

Delek US Holdings, Inc.
Form 4
June 12, 2014

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Thomas Kent B

(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)
06/10/2014

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)

EVP / General Counsel

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	06/10/2014		S ⁽¹⁾	2,500 D	\$ 30.3229 (2)	61,036	D
Common Stock	06/10/2014		M ⁽¹⁾	1,625 A	\$ 6.98	62,661	D
Common Stock	06/10/2014		F ⁽¹⁾	715 D	\$ 30.65	61,946	D
Common Stock	06/10/2014		S ⁽¹⁾	910 D	\$ 30.6317	61,036	D
Common Stock	06/10/2014		M ⁽¹⁾	1,625 A	\$ 14.25	62,661	D

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Common Stock	06/10/2014	F ⁽¹⁾	994	D	\$ 30.65	61,667	D
Common Stock	06/10/2014	S ⁽¹⁾	631	D	\$ 30.6316	61,036	D
Common Stock	06/10/2014	F	1,435	D	\$ 30.1	59,601	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
Stock Appreciation Right	\$ 6.98	06/10/2014 ⁽¹⁾		M		1,625		⁽³⁾	06/10/2020	Common Stock	1,625
Stock Appreciation Right	\$ 14.25	06/10/2014 ⁽¹⁾		M		1,625		⁽⁴⁾	06/10/2021	Common Stock	1,625

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Thomas Kent B 7102 COMMERCE WAY BRENTWOOD, TN 37027	EVP / General Counsel

Signatures

/s/ Kent B.
Thomas

06/12/2014

__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 March 7, 2014.

The price reflects the weighted average sale price of multiple transactions ranging from a low sale price of \$30.3200 per share to a high

(2) share price of \$30.3311 per share. Upon the written request of the SEC staff, the issuer or a security holder of the issuer, the reporting person agrees to provide the number of shares sold at each sale price.

(3) The stock appreciation right vested ratably on the first four anniversaries of June 10, 2010.

(4) The stock appreciation right vests ratably on the first four anniversaries of 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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