

Edgar Filing: Delek US Holdings, Inc. - Form 8-K

Delek US Holdings, Inc.  
Form 8-K  
May 11, 2017

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): May 9, 2017

DELEK US HOLDINGS, INC.  
(Exact name of registrant as specified in its charter)

|   |                                       |  |
|---|---------------------------------------|--|
| Delaware<br>(State or other jurisdiction<br>of incorporation) | 001-32868<br>(Commission File Number) | 52-2319066<br>(IRS Employer<br>Identification No.) |
| 7102 Commerce Way<br>Brentwood, Tennessee                     | 37027<br>(Zip Code)                   |  |
| (Address of principal executive offices)                      |                                       |  |

Registrant's telephone number, including area code: (615) 771-6701

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2 below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the

Exchange Act. o

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Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(d) On May 9, 2017, the members of the Board of Directors (the “Board”) of Delek US Holdings, Inc. (the “Company”) elected Avi Geffen to fill the vacancy created when Yonel Cohen resigned in October 2015. Mr. Geffen will hold office through the Company’s 2018 annual meeting of stockholders and until the election and qualification of his successor or earlier termination of service. The Board has not yet appointed Mr. Geffen to any Board committee, and Mr. Geffen has not been a party to any transactions that would be required to be reported pursuant to Item 404(a) of Regulation S-K. The Company did not enter into any material plan, contract or arrangement with Mr. Geffen in connection with Mr. Geffen’s election to the Board. Alon Israel Oil Company, Ltd. (“Alon Israel”) designated Mr. Geffen for service on the Board pursuant to Section 6.8 of the Stock Purchase Agreement dated April 14, 2015 between the Company and Alon Israel. Mr. Geffen’s compensation will be consistent with the current director compensation program previously disclosed under the heading “Compensation of Directors in 2016” in the Company’s proxy statement filed with the Securities and Exchange Commission on April 6, 2017.

Item 9.01 Financial Statements and Exhibits

(a) Financial statements of businesses acquired.

Not applicable.

(b) Pro forma financial information.

Not applicable.

(c) Shell company transactions.

Not applicable.

(d) Exhibits.

None.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: May 11, 2017 DELEK US HOLDINGS, INC.

/s/ Assaf Ginzburg  
Name: Assaf Ginzburg  
Title: EVP / Chief Financial Officer