
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 81)*

Icahn Enterprises L.P.

(Name of Issuer)

Depository Units Representing Limited Partner Interests

(Title of Class of Securities)

451100101

(CUSIP Number)

Jesse Lynn. Esq.
Icahn Enterprises L.P., 16690 Collins Av, Suite PH-1
Sunny Isles Beach, FL, 33160
305-442-4000

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

08/13/2025

(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.

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).

SCHEDULE 13D

CUSIP No. 451100101

Name of reporting person

1

CCI Onshore LLC

2

Check the appropriate box if a member of a Group (See Instructions)

(a)
 (b)

3 SEC use only
Source of funds (See Instructions)

4 OO

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

Citizenship or place of organization

6 DELAWARE

7 Sole Voting Power

Number of Shares Beneficially Owned by Each Reporting Person With:

8 105,713,907.00
Shared Voting Power

9 0.00
Sole Dispositive Power

10 105,713,907.00
Shared Dispositive Power

11 0.00
Aggregate amount beneficially owned by each reporting person

12 105,713,907.00
Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

Percent of class represented by amount in Row (11)

13 18.61 %
Type of Reporting Person (See Instructions)

14 OO

SCHEDULE 13D

CUSIP No. 451100101

1 Name of reporting person
Gascon Partners
Check the appropriate box if a member of a Group (See Instructions)

2 (a)
 (b)

3 SEC use only
Source of funds (See Instructions)

4 OO

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

Citizenship or place of organization

6 NEW YORK

Number of 7 Sole Voting Power

Shares Beneficially Owned by Each Reporting Person With:

| | | |
|----|---------------|--------------------------|
| 8 | 68,012,888.00 | Shared Voting Power |
| 9 | 0.00 | Sole Dispositive Power |
| 10 | 68,012,888.00 | Shared Dispositive Power |
| 11 | 0.00 | |

Aggregate amount beneficially owned by each reporting person

68,012,888.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

Percent of class represented by amount in Row (11)

11.97 %

Type of Reporting Person (See Instructions)

PN

SCHEDULE 13D

CUSIP No. 451100101

Name of reporting person

High Coast Limited Partnership

Check the appropriate box if a member of a Group (See Instructions)

(a)

(b)

SEC use only

Source of funds (See Instructions)

OO

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

Citizenship or place of organization

DELAWARE

Sole Voting Power

| | | |
|--|----------------|--------------------------|
| Number of Shares Beneficially Owned by Each Reporting Person With: | 247,933,108.00 | Shared Voting Power |
| 8 | 105,713,907.00 | Sole Dispositive Power |
| 9 | 247,933,108.00 | Shared Dispositive Power |
| 10 | 105,713,907.00 | |

Aggregate amount beneficially owned by each reporting person

353,647,015.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12

Percent of class represented by amount in Row (11)

13

62.25 %

Type of Reporting Person (See Instructions)

14

PN

SCHEDULE 13D

CUSIP No. 451100101

Name of reporting person

1

Highcrest Investors LLC

Check the appropriate box if a member of a Group (See Instructions)

2

(a)

(b)

3

SEC use only

Source of funds (See Instructions)

4

OO

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

5

Citizenship or place of organization

6

DELAWARE

Sole Voting Power

7

54,653,989.00

Number of
Shares

Shared Voting Power

Beneficially 8

0.00

Owned by

Each

Sole Dispositive Power

Reporting 9

54,653,989.00

Person

With:

Shared Dispositive Power

10

0.00

Aggregate amount beneficially owned by each reporting person

11

54,653,989.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12

Percent of class represented by amount in Row (11)

13

9.62 %

Type of Reporting Person (See Instructions)

14

CO

SCHEDULE 13D

CUSIP No. 451100101

1 Name of reporting person
Thornwood Associates Limited Partnership
Check the appropriate box if a member of a Group (See Instructions)

2 (a)
 (b)

3 SEC use only
Source of funds (See Instructions)

4 OO
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

6 Citizenship or place of organization
DELAWARE

7 Sole Voting Power
18,469,727.00

Number of Shares Beneficially Owned by Each Reporting Person With: 8 Shared Voting Power
0.00

9 Sole Dispositive Power
18,469,727.00

10 Shared Dispositive Power
0.00

11 Aggregate amount beneficially owned by each reporting person
18,469,727.00

12 Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

13
Percent of class represented by amount in Row (11)
3.25 %

14 Type of Reporting Person (See Instructions)
PN

SCHEDULE 13D

CUSIP No. 451100101

1 Name of reporting person
Barberry Corp.
Check the appropriate box if a member of a Group (See Instructions)

2 (a)
 (b)

3 SEC use only
Source of funds (See Instructions)

4
OO
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

Citizenship or place of organization

6
DELAWARE

7
Sole Voting Power

Number of Shares Beneficially Owned by Each Reporting Person With: 8
0.00
Shared Voting Power

9
18,469,727.00
Sole Dispositive Power

10
0.00
Shared Dispositive Power

11
18,469,727.00
Aggregate amount beneficially owned by each reporting person

12
18,469,727.00
Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

13

Percent of class represented by amount in Row (11)

14
3.25 %
Type of Reporting Person (See Instructions)

CO

SCHEDULE 13D

CUSIP No. 451100101

1
Name of reporting person
Starfire Holding Corporation
Check the appropriate box if a member of a Group (See Instructions)

2
 (a)
 (b)

