

Delek US Holdings, Inc.  
Form SC 13G/A  
September 25, 2014

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**SCHEDULE 13G**

**(Amendment No. 1)**

Under the Securities Exchange Act of 1934

Delek US Holdings, Inc.

(Name of Issuer)

Common stock, \$0.01 par value

(Title of Class of Securities)

246647101

(CUSIP Number)

September 15, 2014

(Date of Event Which Requires Filing of this Statement)

Check the following box to designate the rule pursuant to which the Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 246647101

**Names of Reporting Persons**

**I.R.S. Identification Nos. of  
above persons (entities only)**

1. D. E. Shaw Kalon Portfolios,  
L.L.C.

27-1490745

- Check the Appropriate Box**
2. **if a Member of a Group (See  
Instructions)**

(a)

(b)

**SEC Use Only**

- 3.

**Citizenship or Place of  
Organization**

4. Delaware

**Number  
of**

**Shares**

**Beneficially** **Sole Voting Power**

**Owned  
by** **S.**

**Each** **-0-**

**Reporting**

**Person  
With**

**6. Shared Voting Power**

3,025,000

**Sole Dispositive Power**

7.-0-

**Shared Dispositive Power**

8.3,025,000

**Aggregate Amount  
Beneficially Owned by Each  
Reporting Person**

9.  
3,025,000

**Check if the Aggregate  
Amount in Row (9) Excludes  
Certain Shares (See  
10. Instructions) [  ]**

**Percent of Class  
Represented by Amount in  
Row (9)**

11.  
5.0%

**Type of Reporting Person  
(See Instructions)**

12.  
OO

CUSIP No. 246647101

**Names of Reporting Persons**

**I.R.S. Identification Nos. of  
above persons (entities only)**

1. D. E. Shaw Heliant Manager,  
L.L.C.

27-1289787

- Check the Appropriate Box**
2. **if a Member of a Group (See  
Instructions)**

(a)

(b)

**SEC Use Only**

- 3.

**Citizenship or Place of  
Organization**

4. Delaware

**Number  
of**

**Shares**

**Beneficially** **Sole Voting Power**

**Owned  
by** **S.**

**Each** **-0-**

**Reporting**

**Person  
With**

**6. Shared Voting Power**

3,025,000

**Sole Dispositive Power**

7.-0-

**Shared Dispositive Power**

8.3,025,000

**Aggregate Amount  
Beneficially Owned by Each  
Reporting Person**

9.  
3,025,000

10. **Check if the Aggregate  
Amount in Row (9) Excludes  
Certain Shares (See  
Instructions) [  ]**

11. **Percent of Class  
Represented by Amount in  
Row (9)**

5.0%

12. **Type of Reporting Person  
(See Instructions)**

OO

CUSIP No. 246647101

**Names of Reporting Persons**

**I.R.S. Identification Nos. of  
above persons (entities only)**

1. D. E. Shaw Heliant Adviser,  
L.L.C.

27-1289715

- Check the Appropriate Box**  
2. **if a Member of a Group (See  
Instructions)**

(a)

(b)

**SEC Use Only**

- 3.

**Citizenship or Place of  
Organization**

4. Delaware

**Number  
of**

**Shares**

**Beneficially** **Sole Voting Power**

**Owned  
by** **S.**

**Each** **-0-**

**Reporting**

**Person  
With**

**6. Shared Voting Power**

3,025,000

**Sole Dispositive Power**

7.-0-

**Shared Dispositive Power**

8.3,025,000

**Aggregate Amount  
Beneficially Owned by Each  
Reporting Person**

9.  
3,025,000

10. **Check if the Aggregate  
Amount in Row (9) Excludes  
Certain Shares (See  
Instructions) [  ]**

11. **Percent of Class  
Represented by Amount in  
Row (9)**

5.0%

12. **Type of Reporting Person  
(See Instructions)**

IA



CUSIP No. 246647101

**Names of Reporting Persons**

**I.R.S. Identification Nos. of  
above persons (entities only)**

1. D. E. Shaw & Co., L.L.C.

13-3799946

**Check the Appropriate Box**

2. **if a Member of a Group (See  
Instructions)**

(a)

(b)

**SEC Use Only**

- 3.

