

OMB APPROVAL	
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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).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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* <u>PYTOSH MARK A</u>  (Last) (First) (Middle) <u>C/O CVR PARTNERS, LP</u> <u>2277 PLAZA DRIVE, SUITE 500</u>  (Street) <u>SUGAR LAND TX 77479</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CVR PARTNERS, LP [UAN]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President and CEO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/14/2018</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Units <sup>(1)</sup>	12/15/2018		M		61,672	A	\$0 <sup>(2)</sup>	137,604	D	
Common Units <sup>(1)</sup>	12/15/2018		D		61,672	D	\$3.51 <sup>(3)</sup>	75,932	D	
Common Units <sup>(4)</sup>	12/16/2018		M		38,674	A	\$0 <sup>(2)</sup>	114,606	D	
Common Units <sup>(4)</sup>	12/16/2018		D		38,674	D	\$3.51 <sup>(3)</sup>	75,932	D	
Common Units <sup>(5)</sup>	12/18/2018		M		26,683	A	\$0 <sup>(2)</sup>	102,615	D	
Common Units <sup>(5)</sup>	12/18/2018		D		26,683	D	\$3.47 <sup>(3)</sup>	75,932	D	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Phantom Units <sup>(6)</sup>	(2)	12/14/2018		A		169,842		(6)	(7)	Common Units	\$0 <sup>(2)</sup>	169,842	D	
Phantom Units <sup>(1)</sup>	(2)	12/15/2018		M		61,672		(1)	(7)	Common Units	\$0 <sup>(2)</sup>	123,342	D	
Phantom Units <sup>(4)</sup>	(2)	12/16/2018		M		38,674		(4)	(7)	Common Units	\$0 <sup>(2)</sup>	38,674	D	
Phantom Units <sup>(5)</sup>	(2)	12/18/2018		M		26,683		(5)	(7)	Common Units	\$0 <sup>(2)</sup>	0	D	

**Explanation of Responses:**

- The Phantom Units were awarded to the reporting person by CVR Partners, LP on December 29, 2017, as compensation for services as an officer. These Incentive Units vest ratably in three annual installments beginning in December of each year following the grant date, subject to the terms of the award agreement.
- Each Phantom 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 Partners, LP for the 10 business days preceding the vesting date.
- This price represents the average closing price of the common units of CVR Partners, LP for the 10 business days preceding the vesting date.
- The Phantom Units were awarded to the reporting person by CVR Partners, LP on December 31, 2016, as compensation for services as an officer. These Incentive Units vest ratably in three annual installments beginning in December of each year following the grant date, subject to the terms of the award agreement.
- The Phantom Units were awarded to the reporting person by CVR Partners, LP on December 18, 2015, as compensation for services as an officer. These Incentive Units vest ratably in three annual installments beginning in December of each year following the grant date, subject to the terms of the award agreement.
- The Phantom Units were awarded to the reporting person by CVR Partners, LP as compensation for services as an officer on December 14, 2018. These Phantom Units vest ratably in three annual installments beginning in December of each year following the grant date, subject to the terms of the award agreement.
- The Phantom Units expire immediately following their vesting.

**Remarks:**

/s/ Mark A. Pytosh

12/18/2018

\*\* 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.

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