3
SEC use only
Source of funds (See Instructions)

4
OO
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

Citizenship or place of organization

6
DELAWARE

Number of Shares Beneficially Owned by Each Reporting Person With: 7
Sole Voting Power
0.00

| | | |
|--------------------------------------|----|--|
| Owned by Each Reporting Person With: | 8 | Shared Voting Power |
| | | 54,653,989.00 |
| | | Sole Dispositive Power |
| | 9 | 0.00 |
| | | Shared Dispositive Power |
| | 10 | 54,653,989.00 |
| | | Aggregate amount beneficially owned by each reporting person |
| 11 | | 54,653,989.00 |
| 12 | | Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) |
| | | <input type="checkbox"/> |
| 13 | | Percent of class represented by amount in Row (11) |
| | | 9.62 % |
| 14 | | Type of Reporting Person (See Instructions) |
| | | CO |

SCHEDULE 13D

CUSIP No. 451100101

| | | |
|--|---|--|
| 1 | Name of reporting person | |
| | Little Meadow Corp. | |
| | Check the appropriate box if a member of a Group (See Instructions) | |
| 2 | <input checked="" type="checkbox"/> (a) | |
| | <input type="checkbox"/> (b) | |
| 3 | SEC use only | |
| 4 | Source of funds (See Instructions) | |
| | OO | |
| 5 | Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) | |
| | <input type="checkbox"/> | |
| 6 | Citizenship or place of organization | |
| | DELAWARE | |
| | Sole Voting Power | |
| 7 | 0.00 | |
| | Shared Voting Power | |
| Number of Shares Beneficially Owned by Each Reporting Person With: | 8 | 421,659,903.00 |
| | | Sole Dispositive Power |
| | 9 | 0.00 |
| | | Shared Dispositive Power |
| | 10 | 421,659,903.00 |
| | | Aggregate amount beneficially owned by each reporting person |
| 11 | | 421,659,903.00 |
| 12 | | Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) |

Percent of class represented by amount in Row (11)
13 74.22 %
Type of Reporting Person (See Instructions)
14 CO

SCHEDULE 13D

CUSIP No. 451100101

1 Name of reporting person
Carl C. Icahn
Check the appropriate box if a member of a Group (See Instructions)
2 (a)
 (b)
3 SEC use only
Source of funds (See Instructions)
4 OO
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5
Citizenship or place of organization
6 FLORIDA
Sole Voting Power
7 0.00
Number of Shares Beneficially Owned by Each Reporting Person With:
8 494,783,619.00
9 0.00
10 494,783,619.00
Aggregate amount beneficially owned by each reporting person
11 494,783,619.00
Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
12
Percent of class represented by amount in Row (11)
13 87.09 %
Type of Reporting Person (See Instructions)
14 IN

SCHEDULE 13D

Item 1. Security and Issuer

Title of Class of Securities:

(a) Depository Units Representing Limited Partner Interests

Name of Issuer:

(b) Icahn Enterprises L.P.

Address of Issuer's Principal Executive Offices:

(c) 16690 Collins Avenue, Suite PH-1, Sunny Isles Beach, FLORIDA , 33160.

Item 1 Comment: The Schedule 13D filed with the U.S. Securities and Exchange Commission ("SEC") on September 24, 1990, as previously amended (the "Initial 13D"), is hereby further amended to furnish the additional information set forth in this Amendment No. 81 to the Initial 13D. All capitalized terms contained herein but not otherwise defined shall have the meanings ascribed to such terms in the Initial 13D.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer

Item 6 of the Initial 13D is hereby amended and supplemented as follows: On August 13, 2025, Mr. Icahn and his affiliates entered into Amendment No. 3 to the previously disclosed Loan Agreement ("Amendment No. 3"). Among other changes, Amendment No. 3 extends the maturity of the Loan Agreement to July 7, 2028 and correspondingly extends the payment due dates under the Loan Agreement and amends certain covenants. In connection with Amendment No. 3, Mr. Icahn paid approximately \$300 million to the principal of the loan. As of the date of Amendment No. 3, in connection with the Loan Agreement Mr. Icahn has pledged (i) a total of 494,783,619 Depository Units owned by Mr. Icahn, (ii) interests owned by Mr. Icahn in the Investment Funds of approximately \$514 million, and (iii) certain other collateral unrelated to the Issuer or the Investment Funds. Neither the Issuer nor any of its subsidiaries is a party to the Loan Agreement or the amendments to the Loan Agreement.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

CCI Onshore LLC

Signature: /s/ Rowella Asuncion-Guambong
Name/Title: Rowella Asuncion-Guambong / Vice President
Date: 08/15/2025

Gascon Partners

Signature: /s/ Rowella Asuncion-Guambong
Name/Title: Rowella Asuncion-Guambong / Vice President
Date: 08/15/2025

High Coast Limited Partnership

Signature: /s/ Rowella Asuncion-Guambong
Name/Title: Rowella Asuncion-Guambong / Vice President
Date: 08/15/2025

Highest Investors LLC

Signature: /s/ Rowella Asuncion-Guambong
Name/Title: Rowella Asuncion-Guambong / Vice President
Date: 08/15/2025

Thornwood Associates Limited Partnership

Signature: /s/ Rowella Asuncion-Guambong
Name/Title: Rowella Asuncion-Guambong / Vice President
Date: 08/15/2025

Barberry Corp.

Signature: /s/ Rowella Asuncion-Guambong
Name/Title: Rowella Asuncion-Guambong / Vice President
Date: 08/15/2025

Starfire Holding Corporation

Signature: /s/ Rowella Asuncion-Guambong
Name/Title: Rowella Asuncion-Guambong / Vice President
Date: 08/15/2025

Little Meadow Corp.

Signature: /s/ Rowella Asuncion-Guambong
Name/Title: Rowella Asuncion-Guambong / Vice President
Date: 08/15/2025

Carl C. Icahn

Signature: /s/ Carl C. Icahn
Name/Title: Carl C. Icahn
Date: 08/15/2025