

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): November 26, 2013

**Icahn Enterprises L.P.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or Other Jurisdiction of  
Incorporation)

**1-9516**

(Commission File Number)

**13-3398766**

(IRS Employer  
Identification No.)

767 Fifth Avenue, Suite 4700, New York, NY

(Address of Principal Executive Offices)

10153

(Zip Code)

Registrant's Telephone Number, Including Area Code: **(212) 702-4300**

(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))
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## ITEM 7.01 REGULATION FD DISCLOSURE

Icahn Enterprises L.P. has attached hereto as Exhibit 99.1 a copy of presentation materials that it intends to use in connection with meetings with investors, groups of investors and media and in connection with presentations and speeches to various audiences.

The information contained in Exhibit 99.1 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 Exhibit 99.1 shall not be incorporated by reference into any of Icahn Enterprises 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.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Presentation materials

## SIGNATURES

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

ICAHN ENTERPRISES L.P.  
(Registrant)

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

By: /s/ Peter Reck  
Peter Reck  
Chief Accounting Officer

Date: November 26, 2013

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## The Value of Activist Board Membership

The following Chart has been prepared by Icahn Enterprises and responds to those that question the efficacy of including activists' designees on public company Boards of Directors.

From November 15, 2008 to November 15, 2013 (a 5 year period) Icahn designees have joined the Boards of the 20 public companies listed in the Chart. As reflected in the Chart, a person that invested in each company on the date that the Icahn designee joined the Board, and that sold on the date that the Icahn designee left the Board (or continued to hold through November 15, 2013 if the designee did not leave the Board) would have obtained an annualized return of 28%. A 28% annualized return reflects favorably relative to the various metrics set forth in the Chart for comparison purposes.

#	Company Name	Date Joined Board	Date Exited Board (or 11/15/2013 if still on board)	Hypothetical Investor annualized Return during board tenure	Berkshire Hathaway Inc annualized return during board tenure	Leucadia National Corp annualized return during board tenure	Loews Corp annualized return during board tenure	S&P 500 annualized return during board tenure	Dow Jones annualized return during board tenure	Russell annualized return during board tenure	Hedge Fund Index annualized return during board tenure
1	Amylin Pharmaceuticals Inc	6/9/2009	8/8/2012	38%	11%	0%	13%	16%	17%	16%	1%
2	Biogen Idec Inc	6/10/2009	11/15/2013	42%	16%	6%	14%	18%	18%	20%	3%
3	Chesapeake Energy Corp	6/21/2012	11/15/2013	31%	29%	29%	15%	27%	22%	33%	6%
4	CIT Group Inc	12/18/2009	5/10/2011	38%	15%	42%	12%	18%	19%	29%	4%
5	Dynegy Inc	3/9/2011	10/1/2012	-81%	2%	-21%	-1%	8%	10%	3%	-5%
6	Enzon Pharmaceuticals Inc	5/21/2009	11/15/2013	-12%	16%	10%	16%	19%	19%	22%	3%
7	Forest Laboratories Inc.	8/5/2012	11/15/2013	40%	27%	30%	15%	25%	20%	33%	6%
8	Genzyme Corp	6/16/2010	4/11/2011	61%	7%	96%	36%	26%	27%	33%	8%
9	Herbalife International Ltd	4/25/2013	11/15/2013	200%	15%	-11%	13%	28%	19%	38%	3%
10	Mentor Graphics Corp	5/18/2011	11/15/2013	18%	16%	-8%	6%	15%	13%	14%	0%
11	MGM Studios	4/25/2012	8/15/2012	96%	21%	-33%	-1%	6%	5%	-2%	-2%
12	Motorola Mobility Inc	1/3/2011	5/22/2012	22%	0%	-22%	0%	5%	8%	-2%	-6%
13	Motorola Solutions Inc	1/4/2011	3/1/2012	23%	-1%	-3%	1%	9%	13%	5%	-5%
14	Navistar International Corp	10/8/2012	11/15/2013	66%	26%	26%	13%	24%	19%	31%	6%
15	Nuance Communications, Inc	10/7/2013	11/15/2013	-70%	30%	36%	27%	98%	91%	56%	10%
16	Take-Two Interactive Software Inc.	4/15/2010	11/15/2013	15%	11%	2%	7%	14%	14%	14%	1%
17	The Hain Celestial Group Inc	7/7/2010	11/15/2013	53%	12%	14%	11%	20%	18%	21%	2%
18	Transocean Ltd	5/17/2013	11/15/2013	8%	6%	-21%	8%	19%	11%	27%	1%
19	Vollari Corp	6/17/2010	11/15/2013	-59%	12%	10%	11%	17%	16%	18%	1%
20	WebMD Health Corp	7/24/2012	8/5/2013	124%	40%	32%	15%	29%	26%	39%	7%
<b>Total</b>				<b>28%</b>	<b>14%</b>	<b>9%</b>	<b>11%</b>	<b>18%</b>	<b>17%</b>	<b>19%</b>	<b>2%</b>

Returns assume equal weighting in each investment.

Source of return data = Bloomberg Total Return function including dividends reinvested.

The Chart does not reflect the actual results of IEP's Investment segment, nor is it necessarily indicative of future results of IEP's Investment segment.