Form **8937**
(December 2011)
Department of the Treasury
Internal Revenue Service

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

OMB No. 1545-2224

Part I Reporting Issuer

1 Issuer's name Delek US Holdings, Inc. (for Delek US Holdings, Inc. and Alon USA Energy, Inc)	2 Issuer's employer identification number (EIN) 35-2581557
3 Name of contact for additional information Investor Relations / 4 Telephone No. of contact 615-771-6701	5 Email address of contact investor.relations@delekus.com
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 7102 Commerce Way	7 City, town, or post office, state, and Zip code of contact Brentwood, TN 37027
8 Date of action July 1, 2017	9 Classification and description Delek US Holdings and Alon USA Energy common stock

10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
See attached statement		DK and ALJ	

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ See attached statement

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ See attached statement

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ See attached statement

Part II **Organizational Action** (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ See attached statement

18 Can any resulting loss be recognized? ▶ See attached statement

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ See attached statement

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature ▶ Chris E James Date ▶ 7/14/17

Print your name ▶ Christopher E. James Title ▶ V.P., Tax

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

Delek US Holdings, Inc. (F/K/A Delek Holdco, Inc.)

FEIN: 35-2581557

Attachment to Form 8937

Line 10

Delek US Holdings, Inc. F/K/A Delek Holdco, Inc. CUSIP 24665A103

Delek US Energy, Inc. F/K/A Delek US Holdings, Inc. CUSIP 246647101

Alon USA Energy, Inc. CUSIP 020520102

Line 14

On July 1, 2017, Delek US Holdings, Inc. ("Delek"), Alon USA Energy, Inc. ("Alon"), Delek Holdco, Inc., a wholly owned subsidiary of Delek ("HoldCo"), Dione Mergeco, Inc., a wholly owned subsidiary of HoldCo ("Delek Merger Sub") and Astro Mergeco, Inc., a wholly owned subsidiary of HoldCo ("Alon Merger Sub") completed a business combination pursuant to an Agreement and Plan of Merger, dated January 2, 2017 referred to (as it may be amended from time to time) as the "merger agreement", providing for a strategic business combination of Delek and Alon.

Under the terms and subject to the conditions set forth in the merger agreement, Delek Merger Sub will merge with and into Delek (the "Delek Merger"), with Delek surviving as a wholly owned subsidiary of HoldCo, a new holding company formed by Delek, and Astro Mergeco, Inc. will merge with and into Alon (the "Alon Merger"), with Alon surviving. Under the terms of the merger, the following occurred:

- Delek's stockholders received one share of HoldCo common stock, par value $0.01 per share, referred to as "New Delek common stock", for each issued and outstanding share of Delek common stock that they own immediately prior to the effective time of the Delek Merger; and
- Alon's stockholders (other than Delek or any subsidiary of Delek), received 0.504 shares, referred to as the "exchange ratio," of New Delek common stock for each issued and outstanding share of Alon common stock that they own immediately prior to the effective time of the Alon Merger, with cash paid in lieu of fractional shares.
- HoldCo changed its name to Delek US Holdings, Inc.
- Delek changed its name to Delek US Energy, Inc.

After the closing of the Mergers, HoldCo will be the publicly traded parent company of Delek and Alon, and will be named "Delek US Holdings, Inc."

Line 15

The Delek Merger is intended to qualify as a "reorganization" within the meaning of Section 368(a) of the Internal Revenue Code of 1986, as amended, which is referred to as the Internal Revenue Code, and the Delek Merger and the Alon Merger, taken together, are intended to qualify as an "exchange" within the meaning of Section 351 of the Internal Revenue Code. Therefore, the Delek Merger qualifies as a "reorganization" and/or an "exchange" within the meaning of Section 351 of the Internal Revenue Code and the Delek stockholders generally are not expected to recognize any gain or loss for U.S. federal income tax purposes upon receipt of New Delek common stock in exchange for their Delek common stock pursuant to the Delek Merger.

Since the Alon Merger qualifies as an "exchange" within the meaning of Section 351 of the Internal Revenue Code, (i) U.S. holders of Alon common stock who receive New Delek common stock in exchange for their Alon common stock pursuant to the Alon Merger will recognize gain or loss only to the extent of cash received in lieu of a fractional share of New Delek common stock, and (ii) non-U.S. holders of Alon common stock who receive New Delek common stock in exchange for their Alon common stock pursuant to the Alon Merger will not recognize any loss in connection with the Alon Merger and will only recognize gain in limited circumstances.

Further discussion of the material U.S. federal tax consequences of this transaction can be found under the heading "Material U.S. Federal Income Tax Consequences of the Mergers" in the definitive joint proxy statement/prospectus filed with the Securities and Exchange Commission.

Line 16

The fair market value (FMV) of each HoldCo share received in the merger transactions has been computed using a weighted average of the prior 20 trading days of Delek common stock. Therefore, the FMV of each HoldCo share has been computed at $25.96.

Shareholders should consult their own tax advisors regarding their specific tax treatment of the transaction (including but not limited to the computation of gain and tax basis).

Line 17

IRC Sections 302(a), 351(a), 351(b), 354(a), 358(a), 358(b), 368(a) and 1001.

Line 18

Loss, if any, generally may be recognized only to the extent of cash received in lieu of a fractional HoldCo share.

Line 19

Both the Delek Merger and the Alon Merger were executed on July 1, 2017. For shareholders whose taxable year is a calendar year, the reportable year is 2017.