SEC Form 4

Instruction 1(b).

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

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPROVAL

OMB Number:	3235-0287									
Estimated average burden										
hours per response:	0.5									

			or Section 30(h) of the Investment Company Act of 1940					
1. Name and Address of Reporting Person [*] <u>Ko Albert J</u>			2. Issuer Name and Ticker or Trading Symbol <u>LPL Financial Holdings Inc.</u> [LPLA]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
				X Director 10% Owner				
(Last) C/O LPL FINA	(First) NCIAL HO	(Middle) LDINGS INC.	3. Date of Earliest Transaction (Month/Day/Year) 02/01/2023	Officer (give title Other (specify below) below)				
4707 EXECUTIVE DRIVE			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable				
			—	Line)				
(Street)				X Form filed by One Reporting Person				
SAN DIEGO	СА	92121		Form filed by More than One Reporting Person				
(City)	(State)	(Zip)						
		Table I - Non-De	rivative Securities Acquired. Disposed of. or Ben	eficially Owned				

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)				: 3, 4 and	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	02/01/2023		Α		173(1)	Α	\$ <mark>0</mark>	173	D	

	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)														
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. These shares represent restricted stock that was granted under the Issuer's 2021 Omnibus Equity Incentive Plan pursuant to the Issuer's Non-Employee Director Compensation Policy. This restricted stock is scheduled to vest in full on May 10, 2023.

Remarks:

The signatory is signing on behalf of Albert J. Ko pursuant to a Power of Attorney dated December 26, 2022.

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

** 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.

02/03/2023