LPL Financial Holdings Inc.

Form 4

March 10, 2015

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 

Expires:

3235-0287 Number: January 31,

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obligations

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Common

Stock

03/06/2015

(Print or Type Responses)

1. Name and A Arnold Dan	Person *	2. Issuer Name <b>and</b> Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer				
					oldings Inc. [LPLA]	(Che	eck all applicable	e)	
(Last)	(First) (	Middle)	3. Date of	Earliest Tra	ansaction				
			(Month/Da	ay/Year)		Director		6 Owner	
C/O LPL FI	DINGS	03/06/2015			X Officer (give title Other (specify				
INC., 75 ST					below) below) Chief Financial Officer				
(Street)			4. If Amer	ndment, Dat	te Original	6. Individual or Joint/Group Filing(Check			
			Filed(Mon	th/Day/Year)		Applicable Line) _X_ Form filed by	1 0		
BOSTON, N					Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table	I - Non-D	erivative Securities Acc	quired, Disposed	of, or Beneficia	lly Owned	
1.Title of	2. Transaction Da	te 2A. Dee	emed	3.	4. Securities	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year	) Execution	on Date, if	Transactio	onAcquired (A) or	Securities	Form: Direct	Indirect	
(Instr. 3)		any		Code	Disposed of (D)	Beneficially	(D) or	Beneficial	
		(Month/	'Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership	
						Following	(Instr. 4)	(Instr. 4)	
					(A)	Reported			
					or	Transaction(s)			
				Code V	Amount (D) Price	(Instr. 3 and 4)			

Code V

A

Amount

3,622

(1)

(D)

Price

\$0

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

183,617 (2)

D

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

#### Edgar Filing: LPL Financial Holdings Inc. - Form 4

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execution Date, if TransactionDerical Transaction Derical Transaction Tran		Securities Acquired (A) or Disposed of	Derivative Expiration Date (Month/Day/Year Acquired (A) or Disposed of D)  Instr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to purchase Common Stock	\$ 45.55	03/06/2015		A	25,362	<u>(3)</u>	03/06/2025	Common Stock	25,362

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

Arnold Dan H. C/O LPL FINANCIAL HOLDINGS INC. 75 STATE STREET BOSTON, MA 02109

Chief Financial Officer

## **Signatures**

/s/ Dan H. 03/10/2015 Arnold

\*\*Signature of Date
Reporting Person

## **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).
- These shares represent restricted stock units. Each restricted stock unit represents a contingent right to receive one share of common stock (1) on the applicable vesting date. These restricted stock units will vest ratably on each of March 6, 2016, March 6, 2017 and March 6, 2018. Vested shares will be issued to the reporting person as soon as practicable after the applicable vesting date.
- Consists of (i) 168,684 shares of Common Stock; (ii) 2,189 restricted stock units that vest ratably on February 24, 2016 and February 24, 2017; (iii) 9,122 restricted stock units that vest in full on February 24, 2017; and (iv) the reported restricted stock units on this Form 4.
- (3) This option becomes exercisable in three equal annual installments on each of March 6, 2016, March 6, 2017 and March 6, 2018.

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.

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