## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Filed nursuant to Section 16(a) of the Securities Eychange Act of 1934

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-0287							
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hours per response:	0.5							

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Name and Address of Reporting Person*     Ragatz Erik D.				2. Issuer Name and Ticker or Trading Symbol LPL Investment Holdings Inc. [ LPLA ]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner					
(Last) (First) (Middle) C/O LPL INVESTMENT HOLDINGS INC. ONE BEACON STREET				3. Date of Earliest Transaction (Month/Day/Year) 02/16/2011							Officer (give title Other (specify below)					
(Street) BOSTON MA 02108					4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City) (State) (Zip)					<u>.</u>						<u> </u>					
Table I - Non-Deriv  1. Title of Security (Instr. 3)  2. Trans. Date (Month/I				action	2A. Deemed Execution Date, if any (Month/Day/Year	3. Transaction Code (Instr.		4. Securities Acquired (A Disposed Of (D) (Instr. 3,			5. Am Secur Benet Owne	mount of irities eficially ed Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
							Code	v	Amount	(A) or (D)	Price		rted action(s) . 3 and 4)		(Instr. 4)	
Common Stock, par value \$0.001 per share <sup>(1)</sup> 02/16						5/2011			1,513(1	1) A	\$	0	1,513	D <sup>(2)(3)</sup>		
		Та				urities Acqu s, warrants,							I			
1. Title of Derivative Security	vative Conversion Date Execution D			4. Transactio Code (Inst		Expiration Date Amount		7. Title and Amount of Securities		8. Price of Derivative Security	9. Number of derivative Securities	f 10. Ownership Form:	11. Nature of Indirect Beneficial			

## **Explanation of Responses:**

Price of Derivative

Security

1. These shares represent restricted stock that was granted under the Issuer's 2010 Omnibus Equity Incentive Plan. This restricted stock shall be fully vested on the second anniversary of the transaction date.

Exercisable

Securities

Acquired (A) or Disposed of (D)

(Instr. 3, 4

(D)

and 5)

(A)

8)

Code

- 2. The Common Stock reported herein is held by the Reporting Person for the benefit of Hellman & Friedman Capital Partners V, L.P. and Hellman & Friedman Capital Partners V (Parallel), L.P. (collectively, the "HF Entities"). Hellman & Friedman Investors V, L.P. is the sole general partner of each of the HF Entities. Hellman & Friedman LLC, in turn, is the sole general partner of Hellman & Friedman Investors
- 3. A four member investment committee of Hellman & Friedman LLC, has investment discretion over such shares. The Reporting Person is a managing director of Hellman & Friedman LLC, but he is not a member of the investment committee. The Reporting Person disclaims beneficial ownership of the Common Stock held by the HF Entities, except to the extent of his pecuniary interest, if any, therein.

## Remarks:

Security (Instr. 3)

/s/ Erik D. Ragatz

Underlying Derivative

and 4)

Title

Expiration

Date

Security (Instr. 3

Amount Number

Shares

02/18/2011

\*\* Signature of Reporting Person

Security (Instr. 5)

Date

Following

Reported Transaction(s)

(Instr. 4)

Owned

Beneficially

Direct (D)

or Indirect (I) (Instr. 4)

Ownership

(Instr. 4)

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

(Month/Dav/Year)

- \* 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.