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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

**Washington, DC 20549**

**FORM 8-K**

**CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934**

**November 21, 2014**

Date of report (date of earliest event reported)

**LPL Financial Holdings Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdictions of incorporation  
or organization)

**001-34963**

(Commission File Number)

**20-3717839**

(I.R.S. Employer Identification Nos.)

**75 State Street  
Boston MA 02109**

(Address of principal executive offices) (Zip Code)

**(617) 423-3644**

(Registrant's telephone number, including area code)

**N/A**

(Former Name or Former Address, if Changed since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrants under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

On November 21, 2014, H. Paulett Eberhart was elected as a director of LPL Financial Holdings Inc. (the "Company") and as a member of the audit committee of the board of directors of the Company (the "Board").

The Board has determined that Ms. Eberhart is independent under applicable standards of the Nasdaq Stock Market and Securities and Exchange Commission and is an "audit committee financial expert" as defined under Item 407 of Regulation S-K.

Pursuant to the Company's non-employee director compensation policy, Ms. Eberhart was granted 1,410 restricted shares of the Company's common stock on November 21, 2014. The restricted shares are scheduled to vest in full on November 21, 2016.

**Item 7.01 Regulation FD Disclosure**

A copy of the press release issued by the Company in connection with Ms. Eberhart's election is furnished with this Form 8-K and attached hereto as Exhibit 99.1.

Exhibit 99.1 shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities under that Section and shall not be deemed to be incorporated by reference into any filing of the Company under the Securities Act of 1933, as amended, or the Exchange Act.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

99.1 Press Release dated November 24, 2014 ("H. Paulett Eberhart Elected to LPL Financial Board of Directors")

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

LPL FINANCIAL HOLDINGS INC.

By: /s/ David P. Bergers

David P. Bergers

General Counsel

Dated: November 21, 2014



## For Immediate Release

### H. PAULETT EBERHART ELECTED TO LPL FINANCIAL BOARD OF DIRECTORS

*- Eberhart brings decades of operational and financial and accounting industry experience to Board and Audit Committee -*

**Boston, MA - Nov. 24, 2014** - LPL Financial LLC, the nation's largest independent broker-dealer\*, a custodian for registered investment advisors (RIAs), and a wholly owned subsidiary of LPL Financial Holdings Inc. (NASDAQ: LPLA), today announced that H. Paulett Eberhart has been elected to the LPL Financial Holdings Board of Directors and will serve on the Board's Audit Committee. This latest addition of talent and experience to the Board of Directors represents LPL's ongoing commitment to strong, independent corporate governance.

"I am pleased to welcome Paulett to the Board of Directors," said Mark Casady, chairman and CEO of LPL. "Paulett brings a wealth of executive experience from her years working in the data technology industry, as well as deep expertise in corporate governance. She will be a tremendous asset to our Board and Audit Committee, and I look forward to working alongside Paulett and our other board members as we continue our stewardship of LPL."

Ms. Eberhart joins the LPL Board of Directors from CDI Corporation where she was president and CEO from 2011 to 2014. Previously, Ms. Eberhart held positions as president and CEO of Invensys, chairman and CEO of HMS Ventures, and a variety of senior-level and executive positions at EDS Corporation. Ms. Eberhart began her career at M.D. Anderson Cancer Center after earning a B.S. in Business Administration from Bowling Green State University. She currently sits on the Board of Directors at Anadarko Petroleum Corporation and Cameron International Corporation.

"I am grateful for the opportunity to serve on the Board of Directors at LPL," said Ms. Eberhart. "LPL is changing the way that financial advisors do business with their independent platform and innovative technology solutions. I am looking forward to working with the Board of Directors and Chairman Mark Casady as we help guide LPL into its next chapter."

#### **About LPL Financial**

LPL Financial, a wholly owned subsidiary of LPL Financial Holdings Inc. (Nasdaq:LPLA), is a leader in the financial advice market and serves \$465 billion in retail assets. The Company provides proprietary technology, comprehensive clearing and compliance services, practice management programs and training, and independent research to more than 13,900 independent financial advisors and more than 700 banks and credit unions. LPL Financial is the nation's largest independent broker-dealer since 1996 (\*based on total revenues, Financial Planning magazine, June 1996-2014), is one of the fastest growing RIA custodians with \$84 billion in retail assets served as of September 30, 2014, and acts as an independent consultant to more than 40,000 retirement plans with approximately \$110 billion in retirement plan assets served. In addition, LPL Financial supports approximately 4,400 financial advisors licensed with insurance companies by providing customized clearing, advisory platforms and technology solutions. LPL Financial and its affiliates have 3,397 employees with primary offices in Boston, Charlotte, and San Diego. For more information, please visit [www.lpl.com](http://www.lpl.com).

Securities and Advisory Services offered through LPL Financial. A Registered Investment Advisor, Member FINRA/SIPC

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