Instruction 1(b).

FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. 20549 |  |
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** 3235-0287 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person*     Glavin William Francis Jr |  |  |  |                           |        | 2. Issuer Name and Ticker or Trading Symbol  LPL Financial Holdings Inc. [ LPLA ] |   |       |   |                    |   |        |                   |  | ck all app   | licable) | ng Person(s) to Is   |   |        |  |  |
|---|--|--|--|---------------------------|--------|---|---|-------|---|--------------------|---|--------|-------------------|--|--|----------|--|---|--------|--|--|
| (Last)<br>C/O LPL   | `  | rst) (M<br>AL HOLDINGS                     | Middle)                                    |                           |        | 3. Date of Earliest Transaction (Month/Day/Year) 08/28/2020                       |   |       |   |                    |   |        |                   |  | below  |          |  | below)  | эреспу |  |  |
| 4707 EXECUTIVE DRIVE  |  |  |  |                           |        | 4. If Amendment, Date of Original Filed (Month/Day/Year)                          |   |       |   |                    |   |        |                   |  | 6. Individual or Joint/Group Filing (Check Applicable Line)                                      |          |  |   |        |  |  |
| (Street)<br>SAN DII   | EGO CA   | A 9  | 2121                                       |                           |        |   |   |       |   |                    |   |        |                   | 1 7  | X Form filed by One Reporting Person Form filed by More than One Reporting Person                |          |  |   |        |  |  |
| (City)  | (St  | ate) (Z                                    | Ľip)                                       |                           |        |   |   |       |   |                    |   |        |                   |  |  |          |  |   |        |  |  |
|   |  | Table                                      | I - Non                                    | -Deriva                   | tive S | Secu  | rities  | s Acq | uired,  | Dis                | osed of   | , or E | Bene              | ficial   | ly Own   | ed       |  |   |        |  |  |
| 1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)       |  |  |  | Execution (y/Year) if any |        |   | Deemed<br>ecution Date,<br>ny<br>onth/Day/Year) |       | 3.<br>Transaction<br>Code (Instr.<br>8) 4. Securi<br>Disposed<br>5) |                    |   |        |                   | Benefic  | ies<br>cially<br>Following   | Form     | : Direct<br>r Indirect<br>str. 4)  | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |        |  |  |
|   |  |  |  |                           |        |   |   |       | v   | Amount             | (A)<br>(D)  | or F   | Price             | Transaction(s)   |  |          |  | (111511.4)  |        |  |  |
| Common Stock 08/28/2  |  |  |  | 2020                      |        |   |   | A     |   | 8(1)               | A   | A      | \$ <mark>0</mark> | 16,671   |  |          | D  |   |        |  |  |
| Common  | Common Stock 08/28/  |  |  |                           | ′2020  |   |   |       | A   |                    | 39(2)   | A      | A                 | \$ <mark>0</mark>  | \$0 16,710   |          | D  |   |        |  |  |
|   | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |  |  |                           |        |   |   |       |   |                    |   |        |                   |  |  |          |  |   |        |  |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                 | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security  | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deen<br>Executio<br>if any<br>(Month/D | n Date,                   |        | nsaction of   |   |       | 6. Date  <br>Expirati<br>(Month/                                    |                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Inst<br>3 and 4) |        | str.              | . Price of<br>Perivative<br>Pecurity<br>Pecurity<br>Pecurity | 9. Number of derivative Securities Beneficially Owned Following Reported Transactions (Instr. 4) | y G      | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | Beneficial<br>Ownership<br>t (Instr. 4)                           |        |  |  |
|   |  |  |  |                           | Code   |   |   |       |   | Expiration<br>Date | or<br>Numb<br>of<br>Title Share   |        |                   |  |  |          |  |   |        |  |  |

## **Explanation of Responses:**

- 1. Represents stock units granted under the Issuer's Amended and Restated 2010 Omnibus Equity Incentive Plan (the "2010 Plan"). Each stock unit represents the right to receive one share of common stock and is scheduled to vest in full on May 4, 2021. The reporting person was previously granted stock units that were subject to a written deferral election under the Issuer's Non-Employee Director Deferred Compensation Plan (the "DDCP"), which stock units are scheduled to vest in full on May 4, 2021. The stock units reported hereby were credited to the reporting person's DDCP account in connection with a quarterly cash dividend that was paid on shares of common stock.
- 2. Represents stock units granted under the 2010 Plan. Each stock unit represents the right to receive one share of common stock and is fully vested. The reporting person was previously granted stock units that were subject to a written deferral election under the DDCP, which stock units are fully vested as of the date hereof. The stock units reported hereby were credited to the reporting person's DDCP account in connection with a quarterly cash dividend that was paid on shares of common stock.

## Remarks:

The signatory is signing on behalf of William F. Glavin, Jr. pursuant to a Power of Attorney dated May 16, 2017.

/s/ Gregory M. Woods, attorney-in-fact

09/01/2020

\*\* Signature of Reporting Person Date

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.