

#### **Financial Supplement**

Third Quarter 2014

**October 30, 2014** 

#### Safe harbor disclosure

Statements in this presentation regarding the Company's future financial and operating results, plans, strategies, goals, future growth and insured cash account portfolio, including income projections based on changes in interest rates, the Company's ability to realize benefits from rising interest rates, future fees from banks and future contract maturities, future cash sweep balances, as well as any other statements that are not related to present facts or current conditions or that are not purely historical, constitute forward-looking statements. These forward-looking statements are based on the Company's historical performance and its plans, estimates and expectations as of October 30, 2014. The words "anticipates," "believes," "expects," "may," "plans," "predicts," "will" and similar expressions are intended to identify forward-looking statements, although not all forward-looking statements contain these identifying words. Forward-looking statements are not quarantees that the future results, plans, intentions or expectations expressed or implied by the Company will be achieved. Matters subject to forward-looking statements involve known and unknown risks and uncertainties, including economic, legislative, regulatory, competitive and other factors, which may cause actual financial or operating results, levels of activity, or the timing of events, to be materially different than those expressed or implied by forward-looking statements. Important factors that could cause or contribute to such differences include: changes in general economic and financial market conditions, including retail investor sentiment; fluctuations in the value of advisory and brokerage assets; fluctuations in levels of net new advisory assets and the related impact on fee revenue; effects of competition in the financial services industry; changes in the number of the Company's financial advisors and institutions, and their ability to market effectively financial products and services; changes in interest rates and fees payable by banks participating in the Company's cash sweep programs, including the Company's success in negotiating agreements with current or additional counterparties; balances in the Company's cash sweep programs; the Company's strategy in managing program fees; the Company's strategy in managing contract maturities with banks that participate in the Company's cash sweep programs; changes in the growth of the Company's fee-based business; the Company's success in integrating the operations of acquired businesses; the effect of current, pending and future legislation, regulation and regulatory actions, including disciplinary actions imposed by securities regulators or self-regulatory organizations; and the other factors set forth in Part I, "Item 1A. Risk Factors" in the Company's 2013 Annual Report on Form 10-K and any subsequent SEC filings. Except as required by law, the Company specifically disclaims any obligation to update any forward-looking statements as a result of developments occurring after October 30, 2014, even if its estimates change, and you should not rely on those statements as representing the Company's views as of any subsequent date.

# LPL Financial Holdings Inc. Financial Highlights (Amounts in thousands, except per share data and where noted) (Unaudited)

|   | Three Month Quarterly Results |          |    |           |    |           |    |           |    |           |
|---|-------------------------------|----------|----|-----------|----|-----------|----|-----------|----|-----------|
|   | Q3 2014 Q2 2014               |          |    |           |    | Q1 2014   |    | Q4 2013   |    | Q3 2013   |
| REVENUES                                      |                               |          |    |           |    |           |    |           |    |           |
| Commission                                    | \$                            | 520,388  | \$ | 535,177   | \$ | 534,574   | \$ | 556,176   | \$ | 527,419   |
| Advisory                                      |                               | 340,369  |    | 330,394   |    | 327,253   |    | 308,931   |    | 299,101   |
| Asset-based                                   |                               | 121,283  |    | 118,537   |    | 114,674   |    | 112,272   |    | 107,447   |
| Transaction and fee                           |                               | 94,674   |    | 91,625    |    | 89,985    |    | 89,444    |    | 93,799    |
| Other   |                               | 12,520   |    | 16,996    |    | 20,945    |    | 27,107    |    | 25,446    |
| Net revenues                                  | 1                             | ,089,234 |    | 1,092,729 |    | 1,087,431 |    | 1,093,930 |    | 1,053,212 |
| EXPENSES                                      |                               |          |    |           |    |           |    |           |    |           |
| Production(1)                                 |                               | 758,091  |    | 763,991   |    | 756,718   |    | 773,811   |    | 736,195   |
| Compensation and benefits                     |                               | 106,290  |    | 104,821   |    | 106,348   |    | 101,650   |    | 102,310   |
| General and administrative                    |                               | 122,056  |    | 106,799   |    | 94,377    |    | 108,293   |    | 102,834   |
| Depreciation and amortization                 |                               | 24,519   |    | 23,818    |    | 22,281    |    | 22,052    |    | 21,432    |
| Restructuring charges                         |                               | 9,928    |    | 9,225     |    | 7,320     |    | 10,335    |    | 6,482     |
| Other   |                               |          |    |           |    |           |    | (15)      |    | 9,294     |
| Total operating expenses                      | 1                             | ,020,884 |    | 1,008,654 |    | 987,044   |    | 1,016,126 |    | 978,547   |
| Non-operating interest expense                |                               | 12,897   |    | 12,914    |    | 12,840    |    | 13,256    |    | 13,363    |
| Total expenses                                | 1                             | ,033,781 |    | 1,021,568 |    | 999,884   |    | 1,029,382 |    | 991,910   |
| INCOME BEFORE PROVISION FOR INCOME TAXES      |                               | 55,453   |    | 71,161    |    | 87,547    |    | 64,548    |    | 61,302    |
| PROVISION FOR INCOME TAXES                    |                               | 22,181   |    | 28,070    |    | 34,412    |    | 20,130    |    | 23,671    |
| NET INCOME                                    | \$                            | 33,272   | \$ | 43,091    | \$ | 53,135    | \$ | 44,418    | \$ | 37,631    |
| EARNINGS PER SHARE                            |                               |          |    |           |    |           |    |           |    |           |
| Basic   | \$                            | 0.33     | \$ | 0.43      | \$ | 0.52      | \$ | 0.44      | \$ | 0.36      |
| Diluted                                       | \$                            | 0.33     | \$ | 0.42      | \$ | 0.51      | \$ | 0.43      | \$ | 0.36      |
| Weighted average shares outstanding — basic   |                               | 100,052  |    | 100,244   |    | 101,279   |    | 101,812   |    | 104,271   |
| Weighted average shares outstanding — diluted |                               | 101,834  |    | 102,029   |    | 103,339   |    | 103,411   |    | 105,705   |

