

Delek US Holdings, Inc.

Form 4

August 09, 2012

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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 OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Green Frederec

(Last) (First) (Middle)

7102 COMMERCE WAY

(Street)

BRENTWOOD, TN 37027

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
Delek US Holdings, Inc. [DK]

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/07/2012

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

Executive Vice President

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**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)
Common Stock	08/07/2012		M <sup>(1)</sup>	14,889 A \$ 9.17	254,889	D	
Common Stock	08/07/2012		S <sup>(1)</sup>	14,889 D \$ 22	240,000	D	
Common Stock	08/07/2012		M <sup>(1)</sup>	715 A \$ 9.17	240,715	D	
Common Stock	08/07/2012		S <sup>(1)</sup>	715 D \$ 22	240,000	D	
Common Stock	08/07/2012		M <sup>(1)</sup>	3,307 A \$ 9.17	243,307	D	

Edgar Filing: Delek US Holdings, Inc. - Form 4

Common Stock	08/07/2012	<u>S</u> (1)	3,307	D	\$ 22	240,000	D
Common Stock	08/07/2012	<u>M</u> (1)	1,089	A	\$ 9.17	241,089	D
Common Stock	08/07/2012	<u>S</u> (1)	1,089	D	\$ 22	240,000	D
Common Stock	08/08/2012	<u>M</u> (1)	15,970	A	\$ 9.17	255,970	D
Common Stock	08/08/2012	<u>S</u> (1)	15,970	D	\$ 24	240,000	D
Common Stock	08/08/2012	<u>M</u> (1)	1,088	A	\$ 9.17	241,088	D
Common Stock	08/08/2012	<u>S</u> (1)	1,088	D	\$ 24	240,000	D
Common Stock	08/08/2012	<u>M</u> (1)	504	A	\$ 9.17	240,504	D
Common Stock	08/08/2012	<u>S</u> (1)	504	D	\$ 24	240,000	D
Common Stock	08/08/2012	<u>M</u> (1)	813	A	\$ 9.17	240,813	D
Common Stock	08/08/2012	<u>S</u> (1)	813	D	\$ 24	240,000	D
Common Stock	08/08/2012	<u>M</u> (1)	1,625	A	\$ 14.25	241,625	D
Common Stock	08/08/2012	<u>F</u> (1)	1,140	D	\$ 24	240,485	D
Common Stock	08/08/2012	<u>S</u> (1)	485	D	\$ 24	240,000	D
Common Stock	08/09/2012	<u>M</u> (1)	3,250	A	\$ 6.98	243,250	D
Common Stock	08/09/2012	<u>F</u> (1)	1,502	D	\$ 26	241,748	D
Common Stock	08/09/2012	<u>S</u> (1)	1,748	D	\$ 26	240,000	D
Common Stock	08/09/2012	<u>M</u> (1)	14,141	A	\$ 9.17	254,141	D
Common Stock	08/09/2012	<u>S</u> (1)	14,141	D	\$ 26	240,000	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not**

SEC 1474  
(9-02)

required to respond unless the form  
displays a currently valid OMB control  
number.

**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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 9.17	08/07/2012 <sup>(1)</sup>		M		14,889		<sup>(2)</sup>	06/10/2019	Common Stock	14,889
Employee Stock Option (Right to Buy)	\$ 9.17	08/07/2012 <sup>(1)</sup>		M		715		<sup>(3)</sup>	06/10/2017	Common Stock	715
Employee Stock Option (Right to Buy)	\$ 9.17	08/07/2012 <sup>(1)</sup>		M		3,307		05/09/2010	05/09/2016	Common Stock	3,307
Employee Stock Option (Right to Buy)	\$ 9.17	08/07/2012 <sup>(1)</sup>		M		1,089		<sup>(4)</sup>	06/10/2018	Common Stock	1,089
Employee Stock Option (Right to Buy)	\$ 9.17	08/08/2012 <sup>(1)</sup>		M		15,970		<sup>(2)</sup>	06/10/2019	Common Stock	15,970
Employee Stock Option (Right to Buy)	\$ 9.17	08/08/2012 <sup>(1)</sup>		M		1,088		<sup>(4)</sup>	06/10/2018	Common Stock	1,088
Employee Stock Option (Right to Buy)	\$ 9.17	08/08/2012 <sup>(1)</sup>		M		504		06/10/2011	06/10/2017	Common Stock	504
Employee Stock Option	\$ 9.17	08/08/2012 <sup>(1)</sup>		M		813		06/10/2012	06/10/2018	Common Stock	813

(Right to  
Buy)

Stock

Appreciation Right	\$ 14.25	08/08/2012 <sup>(1)</sup>	M	1,625	<sup>(5)</sup>	06/10/2021	Common Stock	1,6
--------------------	----------	---------------------------	---	-------	----------------	------------	--------------	-----

Stock

Appreciation Right	\$ 6.98	08/09/2012 <sup>(1)</sup>	M	3,250	<sup>(6)</sup>	06/10/2020	Common Stock	3,2
--------------------	---------	---------------------------	---	-------	----------------	------------	--------------	-----

Employee

Stock Option (Right to Buy)	\$ 9.17	08/09/2012 <sup>(1)</sup>	M	14,141	<sup>(2)</sup>	06/10/2019	Common Stock	14,1
-----------------------------	---------	---------------------------	---	--------	----------------	------------	--------------	------

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Green Frederec 7102 COMMERCE WAY BRENTWOOD, TN 37027			Executive Vice President	

## Signatures

/s/ Frederec Green	08/09/2012
-----------------------	------------

**Signature of Reporting Person	Date
------------------------------------	------

## Explanation of Responses:

\* 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).

- (1) This transaction was made pursuant to a Rule 10b5-1 plan that the reporting person entered into on May 10, 2012.
- (2) The option vests ratably on the first four anniversaries of June 10, 2009.
- (3) The option vested with respect to 1,430 shares of Common Stock on December 10, 2009 and with respect to 715 shares of Common Stock on June 10, 2010.
- (4) The option vested with respect to 1,089 shares of Common Stock on each of December 10, 2009 and June 10, 2010 and with respect to 1,088 shares of Common Stock on June 10, 2011.
- (5) The stock appreciation right vests ratably on the first four anniversaries of June 10, 2011.
- (6) The stock appreciation right vests ratably on the first four anniversaries of June 10, 2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.