

MASLOWE PHILIP L

Form 4

November 09, 2012

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MASLOWE PHILIP L

(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)
11/07/2012

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)

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	11/07/2012		M		2,250	A \$ 9.17 26,750	D
Common Stock	11/07/2012		M		2,010	A \$ 9.17 28,760	D
Common Stock	11/07/2012		M		1,320	A \$ 9.17 30,080	D
Common Stock	11/07/2012		M		2,010	A \$ 9.17 32,090	D
Common Stock	11/07/2012		F		2,725	D \$ 25.42 29,365	D
	11/07/2012		M		1,500	A \$ 6.98 30,865	D

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Common
Stock

Common Stock	11/07/2012	F	410	D	\$ 25.42	30,455	D
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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 (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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 9.17	11/07/2012		M		2,250		<u>(1)</u>	06/10/2019	Common Stock	2,250
Stock Option (Right to Buy)	\$ 9.17	11/07/2012		M		2,010		<u>(2)</u>	05/09/2016	Common Stock	2,010
Stock Option (Right to Buy)	\$ 9.17	11/07/2012		M		1,320		<u>(3)</u>	06/10/2017	Common Stock	1,320
Stock Option (Right to Buy)	\$ 9.17	11/07/2012		M		2,010		<u>(4)</u>	06/10/2018	Common Stock	2,010
Stock Appreciation Right	\$ 6.98	11/07/2012		M		1,500		<u>(5)</u>	06/10/2020	Common Stock	1,500

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

MASLOWE PHILIP L
7102 COMMERCE WAY
BRENTWOOD, TN 37027

X

Signatures

/s/ Kent B. Thomas,
Attorney-In-Fact

11/09/2012

__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) The option vests ratably on the first four anniversaries of June 10, 2009.
- (2) The option vested with respect to 1,508 shares of Common Stock on December 10, 2009 and with respect to 502 shares of Common Stock on May 9, 2010.
- (3) The option vested with respect to 660 shares of Common Stock on December 10, 2009 and with respect to 330 shares of Common Stock on each of June 10, 2010 and June 10, 2011.
- (4) The option vested with respect to 503 shares of Common Stock on each of December 10, 2009 and June 10, 2010 and with respect to 502 shares of Common Stock on each of June 10, 2011 and June 10, 2012.
- (5) 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.

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