

Delek US Holdings, Inc.  
 Form 4  
 February 03, 2012

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

OMB APPROVAL

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Ginzburg Assi

(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)  
 02/02/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |
| Common Stock                    | 02/02/2012                           |  | M <sup>(1)</sup>               |   | 3,971   | A  | \$ 9.17 246,571                                       |
| Common Stock                    | 02/02/2012                           |  | S <sup>(1)</sup>               |   | 3,971   | D  | \$ 13.15 242,600                                      |
| Common Stock                    | 02/03/2012                           |  | M <sup>(1)</sup>               |   | 683   | A  | \$ 9.17 243,283                                       |
| Common Stock                    | 02/03/2012                           |  | S <sup>(1)</sup>               |   | 683   | D  | \$ 13.15 242,600                                      |
| Common Stock                    | 02/03/2012                           |  | M <sup>(1)</sup>               |   | 60,000  | A  | \$ 9.17 302,600                                       |

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|              |            |                         |        |   |          |         |   |
|--------------|------------|-------------------------|--------|---|----------|---------|---|
| Common Stock | 02/03/2012 | <u>S</u> <sup>(1)</sup> | 60,000 | D | \$ 13.15 | 242,600 | D |
| Common Stock | 02/03/2012 | <u>M</u> <sup>(1)</sup> | 5,201  | A | \$ 9.17  | 247,801 | D |
| Common Stock | 02/03/2012 | <u>S</u> <sup>(1)</sup> | 5,201  | D | \$ 13.15 | 242,600 | D |
| Common Stock | 02/03/2012 | <u>M</u> <sup>(1)</sup> | 2,145  | A | \$ 9.17  | 244,745 | D |
| Common Stock | 02/03/2012 | <u>S</u> <sup>(1)</sup> | 2,145  | D | \$ 13.15 | 242,600 | D |
| Common Stock | 02/03/2012 | <u>M</u> <sup>(1)</sup> | 504    | A | \$ 9.17  | 243,104 | D |
| Common Stock | 02/03/2012 | <u>S</u> <sup>(1)</sup> | 504    | D | \$ 13.15 | 242,600 | D |
| Common Stock | 02/03/2012 | <u>M</u> <sup>(1)</sup> | 3,266  | A | \$ 9.17  | 245,866 | D |
| Common Stock | 02/03/2012 | <u>S</u> <sup>(1)</sup> | 3,266  | D | \$ 13.15 | 242,600 | D |
| Common Stock | 02/03/2012 | <u>S</u> <sup>(1)</sup> | 10,000 | D | \$ 13.5  | 232,600 | D |
| Common Stock | 02/03/2012 | <u>S</u> <sup>(1)</sup> | 8,000  | D | \$ 13.5  | 224,600 | D |
| Common Stock | 02/03/2012 | <u>S</u> <sup>(1)</sup> | 8,000  | D | \$ 13.5  | 216,600 | D |

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

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(9-02)

**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 of Underlying Securities (Instr. 3 and 4) |       |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title | Amount or Number of Shares |

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|                                      |         |                           |   |        |                |            |              |        |
|--------------------------------------|---------|---------------------------|---|--------|----------------|------------|--------------|--------|
| Employee Stock Option (Right to Buy) | \$ 9.17 | 02/02/2012 <sup>(1)</sup> | M | 3,971  | 05/09/2010     | 05/09/2016 | Common Stock | 3,971  |
| Employee Stock Option (Right to Buy) | \$ 9.17 | 02/03/2012 <sup>(1)</sup> | M | 683    | 05/09/2010     | 05/09/2016 | Common Stock | 683    |
| Employee Stock Option (Right to Buy) | \$ 9.17 | 02/03/2012 <sup>(1)</sup> | M | 60,000 | <sup>(2)</sup> | 06/10/2019 | Common Stock | 60,000 |
| Employee Stock Option (Right to Buy) | \$ 9.17 | 02/03/2012 <sup>(1)</sup> | M | 5,201  | 12/10/2009     | 05/09/2016 | Common Stock | 5,201  |
| Employee Stock Option (Right to Buy) | \$ 9.17 | 02/03/2012 <sup>(1)</sup> | M | 2,145  | <sup>(3)</sup> | 06/10/2017 | Common Stock | 2,145  |
| Employee Stock Option (Right to Buy) | \$ 9.17 | 02/03/2012 <sup>(1)</sup> | M | 504    | 06/10/2011     | 06/10/2017 | Common Stock | 504    |
| Employee Stock Option (Right to Buy) | \$ 9.17 | 02/03/2012 <sup>(1)</sup> | M | 3,266  | <sup>(4)</sup> | 06/10/2018 | Common Stock | 3,266  |

## Reporting Owners

| Reporting Owner Name / Address                            | Relationships |           |                          |       |
|---|---------------|-----------|--------------------------|-------|
|   | Director      | 10% Owner | Officer                  | Other |
| Ginzburg Assi<br>7102 COMMERCE WAY<br>BRENTWOOD, TN 37027 |               |           | Executive Vice President |       |

## Signatures

/s/ Assi  
Ginzburg

02/03/2012

\_\_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 December 15, 2011.
- (2) The option vests ratably on the first three 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.

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

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