

Delek US Holdings, Inc.  
 Form 4  
 October 01, 2009

**FORM 4**

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

OMB APPROVAL

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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 \*  
 Yemin Ezra Uzi

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)  
 09/30/2009

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 President and CEO

BRENTWOOD, TN 37027  
 (City) (State) (Zip)

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

**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)
				(A) or (D)	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount Number Shares
				Code	V				
Stock Appreciation Right	\$ 8.57	09/30/2009	A	640,440		(1)	(2)	Common Stock	640,4
Stock Appreciation Right	\$ 12.4	09/30/2009	A	246,400		03/31/2010	(2)	Common Stock	246,4
Stock Appreciation Right	\$ 13.2	09/30/2009	A	246,400		(3)	(2)	Common Stock	246,4
Stock Appreciation Right	\$ 14	09/30/2009	A	246,400		(4)	(2)	Common Stock	246,4
Stock Appreciation Right	\$ 14.8	09/30/2009	A	246,400		(5)	(2)	Common Stock	246,4
Stock Appreciation Right	\$ 15.6	09/30/2009	A	224,000		(6)	(2)	Common Stock	224,0

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Yemin Ezra Uzi 7102 COMMERCE WAY BRENTWOOD, TN 37027	X		President and CEO	

## Signatures

/s/ Ezra Uzi  
Yemin

10/01/2009

\*\*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) 391,380 of the stock appreciation rights ("SARs") become exercisable on March 31, 2010. The balance of the SARs vest ratably on the last day of each calendar month beginning April 30, 2010 and ending October 31, 2010.

(2) The SARs terminate upon the earlier of (a) the one year anniversary of termination of employment or (b) October 31, 2014.

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- (3) The SARs vest ratably on the last day of each calendar month beginning April 30, 2010 and ending February 28, 2011.
- (4) The SARs vest ratably on the last day of each calendar month beginning March 31, 2011 and ending January 31, 2012.
- (5) The SARs vest ratably on the last day of each calendar month beginning February 29, 2012 and ending December 31, 2012.
- (6) The SARs vest ratably on the last day of each calendar month beginning January 31, 2013 and ending October 31, 2013.

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.