

MCKENZIE ROBERT G
Form 4
January 27, 2012

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 *
MCKENZIE ROBERT G

2. Issuer Name and Ticker or Trading Symbol
HollyFrontier Corp [HFC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
4550 RHEIMS PLACE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
10/25/2011

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

DALLAS, TX 75205
(City) (State) (Zip)

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

6. Individual or Joint/Group Filing (Check Applicable Line)
 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)
Common Stock	10/25/2011		G ⁽¹⁾	V 200 D \$ 0	57,614 ⁽²⁾	D	
Common Stock	10/25/2011		G ⁽¹⁾	V 200 D \$ 0	57,414	D	
Common Stock	10/25/2011		G ⁽¹⁾	V 200 D \$ 0	57,214	D	
Common Stock	10/25/2011		G ⁽³⁾	V 200 D \$ 0	57,014	D	
Common Stock	10/25/2011		G ⁽³⁾	V 200 D \$ 0	56,814	D	
Common Stock	10/25/2011		G ⁽³⁾	V 200 D \$ 0	56,614	D	

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Common Stock										
Common Stock	10/25/2011		G	V	200	D	\$ 0	56,414	D	
Common Stock	10/25/2011		G	V	200	D	\$ 0	56,214	D	
Common Stock	01/25/2012		A		4,600	A	\$ 0 (4)	60,814	D	
Common Stock	10/25/2011		G ⁽¹⁾	V	200	A	\$ 0	1,200 ⁽²⁾	I	UTMA Custodian for Granddaughter
Common Stock	10/25/2011		G ⁽¹⁾	V	200	A	\$ 0	200	I	UTMA Custodian for Granddaughter
Common Stock	10/25/2011		G ⁽¹⁾	V	200	A	\$ 0	200	I	UTMA Custodian for Granddaughter
Common Stock	10/25/2011		G ⁽³⁾	V	200	A	\$ 0	200	I	UTMA Custodian for Grandson
Common Stock	10/25/2011		G ⁽³⁾	V	200	A	\$ 0	200	I	UTMA Custodian for Grandson
Common Stock	10/25/2011		G ⁽³⁾	V	200	A	\$ 0	200	I	UTMA Custodian for Grandson

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 number.

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(9-02)

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 (Instr. 6)
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						Amount or Number of Shares
		Date Exercisable	Expiration Date	Title		
Code	V	(A)	(D)			

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCKENZIE ROBERT G 4550 RHEIMS PLACE DALLAS, TX 75205	X			

Signatures

Walter W. Zimmerman, attorney in fact	01/27/2012
**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) Transfer to reporting person as custodian for granddaughter under the Uniform Transfer to Minors Act. The reporting person disclaims beneficial ownership of these shares, and this report shall not be deemed an admission that the reporting person is the beneficial owner of these shares for purposes of Section 16 or for any other purpose.
 - (2) The reporting person's ownership was adjusted to reflect the 2-for-1 stock split of HollyFrontier Corporation common stock, which occurred on August 31, 2011.
 - (3) Transfer to reporting person as custodian for grandson under the Uniform Transfer to Minors Act. The reporting person disclaims beneficial ownership of these shares, and this report shall not be deemed an admission that the reporting person is the beneficial owner of these shares for purposes of Section 16 or for any other purpose.
 - (4) Restricted stock units granted under the HollyFrontier Corporation Long-Term Incentive Compensation Plan which are subject to restrictions that will lapse on December 1, 2012, provided the reporting person has continued serving on the company's board of directors until such time, and which will be paid in a lump sum within 30 days following December 1, 2012 in the form of shares of the company's common stock equal to the number of vested restricted stock units that were awarded.

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.