

Delek US Holdings, Inc.  
 Form 4  
 June 12, 2009

**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 \*  
 Roadarmel Kathy

(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)  
 06/10/2009

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)  
 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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (D)  | Price                             |

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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities Acquired | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|---|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|---|--|---|

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| (Instr. 3)                           | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | (A) or Disposed of (D)<br>(Instr. 3, 4, and 5) |        | Date Exercisable | Expiration Date | Title        | Am or Nu of 3 |
|--------------------------------------|------------------------------|------------------|------------|--|--------|------------------|-----------------|--------------|---------------|
|                                      |                              |                  |            | Code   | V      |                  |                 |              |               |
| Employee Stock Option (Right to Buy) | \$ 9.17                      | 06/10/2009       | A          |  | 6,500  | <u>(1)</u>       | 06/10/2019      | Common Stock | 6.            |
| Employee Stock Option (Right to Buy) | \$ 25.06                     | 06/10/2009       | D          |  | 24,000 | <u>(2)</u>       | 09/10/2017      | Common Stock | 24            |
| Employee Stock Option (Right to Buy) | \$ 35.08                     | 06/10/2009       | D          |  | 8,000  | 09/10/2011       | 09/10/2017      | Common Stock | 8.            |
| Employee Stock Option (Right to Buy) | \$ 16                        | 06/10/2009       | D          |  | 4,875  | <u>(5)</u>       | 06/10/2018      | Common Stock | 4.            |
| Employee Stock Option (Right to Buy) | \$ 21                        | 06/10/2009       | D          |  | 1,625  | 06/10/2012       | 06/10/2018      | Common Stock | 1.            |
| Employee Stock Option (Right to Buy) | \$ 9.17                      | 06/10/2009       | A          |  | 10,560 | <u>(8)</u>       | 09/10/2017      | Common Stock | 10            |
| Employee Stock Option (Right to Buy) | \$ 9.17                      | 06/10/2009       | A          |  | 2,480  | 09/10/2011       | 09/10/2017      | Common Stock | 2.            |
| Employee Stock Option (Right to Buy) | \$ 9.17                      | 06/10/2009       | A          |  | 3,266  | <u>(11)</u>      | 06/10/2018      | Common Stock | 3.            |

|  |         |            |   |     |            |            |                 |
|--|---------|------------|---|-----|------------|------------|-----------------|
| Employee<br>Stock<br>Option<br>(Right to<br>Buy) | \$ 9.17 | 06/10/2009 | A | 813 | 06/10/2012 | 06/10/2018 | Common<br>Stock |
|--|---------|------------|---|-----|------------|------------|-----------------|

## Reporting Owners

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

## Signatures

|                                    |            |
|------------------------------------|------------|
| /s/ Kathy<br>Roadarmel             | 06/12/2009 |
| **Signature of<br>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 option vests ratably on the first four anniversaries of June 10, 2009.
- (2) The option vests ratably on the first three anniversaries of September 10, 2007.
- (3) Exchanged for options to purchase 10,560 shares of Common Stock at \$9.17 per share (reported below).
- (4) Exchanged for options to purchase 2,480 shares of Common Stock at \$9.17 per share (reported below).
- (5) The option vests ratably on the first three anniversaries of June 10, 2008.
- (6) Exchanged for options to purchase 3,266 shares of Common Stock at \$9.17 per share (reported below).
- (7) Exchanged for options to purchase 813 shares of Common Stock at \$9.17 per share (reported below).
- (8) The option vests with respect to 7,040 shares of Common Stock on December 10, 2009 and with respect to 3,520 shares of Common Stock on September 10, 2010.
- (9) Received in exchange for options to purchase 24,000 shares of Common Stock at \$25.06 per share (reported above).
- (10) Received in exchange for options to purchase 8,000 shares of Common Stock at \$35.08 per share (reported above).
- (11) The option vests 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.
- (12) Received in exchange for options to purchase 4,875 shares of Common Stock at \$16.00 per share (reported above).
- (13) Received in exchange for options to purchase 1,625 shares of Common Stock at \$21.00 per share (reported above).

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.