

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

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 *
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
__X__ Officer (give title below) ____ Other (specify below)

VP of Human Resources

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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)
			Code	V	Amount (A) or (D)	Price	
Common Stock	05/04/2006		P		7,200 (1)	A \$ 16 7,200	D
Common Stock	05/04/2006		P		600 (1)	A \$ 16 600 (2)	I by son
Common Stock	05/04/2006		P		600 (1)	A \$ 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
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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 16	05/03/2006		A	48,750	<u>(4)</u> 05/03/2016	Common Stock 48,750
Employee Stock Option (Right to Buy)	\$ 21	05/03/2006		A	16,250	<u>(5)</u> 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)

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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.

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