

HOLLY CORP  
Form 8-K  
May 10, 2010

**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): May 10, 2010 (May 5, 2010)**

**HOLLY CORPORATION**  
(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation)

**001-03876**  
(Commission File Number)

**75-1056913**  
(I.R.S. Employer  
Identification Number)

**100 Crescent Court,  
Suite 1600  
Dallas, Texas**

(Address of principal  
executive offices)

**75201-6915**  
(Zip code)

Registrant's telephone number, including area code: **(214) 871-3555**

**Not applicable**

(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 communications 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))

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

At the Annual Meeting of Stockholders of Holly Corporation (the Company) held on May 5, 2010 (the Annual Meeting), the Company's stockholders elected Buford P. Berry, Matthew P. Clifton, Leldon E. Echols, Robert G. McKenzie, Jack P. Reid, Paul T. Stoffel and Tommy A. Valenta as directors of the Company for the ensuing year. Marcus R. Hickerson and Thomas K. Matthews, II were not nominated for re-election to the Company's Board of Directors and, therefore, no longer serve as directors following the election on May 5, 2010. Messrs. Hickerson and Matthews retired after 50 years of service and 32 years of service, respectively, on the Company's board of directors. The Company appreciates their invaluable contributions.

**Item 5.07 Submission of Matters to a Vote of Security Holders.**

At the Annual Meeting, the shareholders elected each of the Company's nominees for director to serve until the expiration of his term at the Annual Meeting of Stockholders in 2011 and until his successor is elected and qualified or until his earlier death, resignation or removal from office. The Company's stockholders also ratified the Audit Committee's appointment of Ernst & Young LLP, an independent registered public accounting firm, to be the Company's auditor for the fiscal year ending December 31, 2010. The table below shows the final voting results:

**Election of Directors:**

| <b>Director</b>    | <b>Votes</b>     |                 |                    | <b>Broker Non-Votes</b> |
|--------------------|------------------|-----------------|--------------------|-------------------------|
|                    | <b>Votes For</b> | <b>Withheld</b> | <b>Abstentions</b> |                         |
| Buford P. Berry    | 43,017,671       | 154,324         | 0                  | 3,514,598               |
| Matthew P. Clifton | 42,592,585       | 579,410         | 0                  | 3,514,598               |
| Leldon E. Echols   | 43,031,591       | 140,404         | 0                  | 3,514,598               |
| Robert G. McKenzie | 42,704,712       | 467,283         | 0                  | 3,514,598               |
| Jack P. Reid       | 42,749,685       | 422,310         | 0                  | 3,514,598               |
| Paul T. Stoffel    | 42,921,224       | 250,771         | 0                  | 3,514,598               |
| Tommy A. Valenta   | 43,029,742       | 142,253         | 0                  | 3,514,598               |

**Ratification of Appointment of Auditor:**

| <b>Votes For</b> | <b>Votes Against</b> | <b>Abstentions</b> | <b>Broker Non-Votes</b> |
|------------------|----------------------|--------------------|-------------------------|
| 46,007,431       | 664,236              | 14,926             | 0                       |

**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 thereunto duly authorized.

**HOLLY CORPORATION**

By: /s/ Bruce R. Shaw  
Bruce R. Shaw  
Senior Vice President and  
Chief Financial Officer

Date: May 10, 2010