#### LPL Financial Holdings Inc. Financial Highlights (Continued) (Amounts in thousands, except per share data and where noted) (Unaudited)

|  | Three Month Quarterly Results |         |    |         |    |         |         |         |    |         |
|--|-------------------------------|---------|----|---------|----|---------|---------|---------|----|---------|
|  | Q3 2014 Q2 2014 Q1 2014 Q4    |         |    |         |    |         | Q4 2013 | Q3 2013 |    |         |
| FINANCIAL CONDITION                            |                               |         |    |         |    |         |         |         |    |         |
| Total Cash & Cash Equivalents (\$ billions)    | \$                            | 0.5     | \$ | 0.4     | \$ | 0.5     | \$      | 0.5     | \$ | 0.6     |
| Total Assets (\$ billions)                     | \$                            | 3.9     | \$ | 3.9     | \$ | 3.9     | \$      | 4.0     | \$ | 3.9     |
| Total Debt (\$ billions)(2)                    | \$                            | 1.5     | \$ | 1.5     | \$ | 1.5     | \$      | 1.5     | \$ | 1.5     |
| Stockholders' Equity (\$ billions)             | \$                            | 1.1     | \$ | 1.1     | \$ | 1.1     | \$      | 1.1     | \$ | 1.1     |
| KEY METRICS                                    |                               |         |    |         |    |         |         |         |    |         |
| Advisors                                       |                               | 13,910  |    | 13,840  |    | 13,726  |         | 13,673  |    | 13,563  |
| Production Payout(1)                           |                               | 86.67%  | )  | 86.84%  |    | 86.39%  | )       | 88.12%  |    | 87.70%  |
| Advisory and Brokerage Assets (\$ billions)    | \$                            | 464.8   | \$ | 465.4   | \$ | 447.1   | \$      | 438.4   | \$ | 414.7   |
| Advisory Assets Under Custody (\$ billions)    | \$                            | 169.5   | \$ | 167.3   | \$ | 158.0   | \$      | 151.6   | \$ | 141.1   |
| Net New Advisory Assets (\$ billions)(3)       | \$                            | 4.8     | \$ | 4.2     | \$ | 4.4     | \$      | 3.9     | \$ | 4.0     |
| Insured Cash Account Balances (\$ billions)(4) | \$                            | 16.9    | \$ | 16.1    | \$ | 16.6    | \$      | 17.4    | \$ | 17.3    |
| Money Market Account Balances (\$ billions)(4) | \$                            | 7.1     | \$ | 6.7     | \$ | 7.1     | \$      | 7.5     | \$ | 8.2     |
| Adjusted EBITDA(5)                             | \$                            | 108,878 | \$ | 128,199 | \$ | 141,477 | \$      | 124,190 | \$ | 120,283 |
| Adjusted Earnings(5)                           | \$                            | 48,773  | \$ | 61,775  | \$ | 71,029  | \$      | 65,229  | \$ | 59,550  |
| Adjusted Earnings per share(5)                 | \$                            | 0.48    | \$ | 0.61    | \$ | 0.69    | \$      | 0.63    | \$ | 0.56    |

<sup>(1)</sup> Production expense is comprised of commission and advisory expense and brokerage, clearing, and exchange expense. Production payout, a statistical measure, excludes brokerage, clearing, and exchange expense and is calculated as commission and advisory expense divided by commission and advisory revenues.

<sup>(2)</sup> Represents borrowings on the Company's senior secured credit facilities and revolving line of credit.

<sup>(3)</sup> Represents net new advisory assets consisting of funds from new accounts and additional funds deposited into existing advisory accounts that are custodied in the Company's fee-based advisory platforms during each of the three month quarterly periods then ended.

<sup>(4)</sup> Represents clients' insured cash and money market account balances as of the end of each reporting period.

(5) The reconciliation from net income to Adjusted EBITDA, a non-GAAP measure, for the periods presented is as follows (in thousands):

| Q3 2014    | Q2 2014  | Q1 2014  | Q4 2013  | Q3 2013  |
|------------|--|--|--|--|
|            |  | (unaudited)  |  |  |
| \$ 33,272  | \$ 43,091  | \$ 53,135  | \$ 44,418  | \$ 37,631  |
| 12,897     | 12,914   | 12,840   | 13,256   | 13,363   |
| 22,181     | 28,070   | 34,412   | 20,130   | 23,671   |
| 9,634      | 9,696  | 9,716  | 9,731  | 9,731  |
| 14,885     | 14,122   | 12,565   | 12,321   | 11,701   |
| 92,869     | 107,893  | 122,668  | 99,856   | 96,097   |
|            |  |  |  |  |
| 5,550      | 5,426  | 5,111  | 4,029  | 2,957  |
| (328)      | 733  | 359  | 12,534   | 3,630  |
| 9,958      | 9,377  | 7,271  | 9,887  | 7,340  |
| 829        | 4,770  | 6,068  | (2,116)  | 10,259   |
| 16,009     | 20,306   | 18,809   | 24,334   | 24,186   |
| \$ 108,878 | \$ 128,199   | \$ 141,477   | \$ 124,190   | \$ 120,283   |
|            | \$ 33,272<br>12,897<br>22,181<br>9,634<br>14,885<br>92,869<br>5,550<br>(328)<br>9,958<br>829<br>16,009 | \$ 33,272 \$ 43,091<br>12,897 12,914<br>22,181 28,070<br>9,634 9,696<br>14,885 14,122<br>92,869 107,893<br>5,550 5,426<br>(328) 733<br>9,958 9,377<br>829 4,770<br>16,009 20,306 | \$ 33,272 \$ 43,091 \$ 53,135<br>12,897 12,914 12,840<br>22,181 28,070 34,412<br>9,634 9,696 9,716<br>14,885 14,122 12,565<br>92,869 107,893 122,668<br>5,550 5,426 5,111<br>(328) 733 359<br>9,958 9,377 7,271<br>829 4,770 6,068<br>16,009 20,306 18,809 | (unaudited)           \$ 33,272         \$ 43,091         \$ 53,135         \$ 44,418           12,897         12,914         12,840         13,256           22,181         28,070         34,412         20,130           9,634         9,696         9,716         9,731           14,885         14,122         12,565         12,321           92,869         107,893         122,668         99,856           5,550         5,426         5,111         4,029           (328)         733         359         12,534           9,958         9,377         7,271         9,887           829         4,770         6,068         (2,116)           16,009         20,306         18,809         24,334 |

