

CVR PARTNERS, LP
Form SC 13D
April 12, 2016

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

SCHEDULE 13D
Under the Securities Exchange Act of 1934
(Amendment No.)*

CVR Partners, LP
(Name of Issuer)
Common Units representing Limited Partner Interests

(Title of Class of Securities)

126633106

(CUSIP Number)

Colin M. Morris

c/o Rentech, Inc.

10877 Wilshire Boulevard, 10th Floor

Los Angeles, California

Tel: (310) 571-9800

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

April 1, 2016

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. "

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

* 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 disclosures provided in a prior cover page.

The information required on 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).

CUSIP No. 126633106

1 Names of reporting persons

Rentech, Inc.

2 Check the appropriate box if a member of a group (see instructions)

(a) (b)

3 SEC use only

4 Source of funds (see instructions)

OO

5 Check box if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)

6 Citizenship or place of organization

Colorado

7 Sole voting power

Number of shares beneficially owned by each reporting person with

7,187,630

8 Shared voting power

0

9 Sole dispositive power

7,187,630

10 Shared dispositive power

0

11 Aggregate amount beneficially owned by each reporting person

7,187,630

12 Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)

13 Percent of class represented by amount in Row (11)

6.3%

14 Type of reporting person (see instructions)

CO

CUSIP No. 126633106

1 Names of reporting persons

Rentech Development Corporation

2 Check the appropriate box if a member of a group (see instructions)

(a) (b)

3 SEC use only

4 Source of funds (see instructions)

OO

5 Check box if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)

6 Citizenship or place of organization

Colorado

7 Sole voting power

Number of

shares 7,187,630

8 Shared voting power

beneficially

owned by 0

each 9 Sole dispositive power

reporting

person 7,187,630

10 Shared dispositive power

with

0

11 Aggregate amount beneficially owned by each reporting person

7,187,630

12 Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)

13 Percent of class represented by amount in Row (11)

6.3%

14 Type of reporting person (see instructions)

CO

CUSIP No. 126633106

1 Names of reporting persons

Rentech Nitrogen Holdings, Inc.

2 Check the appropriate box if a member of a group (see instructions)

(a) (b)

3 SEC use only

4 Source of funds (see instructions)

OO

5 Check box if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)

6 Citizenship or place of organization

Delaware

Number of 7 Sole voting power

shares

beneficially 7,187,630

8 Shared voting

owned by

each

reporting

person

with