

Delek US Holdings, Inc.  
Form 4  
August 30, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Daily Harry Parker

(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)  
08/29/2012

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	(D)	Price
Common Stock	08/29/2012		S		5,000	D	\$ 26.1544 (1)
Common Stock	08/29/2012		M		2,746	A	\$ 9.17 99,773
Common Stock	08/29/2012		S		2,746	D	\$ 26.1824 (2)
Common Stock	08/29/2012		M		504	A	\$ 9.17 97,531
	08/29/2012		S		504	D	\$ 26.22 97,027

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Common Stock							
Common Stock	08/29/2012		M	1,625	A	\$ 14.25	98,652 D
Common Stock	08/29/2012		F	1,081	D	\$ 26.2	97,571 D
Common Stock	08/29/2012		S	544	D	\$ 26.1745 <u>(3)</u>	97,027 D

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

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SEC 1474  
(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)	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 9.17	08/29/2012		M	2,746	<u>(4)</u> 06/10/2019	Common Stock	2,746
Employee Stock Option (Right to Buy)	\$ 9.17	08/29/2012		M	504	06/10/2011 06/10/2017	Common Stock	504
Stock Appreciation Right	\$ 14.25	08/29/2012		M	1,625	<u>(5)</u> 06/10/2021	Common Stock	1,625

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Director    10% Owner    Officer    Other

Daily Harry Parker  
7102 COMMERCE WAY  
BRENTWOOD, TN 37027

Executive Vice President

## Signatures

/s/ Harry P.  
Daily

08/30/2012

\*\*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) The price reflects the weighted average sale price of multiple transactions ranging from a low sale price of \$26.15 per share to a high sale price of \$26.17 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.
  - (2) The price reflects the weighted average sale price of multiple transactions ranging from a low sale price of \$26.15 per share to a high sale price of \$26.20 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 price reflects the weighted average sale price of multiple transactions ranging from a low sale price of \$26.1701 per share to a high sale price of \$26.1847 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.
  - (4) The option vests ratably on the first four anniversaries of June 10, 2009.
  - (5) 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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