(5) The reconciliation from net income to Adjusted Earnings, a non-GAAP measure, for the periods presented is as follows (in thousands, except per share data):

|   | Q3 2014 |         | Q2 2014      | Q1 2014 |           | <br>Q4 2013  |    | Q3 2013 |
|---|---------|---------|--------------|---------|-----------|--------------|----|---------|
|   |         |         |              | (u      | naudited) |              |    |         |
| Net income                                      | \$      | 33,272  | \$<br>43,091 | \$      | 53,135    | \$<br>44,418 | \$ | 37,631  |
| After-Tax:                                      |         |         |              |         |           |              |    |         |
| EBITDA Adjustments(e)                           |         |         |              |         |           |              |    |         |
| Employee share-based compensation expense(f)    |         | 3,666   | 3,594        |         | 3,518     | 2,854        |    | 2,153   |
| Acquisition and integration related expenses(g) |         | (703)   | 450          |         | 220       | 7,733        |    | 2,240   |
| Restructuring and conversion costs              |         | 6,114   | 5,758        |         | 4,464     | 6,100        |    | 4,529   |
| Other   |         | 509     | 2,929        |         | 3,726     | (1,880)      |    | 6,993   |
| Total EBITDA Adjustments                        |         | 9,586   | 12,731       |         | 11,928    | 14,807       |    | 15,915  |
| Amortization of intangible assets(e)            |         | 5,915   | 5,953        |         | 5,966     | 6,004        |    | 6,004   |
| Adjusted Earnings                               | \$      | 48,773  | \$<br>61,775 | \$      | 71,029    | \$<br>65,229 | \$ | 59,550  |
| Adjusted Earnings per share(h)                  | \$      | 0.48    | \$<br>0.61   | \$      | 0.69      | \$<br>0.63   | \$ | 0.56    |
| Weighted average shares outstanding — diluted   |         | 101,834 | 102,029      |         | 103,339   | 103,411      |    | 105,705 |

<sup>(</sup>a) Represents share-based compensation for equity awards granted to employees, officers, and directors. Such awards are measured based on the grant-date fair value and recognized over the requisite service period of the individual awards, which generally equals the vesting period.

- (c) Represents organizational restructuring charges, conversion, and other related costs resulting from the expansion of the Company's Service Value Commitment.
- (d) Results for the first, second, and third quarter of 2014 include approximately \$5.3 million, \$3.2 million, and \$0.1 million, respectively, in parallel rent, property tax, and common area maintenance expenses incurred in connection with the Company's relocation to its San Diego office

<sup>(</sup>b) Represents acquisition and integration costs resulting from various acquisitions, including changes in the estimated fair value of future payments, or contingent consideration, required to be made to former shareholders of certain acquired entities. In 2013, the Company finalized the determination of the contingent consideration obligation to the former shareholders of National Retirement Partners, Inc. ("NRP"), which resulted in a \$19.4 million increase in the estimated fair value of contingent consideration, \$11.7 million of which was recognized in the fourth guarter of 2013.

building. Results for the fourth quarter of 2013 include a \$2.3 million gain related to the sale of an equity investment. During the third quarter of 2013, the Company incurred costs related to the closure of its subsidiary NestWise LLC, consisting of: i) the derecognition of \$10.2 million of goodwill; ii) \$6.9 million of fixed asset charges that were determined to have no future economic benefit; iii) a \$7.8 million decrease in the estimated fair value of contingent consideration as related milestones were not reached; and iv) severance and termination benefits. Other amounts include certain excise and other taxes.

- (e) Generally, EBITDA Adjustments and amortization of intangible assets have been tax effected using a federal rate of 35.0% and the applicable effective state rate, which was 3.6% and 3.3%, net of the federal tax benefit, for 2014 and 2013, respectively, except as noted in Notes (f) and (g) in this table.
- (f) Represents the after-tax expense of non-qualified stock options for which the Company receives a tax deduction upon exercise, restricted stock awards and restricted stock units for which the Company receives a tax deduction upon vesting, and the full expense impact of incentive stock options granted to employees that qualify for preferential tax treatment and conversely for which the Company does not receive a tax deduction. Share-based compensation for vesting of incentive stock options was \$0.7 million, \$1.0 million, \$1.0 million, and \$0.9 million for the three months ended September 30, 2014, June 30, 2014, March 31, 2014, December 31, 2013, and September 30, 2013, respectively.
- (g) Represents the after-tax expense of acquisition and related costs for which the Company receives a tax deduction.
- (h) Represents Adjusted Earnings, a non-GAAP measure, divided by weighted-average number of shares outstanding on a fully diluted basis. Set forth is a reconciliation of earnings per share on a fully diluted basis, as calculated in accordance with GAAP, to Adjusted Earnings per share:

