

TD AMERITRADE HOLDING CORP

Form 4

August 09, 2006

**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  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
RICKETTS J JOE

2. Issuer Name **and** Ticker or Trading  
Symbol  
TD AMERITRADE HOLDING  
CORP [AMTD]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

4211 SOUTH 102ND STREET

(Street)

OMAHA, NE 68127

(City)

(State)

(Zip)

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/07/2006

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

☐ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify  
below)  
Chairman

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

**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 Ownership Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	08/07/2006		P		42,128	A	\$ 75,330,711 17.54 (1)	D
Common Stock	08/07/2006		P		8,896	A	\$ 75,339,607 17.55 (1)	D
Common Stock	08/07/2006		P		23,522	A	\$ 75,363,129 17.56 (1)	D
Common Stock	08/07/2006		P		23,600	A	\$ 75,386,729 17.57 (1)	D
Common Stock	08/07/2006		P		10,100	A	\$ 75,396,829 17.59 (1)	D

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Common Stock	08/07/2006	P	73,049	A	\$ 17.6	75,469,878 (1)	D
Common Stock	08/07/2006	P	24,925	A	\$ 17.61	75,494,803 (1)	D
Common Stock	08/07/2006	P	26,200	A	\$ 17.62	75,521,003 (1)	D
Common Stock	08/07/2006	P	22,665	A	\$ 17.63	75,543,668 (1)	D
Common Stock	08/07/2006	P	16,586	A	\$ 17.64	75,560,254 (1)	D
Common Stock	08/07/2006	P	57,111	A	\$ 17.65	75,617,365 (1)	D
Common Stock	08/07/2006	P	98,526	A	\$ 17.66	75,715,891 (1)	D
Common Stock	08/07/2006	P	95,554	A	\$ 17.67	75,811,445 (1)	D
Common Stock	08/07/2006	P	120,760	A	\$ 17.68	75,932,205 (1)	D
Common Stock	08/07/2006	P	83,667	A	\$ 17.69	76,015,872 (1)	D
Common Stock	08/07/2006	P	97,858	A	\$ 17.7	76,113,730 (1)	D
Common Stock	08/07/2006	P	34,150	A	\$ 17.71	76,147,880 (1)	D
Common Stock	08/07/2006	P	132,455	A	\$ 17.72	76,280,335 (1)	D
Common Stock	08/07/2006	P	68,954	A	\$ 17.73	76,349,289 (1)	D
Common Stock	08/07/2006	P	35,091	A	\$ 17.74	76,384,380 (1)	D
Common Stock	08/07/2006	P	28,451	A	\$ 17.75	76,412,831 (1)	D
Common Stock	08/07/2006	P	56,050	A	\$ 17.76	76,468,881 (1)	D
Common Stock	08/07/2006	P	54,704	A	\$ 17.77	76,523,585 (1)	D
Common Stock	08/07/2006	P	32,100	A	\$ 17.78	76,555,685 (1)	D
Common Stock	08/08/2006	P	4,815	A	\$ 17.85	76,560,500 (1)	D
	08/08/2006	P	525	A			D

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Common Stock					\$ 17.91	76,561,025 <sup>(1)</sup>	
Common Stock	08/08/2006	P	56,035	A	\$ 17.92	76,617,060 <sup>(1)</sup>	D
Common Stock	08/08/2006	P	600	A	\$ 17.93	76,617,660 <sup>(1)</sup>	D
Common Stock	08/08/2006	P	3,310	A	\$ 17.94	76,620,970 <sup>(1)</sup>	D
Common Stock	08/08/2006	P	81,787	A	\$ 17.95	76,702,757 <sup>(1)</sup>	D

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

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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)

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 Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RICKETTS J JOE 4211 SOUTH 102ND STREET OMAHA, NE 68127	X	X	Chairman	

## Signatures

/s/J. Joe Ricketts  
08/09/2006

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) Includes shares jointly owned by Mr. Ricketts and his spouse.

### Remarks:

Two of four.

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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