FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. 20549 |  |
|-------------|------------|--|
|-------------|------------|--|

| heck this box if no longer subject |
|------------------------------------|
| Section 16. Form 4 or Form 5       |
| oligations may continue. See       |
| etruction 1(h)                     |

## STATEMENT 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>EBERHART PAULETT</u> |                                                                                                                                              |                                            |                                             |         | 2. Issuer Name and Ticker or Trading Symbol  LPL Financial Holdings Inc. [ LPLA ] |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |        |                                                        |                  |       |                                     |        |                                                                                                    | eck all app  X Direct | licable)<br>tor                                                                                                                       | ng Person(s) to Iss<br>10% Ow                                                                                        |                                         | vner                                                                     |                                                                    |
|------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------|---------------------------------------------|---------|-----------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|--------------------------------------------------------|------------------|-------|-------------------------------------|--------|----------------------------------------------------------------------------------------------------|-----------------------|---------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------|--------------------------------------------------------------------|
|                                                                  | _                                                                                                                                            | AL HOLDINGS                                | /iddle)                                     |         |                                                                                   | 3. Date of Earliest Transaction (Month/Day/Year) below |        |                                                        |                  |       |                                     |        |                                                                                                    |                       |                                                                                                                                       |                                                                                                                      |                                         | Other (s<br>below)                                                       | specify                                                            |
| (Street) SAN DII                                                 | EGO CA                                                                                                                                       |                                            | 2121                                        |         | 4. If A                                                                           | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |        |                                                        |                  |       |                                     |        |                                                                                                    | Line                  | dividual or Joint/Group Filing (Check Applicable )  K Form filed by One Reporting Person Form filed by More than One Reporting Person |                                                                                                                      |                                         |                                                                          | on                                                                 |
| (City)                                                           | (St                                                                                                                                          | ate) (Z                                    | Zip)                                        |         |                                                                                   |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |        |                                                        |                  |       |                                     |        |                                                                                                    |                       |                                                                                                                                       |                                                                                                                      |                                         |                                                                          |                                                                    |
|                                                                  |                                                                                                                                              | Table                                      | I - Non                                     | -Deriva | tive S                                                                            | Secu                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | rities | Acq                                                    | uired,           | Dis   | posed of                            | , or E | 3ene                                                                                               | ficia                 | lly Own                                                                                                                               | ed                                                                                                                   |                                         |                                                                          |                                                                    |
| 1. Title of Security (Instr. 3)  2. Transac Date (Month/Da       |                                                                                                                                              |                                            |                                             |         | Exe<br>if ar                                                                      | Deemed<br>cution Date,<br>ny<br>nth/Day/Year)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |        | Transaction Dispose Code (Instr. 5)                    |                  |       |                                     |        |                                                                                                    | Benefic               | ies<br>cially<br>Following                                                                                                            | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4)                                                    |                                         | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)        |                                                                    |
|                                                                  |                                                                                                                                              |                                            |                                             |         |                                                                                   | Code                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | v      | Amount                                                 | (A)<br>(D)       | or    | Price                               | Transa | saction(s)<br>r. 3 and 4)                                                                          |                       |                                                                                                                                       | (msu. 4)                                                                                                             |                                         |                                                                          |                                                                    |
| Common                                                           | Stock                                                                                                                                        |                                            |                                             | 08/27/  | 2021                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |        |                                                        | A                |       | 1(1)                                | 1      | 4                                                                                                  | \$ <mark>0</mark>     | 21                                                                                                                                    |                                                                                                                      |                                         |                                                                          |                                                                    |
| Common                                                           | Stock                                                                                                                                        |                                            |                                             | 08/27/  | 2021                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |        |                                                        | A                |       | 8(2)                                | 1      | A                                                                                                  | \$ <mark>0</mark>     | 0 21,201 D                                                                                                                            |                                                                                                                      |                                         |                                                                          |                                                                    |
|                                                                  | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |                                            |                                             |         |                                                                                   |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |        |                                                        |                  |       |                                     |        |                                                                                                    |                       |                                                                                                                                       |                                                                                                                      |                                         |                                                                          |                                                                    |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)              | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security                                                                        | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deer<br>Execution<br>if any<br>(Month/E |         | te, Transaction Code (Instr. ear) 8) Sec Acq (A) Dispose of (Instr. ear)          |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |        | vative<br>irities<br>ired<br>r<br>osed<br>)<br>r. 3, 4 | 6. Date Expirati | on Da | ear) Am<br>Sec<br>Und<br>Der<br>Sec |        | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr<br>3 and 4) |                       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)                                                                                   | 9. Number<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 4) | Own<br>Forr<br>Dire<br>or In<br>(I) (II | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|                                                                  |                                                                                                                                              |                                            |                                             |         | Code                                                                              | v                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | (A)    | (D)                                                    | Date<br>Exercisa | able  | Expiration<br>Date                  | Title  | Amo<br>or<br>Num<br>of<br>Shar                                                                     | ber                   |                                                                                                                                       |                                                                                                                      |                                         |                                                                          |                                                                    |

## **Explanation of Responses:**

- 1. Represents stock unit granted under the Issuer's 2021 Omnibus Equity Incentive Plan (the "2021 Plan"). The stock unit represents the right to receive one share of common stock and is scheduled to vest in full on May 17, 2022. 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 17, 2022. The stock unit reported hereby was 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 2021 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 Paulett Eberhart pursuant to a Power of Attorney dated November 21, 2014.

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

08/31/2021

\*\* 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.