

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
7102 COMMERCE WAY  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
02/02/2012

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

BRENTWOOD, TN 37027

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

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

(City) (State) (Zip)

**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 7102 COMMERCE WAY 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. 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.