

Arnold Dan H.
Form 4
August 03, 2018

FORM 4

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

OMB APPROVAL

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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 *
Arnold Dan H.

(Last) (First) (Middle)

C/O LPL FINANCIAL HOLDINGS INC., 75 STATE STREET, 22ND FLOOR

(Street)

BOSTON, MA 02109

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

LPL Financial Holdings Inc. [LPLA]

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

08/01/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
President & CEO

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 or Price		
Common Stock	08/01/2018		M		10,000 A \$ 22.08	239,760.94	D
Common Stock	08/01/2018		S ⁽¹⁾		6,000 D \$ 66.9 ⁽²⁾	233,760.94	D
Common Stock	08/01/2018		M		3,226 A \$ 34.61 ⁽³⁾	236,986.94	D

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

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- Consists of (i) 191,064.94 shares of Common Stock; (ii) 4,002 restricted stock units that vest on February 25, 2019; (iii) 3,111 restricted
- (3) stock units that vest in full on February 25, 2019; and (iv) 38,809 restricted stock units that vest ratably on each of February 13, 2020, February 13, 2021 and February 13 2022.
 - (4) This option became exercisable in five installments, beginning September 14, 2010, which was the first anniversary of the date on which it was granted. The option became fully vested on September 14, 2014.
 - (5) This option became exercisable in five installments, beginning December 22, 2011, which was the first anniversary of the date on which it was granted. The option became fully vested on December 22, 2015.

Remarks:

The signatory is signing on behalf of Dan H. Arnold pursuant to a Power of Attorney dated March 15, 2017.

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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