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

LPL Financ Form 4 February 14	ial Holdings Inc.										
	FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								OMB APPROVAL		
	UNITED	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									
Check ti if no lor subject Section Form 4 Form 5 obligation <i>See</i> Inst 1(b).	nger to 16. or Filed pur ons ntinue.	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								xpires: January 31, 2005 stimated average urden hours per sponse 0.5	
(Print or Type	Responses)										
1. Name and Moore Rot	2. issuer raune und riener or ridding					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last)	(First) (A						an approacto)				
C/O LPL F INC., 75 S						Director 10% Owner _X Officer (give title Other (specify below) President & COO					
				ed(Month/Day/Year) A				. Individual or Joint/Group Filing(Check applicable Line) X_Form filed by One Reporting Person			
BOSTON,	MA 02109						Pe	Form filed by Mo erson	ore than One Rep	oorting	
(City)	(State)	(Zip)	Table I - No	on-De	erivative S	ecurit	ties Acquir	ed, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution D any	Date, if Transa Code //Year) (Instr.	if Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) r) (Instr. 8) Securities Owners Beneficially Form: Owned Direct (I Following or Indirect Reported (I)			Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common Stock	02/12/2014		S	3	30,000	D	\$ 52	10,000	D		
Common Stock	02/14/2014		М	1	129,999	А	\$ 19.74	139,999	D		
Common Stock	02/14/2014		S	9	99,993	D	\$ 53.286 (1)	40,006	D		

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

Persons who respond to the collection of<br/>information contained in this form are not<br/>required to respond unless the formSEC 1474<br/>(9-02)

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# displays a currently valid OMB control number.

## 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. Transactio Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to purchase common stock	\$ 19.74	02/14/2014		М		129,999	<u>(2)</u>	06/12/2019	Common Stock	129,999

### **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships							
	Director	10% Owner	Officer	Other				
Moore Robert J. C/O LPL FINANCIAL HOLDINGS INC. 75 STATE STREET BOSTON, MA 02109			President & COO					
Signatures								
/s/ Gregory M. Woods, as attorney-in-fact	02/14	4/2014						
<u>**</u> Signature of Reporting Person	Da	ate						
Environment of Deserves								

## **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) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$53.04 to \$53.70, inclusive. The reporting person undertakes to provide to LPL Financial Holdings Inc., any security holder of LPL Financial Holdings Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote (1) to this Form 4.

(2) Fully vested as of June 12, 2012

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.