### Edgar Filing: Casady Mark S - Form 4

Casady Mar Form 4 August 16, 1 FORN Check th if no lor subject to Section Form 4 Form 5 obligation may cor See Inst 1(b).	2012 <b>A 4</b> UNITED S his box los to 16. or Signer 16. or Filed pursu Section 17(a)	ENT OI uant to S ) of the l	Wa F CHAN Section 1 Public U	shingt IGES SEC 6(a) o tility I	ton, IN CUR of th Hold	, D.C. 205 BENEFI RITIES e Securitio	<b>49</b> CIAL es Exe pany	<b>OWN</b> change Act of 1	OMMISSION ERSHIP OF Act of 1934, 935 or Section	OMB Number: Expires: Estimated a burden hour response			
(Print or Type	Responses)												
Casady Mark S Symbol						l Ticker or T oldings In	-	I	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)(First)(Middle)3. Date of (Month/C/O LPL FINANCIAL HOLDINGS08/16/2INC., 75 STATE STREET				Day/Yea		ransaction		-	_X_ Director 10% Owner _X_ Officer (give title Other (specify below) below) Chairman & Chief Exec. Officer				
BOSTON,	(Street) MA 02109		4. If Ame Filed(Mo			ate Original		- -	5. Individual or Joi Applicable Line) X_ Form filed by Ou Form filed by Mo Person	ne Reporting Per	rson		
(City)	(State) (Z	Zip)	Tab	le I - No	on-E	Derivative S	ecuriti		red, Disposed of,	or Beneficiall	y Owned		
1.Title of Security (Instr. 3)		2A. Deem Execution any (Month/D	ed Date, if	3.	actio 8)		es Acqu d of (D	uired (A)	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)		
Common Stock	03/02/2012			G	V	30,000	D	\$0	1,190,133	D			
Common Stock	03/02/2012			G	V	7,800	D	\$0	1,182,333	D			
Common Stock	08/16/2012			S		142,662	D	\$ 28.63 (1)	1,039,671	D			
Common Stock									49,071 <u>(2)</u>	Ι	Held through GRAT (3)		

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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 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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration Da	ate	Amoun	t of	Derivative	Deriv
Security or Exercis (Instr. 3) Price of Derivative Security			any (Month/Day/Year)	Code (Instr. 8)	of			Underlying Securities (Instr. 3 and 4)	(Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title N	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address		Relationships							
			10% Owner	Officer	Other				
Casady Mark S C/O LPL FINANCIAL HOLDINGS INC. 75 STATE STREET BOSTON, MA 02109		Х		Chairman & Chief Exec. Officer					
Signatures									
/s/ Mark S. Casady	08/16/2012								

<u>\*\*</u>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).

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$28.48 to \$29.02, inclusive. The reporting person undertakes to provide to LPL Financial Holdings Inc., any security holder of LPL Financial

- (1) 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) The Reporting Person previously reported an indirect interest in an aggregate of 92,000 shares held by two trusts. The Reporting Person disclaims beneficial ownership of such shares and no longer reports an interest in such shares.

(3)

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The Reporting Person holds these shares through the Mark S. Casady 2010 Grantor Retained Annuity Trust and disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein.

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.