## FORM 4

obligations may continue. See Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

Washington,	D.C.	20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Check this box if no longer subject to Section 16. Form 4 or Form 5

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

Name and Address of Reporting Person*     Kalbaugh John Andrew					2. Issuer Name <b>and</b> Ticker or Trading Symbol  LPL Financial Holdings Inc. [ LPLA ]								(Ch	5. Relationship of Reporting Person(s) to Iss (Check all applicable) Director 10% Over 10, Other (s)				
(Last) (First) (Middle) C/O LPL FINANCIAL HOLDINGS INC.						3. Date of Earliest Transaction (Month/Day/Year) 02/24/2015									w) ``	below		
N M	Α (			4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								Line	S. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person				
	Tabl	e I - No	n-Deriv	ative	Se	curitie	s Acc	quired,	Dis	posed o	f, or	Bene	ficial	ly Owne	ed			
Date					ar) l	Execution Date, f any		Transaction Disposed Code (Instr. 5)		ies Acc Of (D)	quired (/ (Instr. 3	A) or , 4 and	Securi Benefi Owner	ities icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
								Code	v	Amount	(A (D	i) or	Price	Transa	action(s)		(Instr. 4)	
Stock			02/24	1/2015	5			F		235		D	\$45.5					
Stock			02/25	5/2015	5			F		1,055		D	\$45.4	\$45.46 6,721 <sup>(1)</sup> D				
	Та													Owned				
2. Conversion or Exercise Price of Derivative Security	conversion r Exercise (Month/Day/Year) Executif any (Month/erivative	Execution if any	Date,		Code (Instr.		Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		n Date	e ar)	Amour		rr. 3	Derivative Security	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	gh John A  (Fin FINANCIA E STREET,  N M.  (St  Security (Inst  Stock  Stock  2.  Conversion or Exercise Price of Derivative	gh John Andrew  (First) ( FINANCIAL HOLDINGS E STREET, 24TH FLOOR  N MA ( State) ( Table  Security (Instr. 3)  Stock  Stock  Ta  2. Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) (First) (Middle) (FINANCIAL HOLDINGS INC. E STREET, 24TH FLOOR  N MA 02109  (State) (Zip)  Table I - Note that the security (Instr. 3)  Stock  Stock  Table II - I ( 2. Conversion or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Year)  2. (Month/Day/Year) (Month/Day/Year)	(First) (Middle)  FINANCIAL HOLDINGS INC.  E STREET, 24TH FLOOR  N MA 02109  (State) (Zip)  Table I - Non-Derive (Month/I)  Security (Instr. 3)  2. Trans Date (Month/I)  Stock 02/24  Stock 02/25  Table II - Derivate (e.g., properties of Derivative (Month/I)  [Month/Day/Year]  2. Table II - Derivate (e.g., properties of Derivative (Month/Day/Year)	gh John Andrew  (First) (Middle) 3. Description of Exercise Price of Derivative Security (Instr. 3)  (First) (Middle) 3. Description of Exercise Price of Derivative Security (Instr. 3)  (Middle) 2. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) 4. Transaction Description of Exercise Price of Derivative (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) 4. Transaction Description of Exercise Price of Derivative (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) 8. Deemed Execution Date, if any (Month/Day/Year) 8. Deemed Execution Date (Month/Day/Yea	gh John Andrew  (First) (Middle)  J. FINANCIAL HOLDINGS INC.  E STREET, 24TH FLOOR  A. If Ame  N. MA 02109  (State) (Zip)  Table I - Non-Derivative Se  Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  Stock  02/24/2015  Table II - Derivative Secure, puts, calls  Conversion or Exercise Price of Derivative Derivative Price of Derivative Derivative Price of Derivative Derivative Nonth/Day/Year)  [A. If Ame  3. Date of 02/24/2  4. If Ame  4. If Ame  3. Transaction Date (Month/Day/Year)  [A. If Ame  4. If Ame  4. If Ame  4. If Ame  5. If Ame  6. If Ame  7. If Ame  8. If Ame  8. If Ame  9. If A	gh John Andrew  (First) (Middle)  FINANCIAL HOLDINGS INC.  E STREET, 24TH FLOOR  Table I - Non-Derivative Securities (Month/Day/Year)  Stock  Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year))  Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year))  3. Date of Earlies 02/24/2015  4. If Amendment 2A. Deem Execution if any (Month/Day/Year)  Stock  Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year))  2. Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year))  Stock  Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year))  An Deemed Execution Date (Instr. Security)  (Month/Day/Year)  Security	gh John Andrew  (First) (Middle) 3. Date of Earliest Trans 02/24/2015  4. If Amendment, Date of Execution Date of Execution Date of Execution Date, if any (Month/Day/Year)  Table I - Non-Derivative Securities Acquired (e.g., puts, calls, warrants, Price of Derivative Security  Stock  1. Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, fi any (Month/Day/Year)  3. Date of Earliest Trans 02/24/2015  4. If Amendment, Date of Exercise Execution Date, if any (Month/Day/Year)  2. Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, fi any (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Date of Earliest Trans 02/24/2015  4. If Amendment, Date of Execution Date, if any (Month/Day/Year)  Execution Date, if any (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4	Conversion or Exercise   Conversion or Exerc	Code   Instr.   Ins	Conversion or Exercise   Conversion or Exerc	Conversion   Con	Conversion   Con	Characterist   Char	Check all age   Check all ag	Check all applicable   Director   Director   Officer (give title below)	Check all applicables   Chec	

## **Explanation of Responses:**

1. Consists of (i) 3,660 shares of Common Stock; (ii) 1,711 restricted stock units that vest ratably on February 22, 2016 and February 22, 2017; and (iii) 1,350 restricted stock units that vest ratably on February 24, 2016 and February 24, 2017.

## Remarks:

/s/ John Andrew Kalbaugh

02/26/2015

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.