EDGAR pro
by EDGAR Online

HF SINCLAIR CORP

Filed by

REH ADVISORS INC.

FORM SC 13D/A

(Amended Statement of Beneficial Ownership)

Filed 11/10/26

Address	2323 VICTORY AVENUE SUITE 1400 DALLAS, TX, 75219
Telephone	214-954-6696
CIK	0001915657
Symbol	DINO
SIC Code	4610 - Pipe Lines (No Natural Gas)
Industry	Oil & Gas Refining and Marketing
Sector	Energy
Fiscal Year	12/31

Powered By EDGAR Online
https://www.edgar-online.com
© Copyright 2026, EDGAR Online LLC, a subsidiary of OTC Markets Group. All Rights Reserved.
Distribution and use of this document restricted under EDGAR Online LLC, a subsidiary of OTC Markets Group, Terms of Use.

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934

(Amendment No. 29)

HF Sinclair Corporation

(Name of Issuer)

Common Stock

(Title of Class of Securities)

403949100

(CUSIP Numbers)

REH Advisors Inc.
Attn: General Counsel, 2800 West Lincolnway
Cheyenne, WY, 82009
(801) 524-2752

David P. Oelman
Vinson & Elkins LLP, 845 Texas Avenue, Suite 4700
Houston, TX, 77002
(713) 758-2222

Michael S. Telle
Vinson & Elkins LLP, 845 Texas Avenue, Suite 4700
Houston, TX, 77002
(713) 758-2222

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

10/29/2026

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. ☐

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D/A

CUSIP Number(s):	403949100

1	**Name of reporting person** REH Advisors Inc.	
2	**Check the appropriate box if a member of a Group (See Instructions)** ☐ (a) ☐ (b)	
3	**SEC use only**	
4	**Source of funds (See Instructions)** OO	
5	**Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)** ☐	
6	**Citizenship or place of organization** WYOMING	
Number of Shares Beneficially Owned by Each Reporting Person With:	**7**	**Sole Voting Power:** 0.00
	8	**Shared Voting Power:** 4,431,662.00
	9	**Sole Dispositive Power:** 0.00
	10	**Shared Dispositive Power:** 4,431,662.00
11	**Aggregate amount beneficially owned by each reporting person** 4,431,662.00	
12	**Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)** ☐	
13	**Percent of class represented by amount in Row (11)** 2.7 %	
14	**Type of Reporting Person (See Instructions)** CO	

Comment for Type of Reporting Person: * Calculation of percentage based on a total of 171,371,164 shares of Common Stock (as defined below) outstanding as of October 22, 2026, as reported by the Issuer (as defined below) in its Quarterly Report on Form 10-Q, filed with the Securities and Exchange Commission (the "SEC") on October 28, 2026, less the Common Stock acquired by the Issuer pursuant to the Twenty-Fourth Repurchase Transaction and the Twenty-Fifth Repurchase Transaction (each as defined below).
(1) The Reporting Person is the primary and direct beneficial owner of the 4,431,662 shares indicated above, and the board of directors of the Reporting Person has all voting and investment power with respect to such shares.

Explanatory Note: This Amendment is being filed late due to an administrative delay in obtaining the Reporting Person's EDGAR filing credentials.

SCHEDULE 13D/A

Item 1. Security and Issuer

(a) Title of Class of Securities:

Common Stock

(b) Name of Issuer:

HF Sinclair Corporation

(c) Address of Issuer's Principal Executive Offices:

2323 Victory Avenue, Suite 1400, Dallas, TEXAS , 75219.

Item 1 Comment: This Amendment No. 29 (this "Amendment") supplements the information set forth in the Schedule 13D originally filed by REH Company (f/k/a The Sinclair Companies), a Wyoming corporation (the "Reporting Person"), and Carol Orme Holding (who has ceased to be a reporting person) with the SEC, as amended from time to time (the "Schedule 13D"), relating to the common stock, par value $0.01 per share ("Common Stock"), of HF Sinclair Corporation, a Delaware corporation (the "Issuer").

