

Delek US Holdings, Inc.
Form 4
March 13, 2009

FORM 4

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

OMB APPROVAL

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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)
03/11/2009

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	03/11/2009		P		50,000	A	\$ 8.1129 (1)
							39,439,869
Common Stock	03/12/2009		P		14,100	A	\$ 7.9622 (3)
							39,453,969
							I
							See footnote (2)
							See footnote (4)

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

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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 Reported Transaction (Instr. 3 and 4)
				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 03/13/2009

**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 13 different purchase prices ranging between \$7.85 and \$8.15. 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.
- Represents 39,389,869 and 50,000 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.
- (2) The purchase price is a weighted average resulting from 19 different purchase prices ranging between \$7.765 and \$8.150. 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.
- (3) Represents 39,389,869 and 64,100 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.
- (4)

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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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