

HOLLY CORP
Form SC 13G/A
February 13, 2008

CUSIP No. 435758305

1. NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

BROWN BROTHERS HARRIMAN & CO.

13-4973745

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)

(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

NEW YORK

5. SOLE VOTING POWER

6,538,353

6. SHARED VOTING POWER

986,864

7. SOLE DISPOSITIVE POWER

6,538,353

8. SHARED DISPOSITIVE POWER

986,864

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,525,217

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW(9) EXCLUDES CERTAIN SHARES*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW [9]

13.61%

12. TYPE OF REPORTING PERSON*

HC

1. NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

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BROWN BROTHERS HARRIMAN TRUST COMPANY, N.A.
20-4592596

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

U. S. A.

5. SOLE VOTING POWER

6,538,353

6. SHARED VOTING POWER

986,864

7. SOLE DISPOSITIVE POWER

6,538,353

8. SHARED DISPOSITIVE POWER

986,864

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,525,217

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW(9) EXCLUDES CERTAIN SHARES*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW [9]

13.61%

12. TYPE OF REPORTING PERSON*

HC

1. NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

BROWN BROTHERS HARRIMAN TRUST COMPANY OF TEXAS
75-2310600

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

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(a) []

(b) []

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

TEXAS

5. SOLE VOTING POWER

6,538,353

6. SHARED VOTING POWER

986,864

7. SOLE DISPOSITIVE POWER

6,538,353

8. SHARED DISPOSITIVE POWER

986,864

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,525,217

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW(9) EXCLUDES CERTAIN SHARES*

[]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW [9]

13.61%

12. TYPE OF REPORTING PERSON*

OO

Item 1(a). Name of Issuer:

Holly Corporation

Item 1(b). Address of issuer's principal executive offices:

100 Crescent Court
Suite 1600
Dallas, TX 75201-1880

Item 2(a). Name of person filing:

Brown Brothers Harriman & Co. on behalf of itself and:
Brown Brothers Harriman Trust Company, N.A.
Brown Brothers Harriman Trust Company of Texas

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Item 2(b). Address of principal business office:

140 Broadway
New York, NY 10005

Item 2(c). Citizenship:

Brown Brothers Harriman & Co., New York
Brown Brothers Harriman Trust Company, N.A., U.S.A.
Brown Brothers Harriman Trust Company of Texas, Texas

Item 2(d). Title of class of securities:

Common, Par Value \$.01 Per Share

Item 2(e). CUSIP Number:

435758305

Item 3. If this statement is filed pursuant to Rules 13d-1(b) or 13d-2(b), check whether the person filing is a:

(b) / / Bank as defined in Section 3(a)(6) of the Act.

(g) / / Parent holding company, in accordance with Subsection 240 13d-1(b)ii)(G).

Item 4. Ownership:

With respect to the beneficial ownership of the reporting persons, see Items 5 through 11 of the respective cover pages to this Schedule 13G, which are incorporated herein by reference.

Item 5. Ownership of 5 Percent or Less of a Class

Not applicable

Item 6. Ownership of More than 5 Percent on Behalf of Another Person

The reported shares are held in various fiduciary accounts, and accordingly, dividends, and the proceeds of sales of such shares, are payable to other persons, including such accounts, the beneficiaries or settlors thereof or a combination of such persons. In certain instances, other persons (including beneficiaries and settlors) may be deemed to have the power to direct receipt of dividends or the proceeds of the sale of shares reported herein. To the best of the undersigned's knowledge and belief, no one other person has such an economic interest relating to more than 5% of the class of reported shares.

Item 7. Identification and Classification of the Subsidiary
Which Acquired the Security Being Reported on By the Parent
Holding Company

The securities being reported are beneficially owned by certain

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trusts of which Brown Brothers Harriman Trust Company of Texas is the Trustee or Co-Trustee. Brown Brothers Harriman Trust Company of Texas is a wholly owned subsidiary of Brown Brothers Harriman Trust Company, N.A. (the former parent entity, Brown Brothers Harriman Trust Company, LLC, was converted to this nationally chartered trust company in 2006), which is a wholly owned subsidiary of Brown Brothers Harriman & Co. A copy of the agreement by and among Brown Brothers Harriman & Co., Brown Brothers Harriman Trust Company, N.A. and Brown Brothers Harriman Trust Company of Texas authorizing the filing of one Schedule 13G on behalf of each company is set forth below:

AGREEMENT

The undersigned hereby agree to file jointly the attached statement or amendment on Schedule 13G and any further amendments thereto pursuant to Regulation 13G promulgated by the Securities and Exchange Commission under the Securities Exchange Act of 1934. Such filing shall be made by Brown Brothers Harriman & Co. on its behalf and on behalf of the parties hereto.

Date: February 13, 2008

BROWN BROTHERS HARRIMAN & CO.
By: /s/ Howard M. Felson
Name: Howard M. Felson
Title: Vice President

BROWN BROTHERS HARRIMAN TRUST COMPANY, N.A.
By: /s/ Kurt Fuchs
Name: Kurt Fuchs
Title: Vice President

BROWN BROTHERS HARRIMAN TRUST COMPANY OF TEXAS
By: /s/ David Sharman
Name: David Sharman
Title: Vice President

Item 8. Identification and Classification of Members of the Group

Not applicable

Item 9. Notice of Dissolution of Group

Not applicable

Item 10. Certification

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purposes of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose of effect.

Disclaimer of Beneficial Ownership

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The undersigned expressly declare that the filing of this Schedule 13G shall not be construed as an admission that the undersigned are, for purpose of Sections 13(d) and 13(g) of the Securities Exchange Act of 1934, the beneficial owners of any securities covered by this Schedule 13G.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 13, 2008

BROWN BROTHERS HARRIMAN & CO.

By: /s/ Howard M. Felson
Name: Howard M. Felson
Title: Vice President

BROWN BROTHERS HARRIMAN TRUST COMPANY, N.A.

By: /s/ Kurt Fuchs
Name: Kurt Fuchs
Title: Vice President

BROWN BROTHERS HARRIMAN TRUST COMPANY OF TEXAS

By: /s/ David Sharman
Name: David Sharman
Title: Vice President