

Delek US Holdings, Inc.  
Form 4  
December 16, 2009

**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 \*  
Delek Group, Ltd.

(Last) (First) (Middle)

7, GIBOREI ISRAEL STREET,  
P.O.B. 8464, INDUSTRIAL ZONE  
SOUTH

(Street)

NETANYA, L3 42504

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/14/2009

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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	12/14/2009		P		22,971	A	\$ 5.8395 (1)	39,636,432	I	See footnote (2)
Common Stock	12/15/2009		P		100,000	A	\$ 5.8969 (3)	39,736,432	I	See footnote (4)

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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reporting Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Delek Group, Ltd. 7, GIBOREI ISRAEL STREET, P.O.B. 8464 INDUSTRIAL ZONE SOUTH NETANYA, L3 42504		X		

## Signatures

/s/ Leora Pratt Levin, 12/16/2009  
Attorney-In-Fact

\*\*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 purchase price is a weighted average resulting from four different purchase prices ranging between \$5.8171 and \$5.95. The reporting person will maintain documentation that shows the number of shares purchased at each separate price, and, upon written request, will provide this information to the SEC staff, the issuer, or a security holder of the issuer.
    - (2) Represents 39,389,869 and 246,563 shares owned of record by subsidiaries Delek Hungary Holding Limited Liability Company and Delek Petroleum, Ltd. respectively. Delek Group, Ltd. disclaims beneficial ownership of these shares except to the extent of its pecuniary interest therein.
  - (3) The purchase price is a weighted average resulting from 12 different purchase prices ranging between \$5.8373 and \$5.9947. The reporting person will maintain documentation that shows the number of shares purchased at each separate price, and, upon written request, will provide this information to the SEC staff, the issuer, or a security holder of the issuer.
    - (4) Represents 39,389,869 and 346,563 shares owned of record by subsidiaries Delek Hungary Holding Limited Liability Company and Delek Petroleum, Ltd. respectively. Delek Group, Ltd. disclaims beneficial ownership of these shares except to the extent of its pecuniary interest therein.

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

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.