**Citizenship or Place of  
Organization**

4. Delaware

**Number  
of**

**Shares**

**Beneficially** **Sole Voting Power**

**Owned  
by** **S.**

**Each** **-0-**

**Reporting**

**Person  
With**

**6. Shared Voting Power**

3,069,593

**Sole Dispositive Power**

7.-0-

**Shared Dispositive Power**

8.3,069,593

**Aggregate Amount  
Beneficially Owned by Each  
Reporting Person**

9.  
3,069,593

10. **Check if the Aggregate  
Amount in Row (9) Excludes  
Certain Shares (See  
Instructions) [  ]**

11. **Percent of Class  
Represented by Amount in  
Row (9)**

5.1%

12. **Type of Reporting Person  
(See Instructions)**

OO

CUSIP No. 246647101

**Names of Reporting Persons**

**I.R.S. Identification Nos. of  
above persons (entities only)**

1. D. E. Shaw & Co., L.P.

13-3695715

**Check the Appropriate Box**

2. **if a Member of a Group (See  
Instructions)**

(a)

(b)

**SEC Use Only**

- 3.

**Citizenship or Place of  
Organization**

4. Delaware

**Number  
of**

**Shares**

**Beneficially** **Sole Voting Power**

**Owned  
by** **S.**

**Each** **-0-**

**Reporting**

**Person  
With**

**6. Shared Voting Power**

3,279,672

**Sole Dispositive Power**

7.-0-

**Shared Dispositive Power**

8.3,279,672

**Aggregate Amount  
Beneficially Owned by Each  
Reporting Person**

9.  
3,279,672

**Check if the Aggregate  
Amount in Row (9) Excludes  
Certain Shares (See  
10. Instructions) [  ]**

**Percent of Class  
Represented by Amount in  
Row (9)**

11.  
5.4%

**Type of Reporting Person  
(See Instructions)**

12.  
IA, PN

**CUSIP No. 246647101**

**Names of Reporting Persons**

**1. I.R.S. Identification Nos. of  
above persons (entities only)**

David E. Shaw

**2. Check the Appropriate Box  
if a Member of a Group (See  
Instructions)**

(a)

(b)

**3. SEC Use Only**

**Citizenship or Place of  
Organization**

**4.** United States

**Number  
of**

**Shares**

**Beneficially** **Sole Voting Power**

**Owned  
by**

**Each** -0-

**Reporting**

**Person  
With**

**Shared Voting Power**

6,327,672

**Sole Dispositive Power**

7.-0-

**Shared Dispositive Power**

8.3,279,672

**Aggregate Amount  
Beneficially Owned by Each  
Reporting Person**

9.  
3,279,672

**Check if the Aggregate  
Amount in Row (9) Excludes  
Certain Shares (See  
10. Instructions) [  ]**

**Percent of Class  
Represented by Amount in  
Row (9)**

11.  
5.4%

**Type of Reporting Person  
(See Instructions)**

12.  
IN

**Item 1.**

**(a) Name of Issuer**

Delek US Holdings, Inc.

**(b) Address of Issuer's Principal Executive Offices**

7102 Commerce Way  
Brentwood, Tennessee 37027

**Item 2.**

**(a) Name of Person Filing**

D. E. Shaw Kalon Portfolios, L.L.C.

D. E. Shaw Heliant Manager, L.L.C.

D. E. Shaw Heliant Adviser, L.L.C.

D. E. Shaw & Co., L.L.C.

D. E. Shaw & Co., L.P.

David E. Shaw

**(b) Address of Principal Business Office or, if none, Residence**

The business address for each reporting person is:

1166 Avenue of the Americas, 9<sup>th</sup> Floor

New York, NY 10036

**(c) Citizenship**

D. E. Shaw Kalon Portfolios, L.L.C. is a limited liability company organized under the laws of the state of Delaware.

D. E. Shaw Heliant Manager, L.L.C. is a limited liability company organized under the laws of the state of Delaware.

D. E. Shaw Heliant Adviser, L.L.C. is a limited liability company organized under the laws of the state of Delaware.

D. E. Shaw & Co., L.L.C. is a limited liability company organized under the laws of the state of Delaware.

D. E. Shaw & Co., L.P. is a limited partnership organized under the laws of the state of Delaware.

David E. Shaw is a citizen of the United States of America.