|   | Q3 2014 |      | Q2 2014 |      | Q1 2014 |         | Q4 2013 |      | Q  | 3 2013 |
|---|---------|------|---------|------|---------|---------|---------|------|----|--------|
|   |         |      |         |      | (una    | udited) |         |      |    |        |
| Earnings per share — diluted                | \$      | 0.33 | \$      | 0.42 | \$      | 0.51    | \$      | 0.43 | \$ | 0.36   |
| After-Tax:                                  |         |      |         |      |         |         |         |      |    |        |
| EBITDA Adjustments per share                |         | 0.09 |         | 0.13 |         | 0.12    |         | 0.14 |    | 0.14   |
| Amortization of intangible assets per share |         | 0.06 |         | 0.06 |         | 0.06    |         | 0.06 |    | 0.06   |
| Adjusted Earnings per share                 | \$      | 0.48 | \$      | 0.61 | \$      | 0.69    | \$      | 0.63 | \$ | 0.56   |

## LPL Financial Holdings Inc. Pre-Tax Earnings Adjustments - Q3 2014 Compared to Q3 2013 (Dollars in thousands) (Unaudited)

|  |              | Q3 2014     |              |            | Q3 2013     | Increase (Decrease) |            |         |  |
|--|--------------|-------------|--------------|------------|-------------|---------------------|------------|---------|--|
|  | Unadjusted   | Adjustments | As Adjusted  | Unadjusted | Adjustments | As Adjusted         | \$         | %       |  |
| REVENUES:                                  |              |             |              |            |             |                     |            |         |  |
| Commission                                 | \$ 520,388   | \$ <u> </u> | \$ 520,388   | \$ 527,419 | 9 \$ —      | \$ 527,419          | \$ (7,031) | (1.3)%  |  |
| Advisory                                   | 340,369      | _           | 340,369      | 299,10°    | 1 —         | 299,101             | 41,268     | 13.8 %  |  |
| Asset-based                                | 121,283      | _           | 121,283      | 107,447    | 7 —         | 107,447             | 13,836     | 12.9 %  |  |
| Transaction and fee                        | 94,674       | _           | 94,674       | 93,799     | 9 1         | 93,800              | 874        | 0.9 %   |  |
| Interest income, net of operating interest | 4,727        | _           | 4,727        | 4,509      | 9 —         | 4,509               | 218        | 4.8 %   |  |
| Other                                      | 7,793        | _           | 7,793        | 20,937     | 7           | 20,937              | (13,144)   | (62.8)% |  |
| Net revenues                               | 1,089,234    | _           | 1,089,234    | 1,053,212  | 2 1         | 1,053,213           | 36,021     | 3.4 %   |  |
| EXPENSES:                                  |              |             |              |            |             |                     |            |         |  |
| Commission and advisory                    | 746,001      | _           | 746,001      | 724,83     | 5 —         | 724,835             | 21,166     | 2.9 %   |  |
| Compensation and benefits                  | 106,290      | (6,285)     | 100,005      | 102,310    | 0 (4,727)   | 97,583              | 2,422      | 2.5 %   |  |
| Promotional                                | 36,669       | _           | 36,669       | 36,807     | 7 (913)     | 35,894              | 775        | 2.2 %   |  |
| Depreciation and amortization              | 24,519       | (9,634)     | 14,885       | 21,432     | 2 (9,731)   | 11,701              | 3,184      | 27.2 %  |  |
| Occupancy and equipment                    | 19,043       | 73          | 19,116       | 16,568     | 3 (7)       | 16,561              | 2,555      | 15.4 %  |  |
| Professional services                      | 38,174       | 1,116       | 39,290       | 18,95      | 5 (314)     | 18,641              | 20,649     | 110.8 % |  |
| Brokerage, clearing and exchange           | 12,090       | _           | 12,090       | 11,360     | D —         | 11,360              | 730        | 6.4 %   |  |
| Communications and data processing         | 11,476       | (140)       | ) 11,336     | 11,017     | 7 (10)      | 11,007              | 329        | 3.0 %   |  |
| Regulatory fees and other                  | 8,476        | _           | 8,476        | 8,234      | 4 —         | 8,234               | 242        | 2.9 %   |  |
| Restructuring charges                      | 9,928        | (9,928)     | <b>—</b>     | 6,482      | 2 (6,483)   | (1)                 | 1          | *       |  |
| Other expense                              | 8,218        | (845)       | 7,373        | 20,547     | 7 (11,731)  | 8,816               | (1,443)    | (16.4)% |  |
| Total operating expenses                   | 1,020,884    | (25,643)    | 995,241      | 978,547    | 7 (33,916)  | 944,631             | 50,610     | 5.4 %   |  |
| Non-operating interest expense             | 12,897       | _           | 12,897       | 13,360     | 3 —         | 13,363              | (466)      | (3.5)%  |  |
| Total expenses                             | \$ 1,033,781 | \$ (25,643) | \$ 1,008,138 | \$ 991,910 | 33,916)     | \$ 957,994          | \$ 50,144  | 5.2 %   |  |
|  |              |             |              |            |             |                     |            |         |  |
| Core G&A Expenses(1)                       |              |             | \$ 185,596   |            |             | \$ 160,841          | \$ 24,755  | 15.4 %  |  |

<sup>\*</sup> Not Meaningful

<sup>(1)</sup> Core G&A Expenses are total operating expenses, excluding the following expenses: commission and advisory, promotional, depreciation and amortization, and brokerage, clearing and exchange.