The information set forth in response to each separate Item below shall be deemed to be a response to all Items where such information is relevant. The Schedule 13D is hereby supplementally amended as follows:

Item 4. Purpose of Transaction

The information contained in the explanatory note and Items 3 and 6 of the Schedule 13D is incorporated herein by reference.

On October 29, 2026, the Issuer entered into a Stock Purchase Agreement (the "Twenty-Third Purchase Agreement") with the Reporting Person to repurchase 2,350,000 shares of Common Stock, for $109.37 per share, for the aggregate purchase price of $257,019,500 in a privately negotiated transaction (the "Twenty-Fourth Repurchase Transaction"). The Twenty-Fourth Repurchase Transaction closed on November 3, 2026. The foregoing description of the Twenty-Third Purchase Agreement does not purport to be complete and is qualified in its entirety by reference to the full text of the Twenty-Third Purchase Agreement, which is filed as Exhibit 10.25 hereto and is incorporated herein by reference.

On November 3, 2026, the Issuer entered into a Stock Purchase Agreement (the "Twenty-Fourth Purchase Agreement") with the Reporting Person to repurchase 2,100,000 shares of Common Stock, for $110.81 per share, for the aggregate purchase price of $232,701,000 in a privately negotiated transaction (the "Twenty-Fifth Repurchase Transaction"). The Twenty-Fifth Repurchase Transaction closed on November 6, 2026. The foregoing description of the Twenty-Fourth Purchase Agreement does not purport to be complete and is qualified in its entirety by reference to the full text of the Twenty-Fourth Purchase Agreement, which is filed as Exhibit 10.26 hereto and is incorporated herein by reference.

As previously reported, the Reporting Person has sold its Common Stock from time to time in both open market sales and sales to the Issuer. Subject to the terms of the Stockholders Agreement, the Reporting Person may engage in such sales, but the Reporting Person may both acquire additional Common Stock or dispose of any or all of the Common Stock, in each case, depending upon an ongoing evaluation of the investment in the Common Stock, prevailing market conditions, other investment opportunities, other investment considerations and/or other factors. The Reporting Person evaluates its investments in the Common Stock on a continual basis.

Item 5. Interest in Securities of the Issuer

(a) (a.) - (b.) The aggregate number and percentage of Common Stock beneficially owned by the Reporting Person (on the basis of a total of 171,371,164 shares of Common Stock outstanding as of October 22, 2026, as reported in the Issuer's Quarterly Report on Form 10-Q, filed with the SEC on October 28, 2026, less the Common Stock acquired by the Issuer pursuant to the Twenty-Fourth Repurchase Transaction and the Twenty-Fifth Repurchase Transaction) are as follows:

A. REH Advisors Inc.

i. Amount beneficially owned: 4,431,662

Percentage: 2.7%

a. Sole power to vote or to direct the vote: 0

b. Shared power to vote or to direct the vote: 4,431,662

c. Sole power to dispose or to direct the disposition of: 0

d. Shared power to dispose or to direct the disposition of: 4,431,662

(c) To the best knowledge of the Reporting Person, no transactions were effected by the Reporting Person during the past 60 days other than the transactions described herein.

(d) No other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, any of the Common Stock beneficially owned by the Reporting Person, other than as described herein.

(e) On October 29, 2026, the Reporting Person ceased to be the beneficial owner of more than 5% of the Common Stock.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer

The information contained in the explanatory note and Items 3 and 4 of the Schedule 13D is incorporated herein by reference.

Item 7. Material to be Filed as Exhibits.

Exhibit 10.25 Stock Purchase Agreement, dated as of October 29, 2026, by and among HF Sinclair Corporation and REH Advisors Inc. (incorporated by reference to Exhibit 10.1 to the Issuer's Current Report on Form 8-K (File No. 001-41325) filed on October 30, 2026).
Exhibit 10.26 Stock Purchase Agreement, dated as of November 3, 2026, by and among HF Sinclair Corporation and REH Advisors Inc. (incorporated by reference to Exhibit 10.1 to the Issuer's Current Report on Form 8-K (File No. 001-41325) filed on November 5, 2026).

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.

REH Advisors Inc.

Signature: **/s/ Ross B. Matthews**

Name/Title: **Ross B. Matthews, Chair of the Board**

Date: **11/10/2026**