

HOLLY ENERGY PARTNERS LP

Form 8-K

July 27, 2005

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

**FORM 8-K**  
**CURRENT REPORT**  
**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**  
**Date of Report (Date of earliest event reported): July 26, 2005**

**HOLLY ENERGY PARTNERS, L.P.**  
(Exact name of Registrant as specified in its charter)

**Delaware**  
(State or other  
jurisdiction of incorporation)

**001-32225**  
(Commission File Number)

**20-0833098**  
(I.R.S. Employer  
Identification Number)

**100 Crescent Court,**  
**Suite 1600**  
**Dallas, Texas**  
(Address of principal  
executive offices)

**75201-6927**  
(Zip code)

Registrant's telephone number, including area code: **(214) 871-3555**

**Not applicable**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01. Other Events.**

**SUPPLEMENTAL CONSOLIDATING FINANCIAL INFORMATION**

Attached as Exhibit 99.1 are the consolidated financial statements of Holly Energy Partners, L.P. ( HEP ) for the year ended December 31, 2004 and the consolidated financial statements for the three months ended March 31, 2005.

In February and June 2005, HEP, as issuer, its wholly-owned subsidiary Holly Energy Finance Corp., as co-issuer ( Finance Corp. , and together with the HEP, the Issuers ), and each of its other wholly-owned subsidiaries, as guarantors (the Guarantors ), completed private offerings totaling \$185 million principal amount of ~~7~~4% senior notes due 2015 (the Senior Notes ), to qualified institutional buyers in reliance on Rule 144A and to non-U.S. persons under Regulation S of the Securities Act of 1933. Each of the attached consolidated financial statements contains a note,

Supplemental Guarantor/Non-Guarantor Financial Information, which provides financial information reflecting HEP s separate accounts, the combined accounts of the Guarantors, the accounts of HEP s non-guarantor subsidiary, the combined consolidating eliminations and HEP s consolidated accounts for the dates and periods covered by each of the consolidated financial statements. This note does not appear in the consolidated financial statements included in HEP s Annual Report on Form 10-K for the year ended December 31, 2004 or HEP s Quarterly Report on Form 10-Q for the period ended March 31, 2005.

**Item 9.01 Financial Statements and Exhibits**

(c) Exhibits

- 99.1 Holly Energy Partners, L.P. Consolidated Financial Statements for the three month period ended March 31, 2005 and Consolidated Financial Statements for the year ended December 31, 2004.\*

\* Filed herewith.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

**HOLLY ENERGY PARTNERS, L.P.**

By: **HEP Logistics Holdings, L.P.**  
its General Partner

By: **Holly Logistic Services, L.L.C.**  
its General Partner

By: /s/ P. Dean Ridenour  
P. Dean Ridenour  
Vice President and Chief  
Accounting Officer

Date: July 26, 2005

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**EXHIBIT INDEX**

**Exhibit  
Number**

**Exhibit Title**

99.1 Holly Energy Partners, L.P. Consolidated Financial Statements for the three month period ended March 31, 2005 and Consolidated Financial Statements for the year ended December 31, 2004.