**(d) Title of Class of Securities**

Common stock, \$0.01 par value

**(e) CUSIP Number**

246647101

**If this statement is filed pursuant to Rule 13d-1(b) or 13d-2(b) or (c), check whether the person filing is a:**

**Item 3.**

Not Applicable

**Ownership  
Item 4.**

As of September 15, 2014:

(a) Amount beneficially owned:

D. E. Shaw Kalon  
Portfolios, L.L.C.: 3,025,000 shares

3,025,000 shares  
D. E. Shaw Heliant  
Manager, L.L.C.: This is composed of 3,025,000 shares in the name of D. E. Shaw Kalon Portfolios, L.L.C.

3,025,000 shares  
D. E. Shaw Heliant  
Adviser, L.L.C.: This is composed of 3,025,000 shares in the name of D. E. Shaw Kalon Portfolios, L.L.C.

3,069,593 shares  
D. E. Shaw & Co.,  
L.L.C.: This is composed of (i) 3,025,000 shares in the name of D. E. Shaw Kalon Portfolios, L.L.C., (ii) 44,483 shares in the name of D. E. Shaw Oculus Portfolios, L.L.C., and (iii) 110 shares in the name of D. E. Shaw Asymptote Portfolios, L.L.C.





3,279,672 shares

D. E. Shaw & Co., L.P.: This is composed of (i) 3,025,000 shares in the name of D. E. Shaw Kalon Portfolios, L.L.C., (ii) 210,079 shares in the name of D. E. Shaw Valence Portfolios, L.L.C., (iii) 44,483 shares in the name of D. E. Shaw Oculus Portfolios, L.L.C., and (iv) 110 shares in the name of D. E. Shaw Asymptote Portfolios, L.L.C.

3,279,672 shares

David E. Shaw: This is composed of (i) 3,025,000 shares in the name of D. E. Shaw Kalon Portfolios, L.L.C., (ii) 210,079 shares in the name of D. E. Shaw Valence Portfolios, L.L.C., (iii) 44,483 shares in the name of D. E. Shaw Oculus Portfolios, L.L.C., and (iv) 110 shares in the name of D. E. Shaw Asymptote Portfolios, L.L.C.

(b) Percent of class:

D. E. Shaw Kalon Portfolios, L.L.C.:	5.0%
D. E. Shaw Heliant Manager, L.L.C.:	5.0%
D. E. Shaw Heliant Adviser, L.L.C.:	5.0%
D. E. Shaw & Co., L.L.C.:	5.1%
D. E. Shaw & Co., L.P.:	5.4%
David E. Shaw:	5.4%

(c) Number of shares to which the person has:

(i) Sole power to vote or to direct the vote:

D. E. Shaw Kalon Portfolios, L.L.C.:	-0- shares
D. E. Shaw Heliant Manager, L.L.C.:	-0- shares
D. E. Shaw Heliant Adviser, L.L.C.:	-0- shares
D. E. Shaw & Co., L.L.C.:	-0- shares
D. E. Shaw & Co., L.P.:	-0- shares
David E. Shaw:	-0- shares

(ii) Shared power to vote or to direct the vote:

D. E. Shaw Kalon Portfolios, L.L.C.:	3,025,000 shares
D. E. Shaw Heliant Manager, L.L.C.:	3,025,000 shares
D. E. Shaw Heliant Adviser, L.L.C.:	3,025,000 shares
D. E. Shaw & Co., L.L.C.:	3,069,593 shares
D. E. Shaw & Co., L.P.:	3,279,672 shares
David E. Shaw:	3,279,672 shares

(iii) Sole power to dispose or to direct the disposition of:

D. E. Shaw Kalon Portfolios, L.L.C.:	-0- shares
D. E. Shaw Heliant Manager, L.L.C.:	-0- shares
D. E. Shaw Heliant Adviser, L.L.C.:	-0- shares
D. E. Shaw & Co., L.L.C.:	-0- shares
D. E. Shaw & Co., L.P.:	-0- shares
David E. Shaw:	-0- shares