## LPL Financial Holdings Inc. Pre-Tax Earnings Adjustments - Q3 2014 Compared to Q2 2014 (Dollars in thousands) (Unaudited)

|  |              | Q3 2014     |              |              | Q2 2014      |             | Increase (De | ecrease) |
|--|--------------|-------------|--------------|--------------|--------------|-------------|--------------|----------|
|  | Unadjusted   | Adjustments | As Adjusted  | Unadjusted   | Adjustments  | As Adjusted | \$           | %        |
| REVENUES:                                  |              |             |              |              |              |             |              |          |
| Commission                                 | \$ 520,388   | \$ —        | \$ 520,388   | \$ 535,177   | \$ —         | \$ 535,177  | \$ (14,789)  | (2.8)%   |
| Advisory                                   | 340,369      | _           | 340,369      | 330,394      | <del>_</del> | 330,394     | 9,975        | 3.0 %    |
| Asset-based                                | 121,283      | _           | 121,283      | 118,537      | _            | 118,537     | 2,746        | 2.3 %    |
| Transaction and fee                        | 94,674       | _           | 94,674       | 91,625       | 1            | 91,626      | 3,048        | 3.3 %    |
| Interest income, net of operating interest | 4,727        | _           | 4,727        | 4,791        | _            | 4,791       | (64)         | (1.3)%   |
| Other                                      | 7,793        | _           | 7,793        | 12,205       | _            | 12,205      | (4,412)      | (36.1)%  |
| Net revenues                               | 1,089,234    |             | 1,089,234    | 1,092,729    | 1            | 1,092,730   | (3,496)      | (0.3)%   |
| EXPENSES:                                  |              |             |              |              |              |             |              |          |
| Commission and advisory                    | 746,001      | _           | 746,001      | 751,662      | _            | 751,662     | (5,661)      | (0.8)%   |
| Compensation and benefits                  | 106,290      | (6,285)     | 100,005      | 104,821      | (6,065)      | 98,756      | 1,249        | 1.3 %    |
| Promotional                                | 36,669       | _           | 36,669       | 29,729       | (1)          | 29,728      | 6,941        | 23.3 %   |
| Depreciation and amortization              | 24,519       | (9,634)     | 14,885       | 23,818       | (9,696)      | 14,122      | 763          | 5.4 %    |
| Occupancy and equipment                    | 19,043       | 73          | 19,116       | 21,798       | (2,691)      | 19,107      | 9            | — %      |
| Professional services                      | 38,174       | 1,116       | 39,290       | 25,688       | (281)        | 25,407      | 13,883       | 54.6 %   |
| Brokerage, clearing and exchange           | 12,090       | _           | 12,090       | 12,329       | _            | 12,329      | (239)        | (1.9)%   |
| Communications and data processing         | 11,476       | (140)       | 11,336       | 10,463       | (374)        | 10,089      | 1,247        | 12.4 %   |
| Regulatory fees and other                  | 8,476        | _           | 8,476        | 8,550        | _            | 8,550       | (74)         | (0.9)%   |
| Restructuring charges                      | 9,928        | (9,928)     | _            | 9,225        | (9,225)      | _           | _            | *        |
| Other expense                              | 8,218        | (845)       | 7,373        | 10,571       | (1,668)      | 8,903       | (1,530)      | (17.2)%  |
| Total operating expenses                   | 1,020,884    | (25,643)    | 995,241      | 1,008,654    | (30,001)     | 978,653     | 16,588       | 1.7 %    |
| Non-operating interest expense             | 12,897       | _           | 12,897       | 12,914       | _            | 12,914      | (17)         | (0.1)%   |
| Loss on extinguishment of debt             | _            | _           | _            | _            | _            | _           | _            | *        |
| Total expenses                             | \$ 1,033,781 | \$ (25,643) | \$ 1,008,138 | \$ 1,021,568 | \$ (30,001)  | \$ 991,567  | \$ 16,571    | 1.7 %    |
| Core G&A Expenses(1)                       |              |             | \$ 185,596   |              |              | \$ 170,812  | \$ 14,784    | 8.7 %    |

<sup>\*</sup> Not Meaningful

<sup>(1)</sup> Core G&A Expenses are total operating expenses, excluding the following expenses: commission and advisory, promotional, depreciation and amortization, and brokerage, clearing and exchange.

#### LPL Financial Holdings Inc. EBITDA Adjustments - Year to Date 2014 Compared to Year to Date 2013 (Dollars in thousands) (unaudited)

