LPL Financial Holdings Inc.

Form 4

October 02, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * DINH VIET D

2. Issuer Name and Ticker or Trading Symbol

LPL Financial Holdings Inc. [LPLA]

5. Relationship of Reporting Person(s) to

Issuer

below)

(Last) (First)

(Middle)

(Zin)

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

_X__ Director 10% Owner

Officer (give title

(Check all applicable)

Other (specify

C/O LPL FINANCIAL HOLDINGS INC., 75 STATE STREET, 24TH

(Street)

(State)

FLOOR

4. If Amendment, Date Original

Filed(Month/Day/Year)

10/01/2015

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

BOSTON, MA 02109

(City)

(City)	(State) (Table	e I - Non-D	erivative	Secur	ities Acqu	uired, Disposed of	f, or Beneficiall	y Owned
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if		4. Securities Acquired on(A) or Disposed of (D)			5. Amount of Securities	6. Ownership Form: Direct	Indirect
(Instr. 3)		any (Month/Day/Year)	Code (Instr. 8)	(Instr. 3, 4 and 5)		Beneficially Owned Following	(D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
			Code V	A	(A) or	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	10/01/2015		Code V A	Amount 1,925 (1)	(D)	\$ 39.39	1,925	D	
Common Stock	10/01/2015		A	962 (2)	A	\$ 39.39	2,887	D	

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title o	of 2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title	and	8. Price of	9. Nu
Derivativ	ve Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amoun	it of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date Exercisable	r	of			
				C + V	(A) (D)						
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

DINH VIET D C/O LPL FINANCIAL HOLDINGS INC. 75 STATE STREET, 24TH FLOOR BOSTON, MA 02109



Signatures

/s/ David P. Bergers, as attorney-in-fact 10/02/2015

**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) These shares represent restricted stock that was granted under the Issuer's Amended and Restated 2010 Omnibus Equity Incentive Plan. This restricted stock will vest in full on May 12, 2016.
- The reporting person elected to receive these shares in lieu of the cash portion of the annual retainer under the issuer's non-employee director compensation policy.

Remarks:

The signatory is signing on behalf of Viet D. Dinh pursuant to a Power of Attorney dated August 31, 2015, which was previous 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.

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