(iv) Shared power to dispose or to direct the disposition of:

D. E. Shaw Kalon Portfolios, L.L.C.:	3,025,000 shares
D. E. Shaw Heliant Manager, L.L.C.:	3,025,000 shares
D. E. Shaw Heliant Adviser, L.L.C.:	3,025,000 shares
D. E. Shaw & Co., L.L.C.:	3,069,593 shares
D. E. Shaw & Co., L.P.:	3,279,672 shares
David E. Shaw:	3,279,672 shares

David E. Shaw does not own any shares directly. By virtue of David E. Shaw's position as President and sole shareholder of D. E. Shaw & Co., Inc., which is the general partner of D. E. Shaw & Co., L.P., which in turn is the manager and investment adviser of D. E. Shaw Valence Portfolios, L.L.C., the investment adviser of D. E. Shaw Oculus Portfolios, L.L.C., and the managing member of (i) D. E. Shaw Heliant Adviser, L.L.C., which in turn is the investment adviser of D. E. Shaw Kalon Portfolios, L.L.C., and (ii) D. E. Shaw Adviser, L.L.C., which in turn is the investment adviser of D. E. Shaw Asymptote Portfolios, L.L.C., and by virtue of David E. Shaw's position as President and sole shareholder of D. E. Shaw & Co. II, Inc., which is the managing member of D. E. Shaw & Co., L.L.C., which in turn is the manager of D. E. Shaw Oculus Portfolios, L.L.C. and the managing member of (i) D. E. Shaw Heliant Manager, L.L.C., which in turn is the manager of D. E. Shaw Kalon Portfolios, L.L.C., and (ii) D. E. Shaw Manager, L.L.C., which in turn is the manager of D. E. Shaw Asymptote Portfolios, L.L.C., David E. Shaw may be deemed to have the shared power to vote or direct the vote of, and the shared power to dispose or direct the disposition of, the 3,279,672 shares as described above constituting 5.4% of the outstanding shares and, therefore, David E. Shaw may be deemed to be the beneficial owner of such shares. David E. Shaw disclaims beneficial ownership of such 3,279,672 shares.

**Item 5. Ownership of  
Five Percent  
or Less of a  
Class**

Not Applicable

**Item 6. Ownership of  
More than  
Five Percent  
on Behalf of  
Another  
Person.**

Not Applicable

**Item 7. Identification  
and  
Classification  
of the  
Subsidiary  
Which  
Acquired the  
Security  
Being  
Reported on  
By the Parent  
Holding  
Company or  
Control  
Person.**

Not Applicable

**Item 8. Identification  
and  
Classification  
of Members  
of the Group**

Not Applicable

**Item 9. Notice of  
Dissolution of  
Group**

Not Applicable

**Item**  
**10. Certification**

By signing below, each of D. E. Shaw Kalon Portfolios, L.L.C., D. E. Shaw Heliant Manager, L.L.C., D. E. Shaw Heliant Adviser, L.L.C., D. E. Shaw & Co., L.L.C., D. E. Shaw & Co., L.P., and David E. Shaw certify that, to the best of such reporting person's knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having such purposes or effect.

**SIGNATURE**

After reasonable inquiry and to the best of their knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct. A Power of Attorney, dated June 22, 2012, granted by David E. Shaw in favor of Nathan Thomas, is attached hereto.

Dated: September 25, 2014

D. E. Shaw Kalon Portfolios, L.L.C.

By: /s/ Nathan Thomas

Nathan Thomas

Authorized Signatory

D. E. Shaw Heliant Manager, L.L.C.

By: /s/ Nathan Thomas

Nathan Thomas

Authorized Signatory

D. E. Shaw Heliant Adviser, L.L.C.

By: /s/ Nathan Thomas

Nathan Thomas

Chief Compliance Officer

D. E. Shaw & Co., L.L.C.

By: /s/ Nathan Thomas

Nathan Thomas

Authorized Signatory

D. E. Shaw & Co., L.P.

By: /s/ Nathan Thomas

Nathan Thomas

Chief Compliance Officer

David E. Shaw

By: /s/ Nathan Thomas

Nathan Thomas

Attorney-in-Fact for David E. Shaw

