SEC Form 4

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

OMB APPROVAL

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Instruction 1(b)			Filed pursuant to Section 16(a) of the Securities Exchange Act of	f 1934	l nours per	response: 0.5	
1. Name and Address of Reporting Person [*] Mnookin Allison			2. Issuer Name and Ticker or Trading Symbol LPL Financial Holdings Inc. [LPLA]		ationship of Reporting Person(s) to Issuer k all applicable) Director 10% Owner		
(Last) C/O LPL FINA	(First)	(Middle) DINGS INC.	3. Date of Earliest Transaction (Month/Day/Year) 03/29/2022		Officer (give title below)	Other (specify below)	
4707 EXECUTIVE DRIVE			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line)	ividual or Joint/Group Filing (Check Applicable		
(Street) SAN DIEGO	CA	92121		X	Form filed by One Re Form filed by More th Person		
(City)	(State)	(Zip)					

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)						5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	03/29/2022		A		1(1)	A	\$ <mark>0</mark>	8,079	D	
Common Stock	03/29/2022		A		3 ⁽²⁾	A	\$ <mark>0</mark>	8,082	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)		of Deriv Secu Acqu (A) o Dispo of (D (Insti	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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. 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 Allison Mnookin pursuant to a Power of Attorney dated May 31, 2018.

/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.

03/31/2022