

Delek US Holdings, Inc.  
Form 4  
January 27, 2012

**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 \*  
Ginzburg Assi

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)

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

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

7102 COMMERCE WAY

01/25/2012

Executive Vice President

(Street)

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

BRENTWOOD, TN 37027

(City) (State) (Zip)

**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	(A) or (D)	Price
Common Stock	01/25/2012		M <sup>(1)</sup>		1,625	A	\$ 6.98
Common Stock	01/25/2012		F <sup>(1)</sup>		1,097	D	\$ 13.15
Common Stock	01/25/2012		S <sup>(1)</sup>		528	D	\$ 13.15
Common Stock	01/25/2012		M <sup>(1)</sup>		20,000	A	\$ 9.17
Common Stock	01/25/2012		S <sup>(1)</sup>		20,000	D	\$ 13.15

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Common Stock	01/25/2012		<u>M</u> <sup>(1)</sup>	3,471	A	\$ 9.17	246,071	D
Common Stock	01/25/2012		<u>S</u> <sup>(1)</sup>	3,471	D	\$ 13.15	242,600	D
Common Stock	01/26/2012		<u>M</u> <sup>(1)</sup>	7,462	A	\$ 9.17	250,062	D
Common Stock	01/26/2012		<u>S</u> <sup>(1)</sup>	7,462	D	\$ 13.15	242,600	D

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

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(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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Right	\$ 6.98	01/25/2012 <sup>(1)</sup>		M	1,625	<sup>(2)</sup>	06/10/2020	Common Stock	1,625
Employee Stock Option (Right to Buy)	\$ 9.17	01/25/2012 <sup>(1)</sup>		M	20,000	12/10/2009	05/09/2016	Common Stock	20,000
Employee Stock Option (Right to Buy)	\$ 9.17	01/25/2012 <sup>(1)</sup>		M	3,471	05/09/2010	05/09/2016	Common Stock	3,471
Employee Stock Option (Right to Buy)	\$ 9.17	01/26/2012 <sup>(1)</sup>		M	7,462	12/10/2009	05/09/2016	Common Stock	7,462

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ginzburg Assi 7102 COMMERCE WAY BRENTWOOD, TN 37027			Executive Vice President	

## Signatures

/s/ Assi  
Ginzburg

01/27/2012

\_\_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) This transaction was made pursuant to a Rule 10b5-1 plan that the reporting person entered into on December 15, 2011.
- (2) The stock appreciation right vests ratably on the first four anniversaries of June 10, 2010.

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.