

HOLLY ENERGY PARTNERS LP
 Form 4/A
 February 04, 2014

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 *
 SHAW BRUCE R

2. Issuer Name and Ticker or Trading Symbol
 HOLLY ENERGY PARTNERS LP [HEP]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 6111 LAVENDALE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 01/01/2009

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

DALLAS, TX 75230
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
 01/02/2009

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Units	01/01/2009		F	433 ⁽¹⁾ D	\$ 21.35	5,355	D

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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 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
SHAW BRUCE R 6111 LAVENDALE DALLAS, TX 75230			President	

Signatures

Walter W. Zimmerman, attorney in fact	02/04/2014
**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) Mr. Shaw previously incorrectly reported that 535 common units of the Issuer were surrendered to satisfy his tax liability incident to the vesting of restricted units. The number of common units surrendered was actually 433, which is 102 common units less than the number that was incorrectly reported on the Form 4 filed by Mr. Shaw on January 2, 2009. As a result of this reporting error, the Forms 4 filed by Mr. Shaw between January 2, 2009 and December 19, 2012 understated by 102 common units the total number of common units held by Mr. Shaw. Also as a result of this reporting error, the Forms 4 filed by Mr. Shaw between March 4, 2013 and December 18, 2013 (following the 2-for-1 unit split of Holly Energy Partners, L.P. common units which occurred on January 16, 2013) understated by 204 common units the total number of common units held by Mr. Shaw.

Remarks:

Mr. Shaw was Senior Vice President and Chief Financial Officer of Holly Logistic Services, L.L.C. when he filed the 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.

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