|  | Y            | ear to Date 201 | 4            | Y            | ear to Date 201 | Increase (Decrease) |                                       |          |
|--|--------------|-----------------|--------------|--------------|-----------------|---------------------|---------------------------------------|----------|
|  | Unadjusted   | Adjustments     | As Adjusted  | Unadjusted   | Adjustments     | As Adjusted         | \$                                    | %        |
| REVENUES:                                  |              |                 |              |              |                 |                     | · · · · · · · · · · · · · · · · · · · |          |
| Commission                                 | \$ 1,590,139 | \$ <u> </u>     | \$ 1,590,139 | \$ 1,521,390 | \$ —            | \$ 1,521,390        | \$ 68,749                             | 4.5 %    |
| Advisory                                   | 998,016      | _               | 998,016      | 878,421      | _               | 878,421             | 119,595                               | 13.6 %   |
| Asset-based                                | 354,494      | _               | 354,494      | 318,718      | _               | 318,718             | 35,776                                | 11.2 %   |
| Transaction and fee                        | 276,284      | 2               | 276,286      | 271,808      | 2               | 271,810             | 4,476                                 | 1.6 %    |
| Interest income, net of operating interest | 14,279       | (143)           | 14,136       | 13,343       | _               | 13,343              | 793                                   | 5.9 %    |
| Other                                      | 36,182       | (30)            | 36,152       | 43,248       | _               | 43,248              | (7,096)                               | (16.4)%  |
| Net revenues                               | 3,269,394    | (171)           | 3,269,223    | 3,046,928    | 2               | 3,046,930           | 222,293                               | 7.3 %    |
| EXPENSES:                                  |              |                 |              |              |                 |                     |                                       |          |
| Commission and advisory                    | 2,242,206    | _               | 2,242,206    | 2,086,075    | _               | 2,086,075           | 156,131                               | 7.5 %    |
| Compensation and benefits                  | 317,459      | (18,369)        | 299,090      | 299,317      | (17,668)        | 281,649             | 17,441                                | 6.2 %    |
| Promotional                                | 93,581       | (1)             | 93,580       | 85,276       | (963)           | 84,313              | 9,267                                 | 11.0 %   |
| Depreciation and amortization(1)           | 70,618       | (29,046)        | 41,572       | 61,451       | (29,275)        | 32,176              | 9,396                                 | 29.2 %   |
| Occupancy and equipment                    | 62,922       | (7,781)         | 55,141       | 49,649       | (93)            | 49,556              | 5,585                                 | 11.3 %   |
| Professional services                      | 82,736       | 507             | 83,243       | 47,588       | (1,076)         | 46,512              | 36,731                                | 79.0 %   |
| Brokerage, clearing and exchange           | 36,594       | _               | 36,594       | 32,958       | _               | 32,958              | 3,636                                 | 11.0 %   |
| Communications and data processing         | 32,598       | (569)           | 32,029       | 31,401       | (24)            | 31,377              | 652                                   | 2.1 %    |
| Regulatory fees and other                  | 25,437       | _               | 25,437       | 23,339       | _               | 23,339              | 2,098                                 | 9.0 %    |
| Restructuring charges                      | 26,473       | (26,473)        | _            | 19,851       | (19,831)        | 20                  | (20)                                  | (100.0)% |
| Other expense                              | 25,958       | (2,609)         | 23,349       | 37,116       | (13,233)        | 23,883              | (534)                                 | (2.2)%   |
| Total operating expenses                   | 3,016,582    | (84,341)        | 2,932,241    | 2,774,021    | (82,163)        | 2,691,858           | 240,383                               | 8.9 %    |
| Non-operating interest expense             | 38,651       | _               | 38,651       | 38,190       | _               | 38,190              | 461                                   | 1.2 %    |
| Loss on extinguishment of debt             | _            | _               | _            | 7,962        | (7,962)         | <del>_</del>        | <del>_</del>                          | *        |
| Total expenses                             | \$ 3,055,233 | \$ (84,341)     | \$ 2,970,892 | \$ 2,820,173 | \$ (90,125)     | \$ 2,730,048        | \$ 240,844                            | 8.8 %    |
| Core G&A Expenses(2)                       |              |                 | \$ 518,289   |              |                 | \$ 456,336          | \$ 61,953                             | 13.6 %   |

<sup>\*</sup> Not Meaningful

<sup>(1)</sup> The adjustment and as adjusted amounts for depreciation and amortization, total operating expenses, and total expenses in 2014 and 2013 have been corrected subsequent to the original posting of our Supplement on October 30, 2014.

<sup>(2)</sup> Core G&A Expenses are total operating expenses, excluding the following expenses: commission and advisory, promotional, depreciation and amortization, and brokerage, clearing and exchange.

#### LPL Financial Holdings Inc. Business and Financial Metrics (Dollars in billions, except where noted) (Unaudited)

|   | Q3'14       |    | Q2'14  |    | Q1'14  |        | Q4'13  | Q3'13       | Seq<br>Growth | YoY<br>Growth |
|---|-------------|----|--------|----|--------|--------|--------|-------------|---------------|---------------|
| Advisory and Brokerage Assets   |             |    |        |    |        |        |        | <br>        |               |               |
| Advisory  | \$<br>169.5 | \$ | 167.3  | \$ | 158.0  | \$     | 151.6  | \$<br>141.1 | 1.3%          | 20.1%         |
| Brokerage   | 295.3       |    | 298.1  |    | 289.1  |        | 286.8  | 273.6       | (0.9%)        | 7.9%          |
| Total Advisory and Brokerage Assets   | \$<br>464.8 | \$ | 465.4  | \$ | 447.1  | \$     | 438.4  | \$<br>414.7 | (0.1%)        | 12.1%         |
| Advisory % of Total   | 36.5%       | )  | 35.9%  | ó  | 35.3%  | )      | 34.6%  | 34.0%       | n/a           | n/a           |
| Brokerage Assets Associated with Independent RIAs                             | \$<br>37.4  | \$ | 34.9   | \$ | 31.4   | \$     | 28.9   | \$<br>25.6  | 7.2%          | 46.1%         |
| Independent RIA Firm Advisory Assets  | 46.4        |    | 43.1   |    | 38.2   |        | 34.0   | 29.3        | 7.7%          | 58.4%         |
| Total Independent RIA Firm Assets Under Custody                               | \$<br>83.8  | \$ | 78.0   | \$ | 69.6   | \$     | 62.9   | \$<br>54.9  | 7.4%          | 52.6%         |
| Net New Advisory Assets(1)  | \$<br>4.8   | \$ | 4.2    | \$ | 4.4    | \$     | 3.9    | \$<br>4.0   | n/a           | n/a           |
| Annualized Growth(2)  | 11%         | •  | 10%    | •  | 11%    | )      | 10%    | 11%         | n/a           | n/a           |
| Insured Cash Account  | \$<br>16.9  | \$ | 16.1   | \$ | 16.6   | \$     | 17.4   | \$<br>17.3  | 5.0%          | (2.3%)        |
| Money Market Funds  | 7.1         |    | 6.7    |    | 7.1    |        | 7.5    | 8.2         | 6.0%          | (13.4%)       |
| Total Cash Sweep Assets (EOP)   | \$<br>24.0  | \$ | 22.8   | \$ | 23.7   | \$     | 24.9   | \$<br>25.5  | 5.3%          | (5.9%)        |
| % of total Advisory and Brokerage Assets                                      | 5.2%        | •  | 4.9%   | ó  | 5.3%   | ,<br>) | 5.7%   | 6.1%        | 30 bps        | (90 bps)      |
| Insured Cash Account Fee - bps  | 58          |    | 58     |    | 54     |        | 62     | 65          | — bps         | (7 bps)       |
| Money Market Fee - bps  | 7           |    | 7      |    | 7      |        | 6      | 6           | — bps         | 1 bps         |
| Cash Sweep Fee - bps  | 43          |    | 43     |    | 40     |        | 45     | 46          | — bps         | (3 bps)       |
| Weighted FFE Daily Average Fee - bps  | 9           |    | 9      |    | 7      |        | 9      | 9           | — bps         | — bps         |
| Advisors  |             |    |        |    |        |        |        |             |               |               |
| Advisors  | 13,910      |    | 13,840 |    | 13,726 |        | 13,673 | 13,563      | 0.5%          | 2.6%          |
| Annualized commissions per Advisor (\$ thousands)(3)                          | \$<br>150   | \$ | 155    | \$ | 156    | \$     | 163    | \$<br>156   | (3.2%)        | (3.8%)        |
| Annualized Gross Dealer Concessions (GDC) per<br>Advisor (\$ thousands)(3)(4) | \$<br>248   | \$ | 251    | \$ | 252    | \$     | 254    | \$<br>245   | (1.2%)        | 1.2%          |
| Net New Advisors  | 70          |    | 114    |    | 53     |        | 110    | 154         | n/a           | n/a           |
| Custom Clearing Services Subscribers  | 4,407       |    | 4,444  |    | 4,432  |        | 4,457  | 4,492       | (0.8%)        | (1.9%)        |
|   |             |    |        |    |        |        |        |             |               |               |

