

Delek US Holdings, Inc.
Form 4
May 08, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
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 *
McLarty Tony

(Last) (First) (Middle)

830 CRESCENT CENTRE DRIVE,
SUITE 300

(Street)

FRANKLIN, TN 37067

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Delek US Holdings, Inc. [DK]

3. Date of Earliest Transaction
(Month/Day/Year)
05/03/2006

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)

VP of Human Resources

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)
Common Stock	05/04/2006		P	(A) 7,200 (1)	\$ 16 7,200	D	
Common Stock	05/04/2006		P	600 (1)	\$ 16 600 (2)	I	by son
Common Stock	05/04/2006		P	600 (1)	\$ 16 600 (3)	I	by daughter

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control

SEC 1474
(9-02)

number.

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)	\$ 16	05/03/2006		A	48,750	⁽⁴⁾ 05/03/2016	Common Stock	48,750
Employee Stock Option (Right to Buy)	\$ 21	05/03/2006		A	16,250	⁽⁵⁾ 05/03/2016	Common Stock	16,250

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McLarty Tony 830 CRESCENT CENTRE DRIVE, SUITE 300 FRANKLIN, TN 37067			VP of Human Resources	

Signatures

/s/Tony
McLarty
05/05/2006

**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) Consists of shares purchased as part of the Directed Share Program associated with Delek US Holdings, Inc's initial public offering.
- (2) Mr. McLarty disclaims beneficial ownership of these securities, which are owned by his son, Adam McLarty, and this report shall not be deemed an admission that Mr. McLarty is the beneficial owner of these securities.
- (3)

Edgar Filing: Delek US Holdings, Inc. - Form 4

Mr. McLarty disclaims beneficial ownership of these securities, which are owned by his daughter, Karly Beth McLarty, and this report shall not be deemed an admission that Mr. McLarty is the beneficial owner of these securities.

- (4) The option vests ratably on the first three anniversary dates of the completion of Delek US Holdings, Inc.'s initial public offering.
- (5) The option vests on the fourth anniversary date of the completion of Delek US Holdings, Inc.'s initial public offering.

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.