

ICAHN ENTERPRISES L.P.  
Form 8-K  
December 06, 2018

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): December 5, 2018**

| Commission<br>File Number | Exact Name of Registrant as Specified in its Charter,<br>Address of Principal Executive Offices and Telephone Number                      | State of<br>Incorporation | I.R.S. Employer<br>Identification No. |
|---------------------------|---|---------------------------|---------------------------------------|
| <b>1-9516</b>             | <b>Icahn Enterprises L.P.</b><br><b>767 Fifth Avenue, Suite 4700</b><br><b>New York, New York 10153</b><br><b>(212) 702-4300</b>          | <b>Delaware</b>           | <b>13-3398766</b>                     |
| <b>333-118021-01</b>      | <b>ICAHN ENTERPRISES HOLDINGS L.P.</b><br><b>767 Fifth Avenue, Suite 4700</b><br><b>New York, New York 10153</b><br><b>(212) 702-4300</b> | <b>Delaware</b>           | <b>13-3398767</b>                     |

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(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

“Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

“Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

“Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

“Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act (17 CFR 230.405) or Rule 12b-2 of the Exchange Act (17 CFR 240.12b-2).

Emerging growth company “

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. “

**Item 7.01 Regulation FD Disclosure.**

On December 5, 2018, Icahn Enterprises L.P. issued the press release attached hereto as Exhibit 99.1 announcing the completion of the sale of American Railcar Industries, Inc.

On December 5, 2018, Icahn Enterprises L.P. issued the press release attached hereto as Exhibit 99.2 announcing the sale of Ferrous Resources Limited, Inc.

The information contained in this Item 7.01, including the exhibits attached hereto, is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section. In addition, the information contained in this Item 7.01, including the exhibits attached hereto, shall not be incorporated by reference into any of Icahn Enterprises L.P.’s or Icahn Enterprises Holdings L.P.’s filings with the Securities and Exchange Commission or any other document except as shall be expressly set forth by specific reference in such filing or document.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

Exhibit

Description

No.

99.1 Press Release, dated December 5, 2018.

99.2 Press Release, dated December 5, 2018.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, each Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ICAHN  
ENTERPRISES L.P.

(Registrant)

Icahn Enterprises  
By: G.P. Inc.  
its general partner

Date: December 6, 2018 By: /s/ Peter Reck  
Peter Reck  
Chief  
Accounting  
Officer

ICAHN  
ENTERPRISES  
HOLDINGS L.P.

(Registrant)

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