#### LPL Financial Holdings Inc. Business and Financial Metrics (Continued) (Dollars in billions, except where noted) (Unaudited)

|   | Q3'14       |    | Q2'14  |    | Q1'14  | Q4'13       | Q3'13       | Seq<br>Growth | YoY<br>Growth |
|---|-------------|----|--------|----|--------|-------------|-------------|---------------|---------------|
| Payout Rate   |             |    |        |    |        |             |             |               |               |
| Base Payout Rate  | 83.50 %     | )  | 84.01% |    | 83.98% | 84.09%      | 84.14%      | (51 bps)      | (64 bps)      |
| Production Based Bonuses  | 3.18 %      | )  | 2.64%  |    | 1.69%  | 3.33%       | 3.14%       | 54 bps        | 4 bps         |
| GDC Sensitive Payout  | 86.68 %     | )  | 86.65% | 1  | 85.67% | 87.42%      | 87.28%      | 3 bps         | (60 bps)      |
| Non-GDC Sensitive Payout(5)   | (0.01)%     | )  | 0.19%  |    | 0.72%  | 0.70%       | 0.42%       | (20 bps)      | (43 bps)      |
| Total Payout Ratio  | 86.67 %     | )  | 86.84% | 1  | 86.39% | 88.12%      | 87.70%      | (17 bps)      | (103 bps)     |
| Production Based Bonuses Ratio (Trailing Twelve Months)                         | 2.7 %       | )  | 2.7%   |    | 2.7%   | 2.7%        | 2.7%        | — bps         | — bps         |
|   |             |    |        |    |        |             |             |               |               |
| G&A Expenses (\$ millions)  |             |    |        |    |        |             |             |               |               |
| Core G&A(6)   | \$<br>185.6 | \$ | 170.8  | \$ | 161.9  | \$<br>166.9 | \$<br>160.8 | 8.7%          | 15.4%         |
| Noncash Transition Assistance(7)  | \$<br>8.0   | \$ | 7.2    | \$ | 7.3    | \$<br>5.7   | \$<br>5.5   | 11.1%         | 45.5%         |
|   |             |    |        |    |        |             |             |               |               |
| Metrics   |             |    |        |    |        |             |             |               |               |
| Advisory Revenue as a percentage of Assets, excluding Independent RIA assets(8) | 1.1 %       | )  | 1.1%   | ı  | 1.1%   | 1.1%        | 1.1%        | <b>—</b> %    | <del></del> % |
| Production Retention Rate (YTD Annualized)(9)                                   | 97.0 %      | )  | 96.8%  |    | 96.0%  | 97.2%       | 97.3%       | 0.2%          | (0.3%)        |
| Attachment Rate, excluding cash revenue(10)                                     | 23.6 %      | )  | 23.4%  |    | 23.4%  | 23.2%       | 23.9%       | 0.2%          | (0.3%)        |
| Recurring Revenue Rate(11)  | 70.2 %      | )  | 67.6%  |    | 66.6%  | 64.1%       | 64.0%       | 2.6%          | 6.2%          |
| Adjusted EBITDA / Gross Margin  | 32.9 %      | )  | 39.0%  |    | 42.8%  | 38.8%       | 37.9%       | (6.1%)        | (5.0%)        |
| Annualized Gross Margin / Total Advisory and Brokerage Assets                   | 0.28 %      | )  | 0.28%  |    | 0.30%  | 0.29%       | 0.31%       | — bps         | (3 bps)       |
| Employees - period end  | 3,397       |    | 3,374  |    | 3,267  | 3,185       | 3,072       | 0.7%          | 10.6%         |
| Cash Available for Corporate Use (\$ millions)(12)                              | \$<br>200   | \$ | 205    | \$ | 234    | \$<br>338   | \$<br>372   | (2.4%)        | (46.2%)       |

<sup>(1)</sup> Reflects net new advisory assets consisting of funds from new accounts and additional funds deposited into advisory accounts that are custodied in the Company's fee-based advisory platforms and exclude market impact.

