

SULLIVAN THOMAS D
Form 4
November 17, 2011

FORM 4

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

OMB APPROVAL

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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

(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)
11/15/2011

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

TOANO, VA 23168

(City) (State) (Zip)

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

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	11/15/2011		S		94,820	D	\$ 17.0745	1,832,711	D
							(1) (2)		
Common Stock	11/16/2011		S		16,000	D	\$ 17.048	1,816,711	D
							(3)		

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

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(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 Owned Following Transaction (Instr. 6)
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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

Thomas D. Sullivan 11/17/2011

__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) Average weighted sale price for prices ranging from \$17.00 to \$17.20. 100 shares were sold at \$17.115 per share; 189 shares were sold at \$17.0729 per share; 300 shares were sold at each of the following prices: \$17.01 and \$17.0629; 317 shares were sold at \$17.0229 per share; 419 shares were sold at \$17.18 per share; 488 shares were sold at \$17.0529 per share; 600 shares were sold at each of the following prices: \$17.1329 and \$17.17; 883 shares were sold at \$17.04 per share; 1,231 shares were sold at \$17.15 per share; 1,355 shares were sold at \$17.14 per share; 1,364 shares were sold at \$17.09 per share; 3,350 shares were sold at \$17.08 per share; 3,600 shares were sold at \$17.20 per share; 3,895 shares were sold at \$17.11 per share; 3,985 shares were sold at \$17.07 per share; 4,200 shares were sold at \$17.13 per share; 4,948 shares were sold at \$17.02 per share; 4,972 shares were sold at \$17.03 per share; 6,791 shares were sold at \$17.12 per share (continued in Footnote 2).

(2) (Continued from Footnote 1) 8,022 shares were sold at \$17.00 per share; 8,212 shares were sold at \$17.06 per share; 13,171 shares were sold at \$17.10 per share; and 21,528 shares were sold at \$17.05 per share.

(3) Average weighted sale price for prices ranging from \$17.00 to \$17.12. 22 shares were sold at \$17.07 per share; 400 shares were sold at each of the following prices: \$17.02 and \$17.12; 500 shares were sold at \$17.01 per share; 700 shares were sold at \$17.015 per share; 1,100 shares were sold at \$17.025 per share; 1,700 shares were sold at \$17.10 per share; 2,200 shares were sold at \$17.05 per share; 4,300 shares were sold at \$17.09 per share; and 4,678 shares were sold at \$17.00 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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