the \ economic \ equivalent \ of \ one \ Common \ Unit \ of \ CVR \ Partners, \ LP.$
- 2. The Phantom Units awarded to the reporting person vest in three annual installments beginning on December 28, 2013.
- 3. The Phantom Units expire immediately following their vesting in three equal installments beginning on December 28, 2013.
- 4. Each Phantom Unit reported herein represents the economic equivalent of one Common Unit of CVR Partners, LP. This transaction represents the settlement of vested Phantom Units in Common Units of CVR Partners, LP.

/s/ Edmund S. Gross, Attorney-

01/02/2013

in-fact

** 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.