

SULLIVAN THOMAS D

Form 4

May 26, 2011

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SULLIVAN THOMAS D

2. Issuer Name **and** Ticker or Trading
Symbol
Lumber Liquidators Holdings, Inc.
[LL]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
3000 JOHN DEERE ROAD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/25/2011

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Chairman of the Board; Founder

TOANO, VA 23168

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/25/2011		S		137,500	D	\$ 26.168 (1) (2)
							2,360,561

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

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form
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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 Beneficial Owned Following Reported Transaction (Instr. 6)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SULLIVAN THOMAS D 3000 JOHN DEERE ROAD TOANO, VA 23168	X		Chairman of the Board; Founder	

Signatures

E. Livingston B. Haskell,
Power-of-Attorney

05/26/2011

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) Weighted average sale price for prices ranging from \$26.00 to \$26.32. 20,300 shares were sold at \$26.00 per share; 2,200 shares were sold at \$26.01 per share; 3,800 shares were sold at \$26.02 per share; 5,700 shares were sold at \$26.03 per share; 800 shares were sold at \$26.08 per share; 2,400 shares were sold at \$26.09 per share; 514 shares were sold at \$26.10 per share; 3,702 shares were sold at \$26.11 per share; 9,533 shares were sold at \$26.12 per share; 400 shares were sold at \$26.13 per share; 10,551 shares were sold at \$26.14 per share; 5,200 shares were sold at \$26.15 per share; 5,400 shares were sold at \$26.16 per share; 40 shares were sold at \$26.18 per share; (continued in footnote 2)

(2) 1,300 shares were sold at \$26.19 per share; 1,550 shares were sold at \$26.20 per share; 600 shares were sold at \$26.21 per share; 1,960 shares were sold at \$26.22 per share; 3,106 shares were sold at \$26.23 per share; 4,550 shares were sold at \$26.24 per share; 13,617 shares were sold at \$26.25 per share; 5,144 shares were sold at \$26.26 per share; 15,183 shares were sold at \$26.27 per share; 600 shares were sold at \$26.28 per share; 200 shares were sold at \$26.29 per share; 18,307 shares were sold at \$26.30 per share; 343 shares were sold at \$26.31 per share; 500 shares were sold at \$26.32 per share.

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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