

**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**

**January 5, 2026
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.)

4707 Executive Drive, San Diego, California 92121
(Address of principal executive offices) (Zip Code)

(800) 877-7210
(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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock - par value \$0.001 per share	LPLA	The Nasdaq Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter)

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On January 5, 2026, Somesh Khanna was elected as a director of LPL Financial Holdings Inc. (the “Company”) by the Company’s board of directors (the “Board”), effective immediately. The Board has determined that Mr. Khanna is independent under applicable listing standards of the Nasdaq Stock Market.

Mr. Khanna will be entitled to a pro-rated annual service retainer under the Company’s non-employee director compensation policy (“Policy”), as described in the compensation section of the Company’s proxy statement filed with the Securities and Exchange Commission on March 25, 2025. He will be awarded cash and restricted shares of the Company’s common stock on February 1, 2026, in amounts determined under the Policy. The restricted shares will vest in full on May 13, 2026.

Item 7.01 Regulation FD Disclosure.

A copy of the press release issued by the Company in connection with Mr. Khanna’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 January 8, 2026 \(“Somesh Khanna Elected to LPL Financial Board of Directors”\)](#)

104 Cover Page Interactive Data File (embedded within the Inline XBRL document).

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/ Robert S. Hatfield III

Name: Robert S. Hatfield III

Title: Secretary

Dated: January 8, 2026

Somesh Khanna Elected to LPL Financial Board of Directors

SAN DIEGO – January 8, 2026 – LPL Financial Holdings Inc. (Nasdaq: LPLA), a leading wealth management firm, today announced that Somesh Khanna has been elected to the company's board of directors as an independent director.

Khanna currently serves as a senior advisor at McKinsey & Company and is the executive co-chair of Apexon, a technology services firm specializing in artificial intelligence, data and digital-first solutions. He also serves on the boards of KeyCorp and Persado.

Khanna brings more than three decades of leadership experience in consulting and financial services, with deep expertise in digital strategy, organizational transformation and productivity-enhancing initiatives. During his tenure at McKinsey & Company, which began in 1998, he co-led the global banking and securities practice, led McKinsey Digital for financial services globally and served as managing partner of the New York office. Earlier in his career, Khanna was CEO of a digital business at eCredit, focused on trade receivables securitization in partnership with J.P. Morgan.

"Somesh brings extensive experience to the LPL board that directly applies to the firm's strong growth trajectory," said Jim Putnam, chair of the LPL board of directors. "His expertise in digital transformation, AI and data-driven strategic planning will be invaluable as we continue to innovate and meet the evolving needs of financial advisors, institutions and their clients."

"LPL plays a critical role in empowering financial professionals to help millions of Americans progress toward financial security," added Khanna. "It's a noble purpose and one that LPL has proven to lead across the industry. I'm honored to join the board and to lend my expertise in helping to drive the company's continued success."

Khanna holds a master's degree in management from Northwestern University's Kellogg School of Management, a postgraduate diploma in management from the Indian Institute of Management Calcutta and a bachelor's degree in chemical engineering from the Indian Institute of Technology New Delhi.

###

About LPL Financial

LPL Financial Holdings Inc. (Nasdaq: LPLA) is among the fastest growing wealth management firms in the U.S. As a leader in the financial advisor-mediated marketplace, LPL supports over 32,000 financial advisors and the wealth management practices of approximately 1,100 financial institutions, servicing and custodialing approximately \$2.3 trillion in brokerage and advisory assets on behalf of approximately 8 million Americans. The firm provides a wide range of advisor affiliation models, investment solutions, fintech tools and practice management services, ensuring that advisors and institutions have the flexibility to choose the business model, services, and technology resources they need to run thriving businesses. For further information about LPL, please visit www.lpl.com.

Member FINRA/SIPC

Securities and advisory services offered through LPL Financial LLC (“LPL Financial”) or its affiliate LPL Enterprise, LLC (“LPL Enterprise”), both registered investment advisers and broker-dealers. Members FINRA/SIPC.

Throughout this communication, the terms “financial advisors” and “advisors” are used to refer to registered representatives and/or investment advisor representatives affiliated with LPL Financial or LPL Enterprise.

We routinely disclose information that may be important to shareholders in the “Investor Relations” or “Press Releases” section of our website.

Media Contact:

Media.relations@LPLFinancial.com

(402) 740-2047

Tracking #845528

Member FINRA/SIPC