<sup>(2)</sup> Calculated by dividing net new advisory assets by end of period advisory assets and multiplying by four.

<sup>(3)</sup> Calculation excludes Custom Clearing Services subscribers and uses average of beginning and end of period advisor count.

<sup>(4)</sup> GDC is made up of commission and advisory revenues.

<sup>(5)</sup> Non-GDC Sensitive Payout includes share-based compensation expense from equity awards granted to advisors and financial institutions based on the fair value of the awards at each reporting period, and mark-to-market gains or losses on amounts designated by advisors as deferred commissions in a non-qualified deferred compensation plan.

- (6) Core G&A Expenses are total operating expenses, excluding the following expenses: commission and advisory, promotional, depreciation and amortization, and brokerage, clearing and exchange.
- (7) Transition assistance represents payments to newly recruited advisors and financial institutions to assist in the transition process. Smaller advisor practices receive payments that are charged to earnings in the current period, whereas larger advisor practices and financial institutions typically receive transition assistance in the form of forgivable loans or recoverable advances that are generally amortized into earnings over a period of three to five years. Noncash transition assistance represents the amortizable amount of forgivable loans or recoverable advances that are charged to earnings in the period presented.
- (8) Based on annualized advisory revenues over prior quarter ending corporate advisory assets (corporate assets defined as total advisory assets less Independent RIA Firm Advisory Assets).
- (9) Reflects retention of commission and advisory revenues, calculated by deducting the prior year production of the annualized year-to-date attrition rate, over the prior year total production.
- (10) Attachment revenue is comprised of asset-based revenues (including revenue from cash sweep programs), transaction and fee revenue, and other revenue. Attachment rate, excluding cash revenue is calculated as attachment revenue (less revenue from cash sweep programs) over total commission and advisory revenues for the quarter.
- (11) Recurring revenue is a characterization of net revenue and a statistical measure, which we define to include our asset-based revenues (including revenue from cash sweep programs), advisory revenues, trailing commission revenues, and certain other revenues that are based upon accounts and advisors. In addition, certain recurring revenues are associated with asset balances.
- (12) Cash unrestricted by the credit agreement and other regulations available for operating, investing, and financing uses.

#### LPL Financial Holdings Inc. Insured Cash Account Fed Funds Sensitivity (Dollars in thousands) (unaudited)

The following table reflects the impact to income before taxes on an annual basis based on an upward or downward change in short-term interest rates of one basis point.

The impact assumes that the client balances at September 30, 2014 remain unchanged.

| Federal Reserve Effective Federal Funds Rate ("FFER") | Annualized Increase or Decrease of Income Before Taxes per One Basis Point Change |
|---|---|
| 0.00% - 0.25%   | \$ 1,700  |
| 0.26% - 1.25%   | \$ 800  |
| 1.26% - 2.60%   | \$ 700  |

**Example:** Assuming the FFER is 0.10% and increases by 0.25% to 0.35%, the Company would benefit from an annualized increase of \$33 million in income, before taxes. The pace at which the Company realizes the benefit from a rising FFER may vary depending on our strategy in response to a change in interest rate levels, the significance of a change, and actual cash sweep balances at the time of such change.

This example excludes the benefit from incremental money market revenue. In a normalized interest rate environment when there are no longer money market fund fee waivers, the Company would earn approximately 55 basis points on money market fund cash balances based upon current cash asset level allocations.

The Company believes it can achieve approximately 185 basis points on its Insured Cash Account ("ICA") program when the FFER is normalized. Currently, based on the Company's existing balances and contract arrangements with third parties, normalized FFER would need to be approximately 2.60% for the Company to realize its 185 basis point fee. Assuming maximum compression in the fees from banks in the Company's ICA program, normalized FFER would increase to a maximum of approximately 3.50% in order for the Company to realize its 185 basis point fee.

In a scenario where the Company maximizes its fees on both of its cash sweep programs, the Company would generate approximately \$245 million in incremental revenue and income before taxes based on current cash sweep balances. As interest rates rise above the level where the Company maximized its fees, the incremental rate would benefit the retail investor.

#### LPL Financial Holdings Inc. Insured Cash Account Portfolio Grid of Maturities (Dollars in billions) (unaudited)

The following table outlines the number of bank relationships and maturities in our ICA program as of September 30, 2014:

| Maturity Year | Number of<br>Banks | Cash Assets<br>Represented | Percentage of Total ICA Cash<br>Balances |
|---------------|--------------------|----------------------------|--|
| 2014          | 3                  | \$<br>1.0                  | 6.0%                                     |
| 2015          | 10                 | \$<br>4.3                  | 25.6%                                    |
| 2016          | 4                  | \$<br>4.4                  | 26.2%                                    |
| 2017-2019     | 7                  | \$<br>7.1                  | 42.3%                                    |
| Total         | 24                 | \$<br>16.8                 | 100.0%                                   |

Note: Our contracts with banks that participate in the ICA program mature regularly and are often renegotiated. We also add new bank relationships to the ICA program from time to time. The table above reflects the bank contracts and their expected maturities in the ICA program as of September 30, 2014. These numbers are subject to change based on new bank contract terms and changes in ICA balances. While certain bank contracts are made directly with us, other relationships with banks are administered through third parties. Accordingly, the information presented above includes data provided to us from third parties that we have not independently verified.