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 | STATEM |
|-------------------------------------|--------|
| to Section 16. Form 4 or Form 5 | |
| obligations may continue. See | |

MENT 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

| 1. Name and Address of Reporting Person* <u>Thomas Corey E.</u> | | | | | 2. Issuer Name and Ticker or Trading Symbol LPL Financial Holdings Inc. [LPLA] | | | | | | | | (Cł | neck all app | ctor | | rson(s) to Is | | |
|---|--|--|---|---------|--|---|--------|--|------------------|--|--------------------|------------|---|----------------------------|---|--|--|---|------------|
| | _ | AL HOLDINGS | Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) 03/30/2021 Officer (give title below) | | | | | | | | | | | Other (s below) | specify | | |
| (Street) SAN DII | EGO CA | | 2121 | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | Lin | e) X Form Form | ' | | | | |
| (City) | (St | ate) (Z | Zip) | | | | | | | | | | | | | | | | |
| | | Table | I - Non | -Deriva | tive S | Secu | rities | Acq | uired, | Dis | posed of | , or E | 3ene | ficia | ally Own | ed | | | |
| 1. Title of Security (Instr. 3) 2. Transac Date (Month/Da | | | | | Exe if ar | Deemed lecution Date, any onth/Day/Year) | | 3. Transaction Code (Instr. 8) 4. Securiti Disposed 5) | | | | | nd Securit Benefic | ies cially Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | | | | | | Code | v | Amount | (A) (D) | (A) or (D) | | Transa | ction(s) 3 and 4) | | | (III3u. 4) |
| Common Stock 03/30/2 | | | | | 2021 | | | | A | | 4(1) | 1 | A | \$0 | 7,461 | | | D | |
| Common Stock 03/30/2 | | | | /2021 | | | | A | | 6 ⁽²⁾ | 1 | A | \$ <mark>0</mark> | 7,467 | | | D | | |
| | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deer Execution if any (Month/I | | Transaction Code (Instr. Sec Acc (A) Dis | | | osed) r. 3, 4 | 6. Date Expirati | ear) Securities Underlying Derivative Security (Ins 3 and 4) | | str. | 8. Price of Derivative Security (Instr. 5) | | y Ov Fo Dii or (I) | O. Dwnership Form: Direct (D) or Indirect I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | | Code | v | (A) | (D) | Date Exercisa | able | Expiration Date | Title | Amo or Num of Shar | ber | | | | | |

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 Corey E. Thomas pursuant to a Power of Attorney dated April 29, 2019.

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

04/01/2021

** 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.