

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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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>Handelsman Sharyn</u>  (Last) (First) (Middle) <u>C/O LPL FINANCIAL HOLDINGS INC.</u> <u>75 STATE STREET, 24TH FLOOR</u>  (Street) <u>BOSTON MA 02109</u>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>03/11/2015</u>	3. Issuer Name and Ticker or Trading Symbol <u>LPL Financial Holdings Inc. [ LPLA ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>MD, Chief Compliance Officer</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

## Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Common Stock</u>	<u>6,478<sup>(1)</sup></u>	<u>D</u>	

## Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
<u>Option to purchase Common Stock</u>	<u>(2)</u>	<u>11/17/2020</u>	<u>Common Stock</u>	<u>10,100</u>	<u>30</u>	<u>D</u>
<u>Option to purchase Common Stock</u>	<u>(3)</u>	<u>12/22/2020</u>	<u>Common Stock</u>	<u>10,000</u>	<u>34.61</u>	<u>D</u>
<u>Option to purchase Common Stock</u>	<u>(4)</u>	<u>02/09/2022</u>	<u>Common Stock</u>	<u>12,491</u>	<u>32.26</u>	<u>D</u>
<u>Option to purchase Common Stock</u>	<u>(5)</u>	<u>02/22/2023</u>	<u>Common Stock</u>	<u>10,050</u>	<u>31.6</u>	<u>D</u>
<u>Option to purchase Common Stock</u>	<u>(6)</u>	<u>02/24/2024</u>	<u>Common Stock</u>	<u>5,130</u>	<u>54.81</u>	<u>D</u>
<u>Option to purchase Common Stock</u>	<u>(7)</u>	<u>03/06/2025</u>	<u>Common Stock</u>	<u>7,144</u>	<u>45.55</u>	<u>D</u>
<u>Option to purchase Common Stock</u>	<u>03/06/2018<sup>(8)</sup></u>	<u>03/06/2025</u>	<u>Common Stock</u>	<u>2,857</u>	<u>45.55</u>	<u>D</u>

## Explanation of Responses:

- Consists of (i) 2,127 shares of Common Stock; (ii) 1,266 restricted stock units that vest ratably on February 22, 2016 and February 22, 2017; (iii) 864 restricted stock units that vest ratably on February 24, 2016 and February 24, 2017; (iv) 1,587 restricted stock units that vest ratably on March 6, 2016, March 6, 2017 and March 6, 2018; and (v) 634 restricted stock units that vest in full on March 6, 2018.
- This option is currently exercisable as to 5,050 shares. The remaining award will become vested and exercisable on November 17, 2015.
- This option is currently exercisable as to 8,000 shares. The remaining award will become vested and exercisable on December 22, 2015.
- This option is currently exercisable as to 7,495 shares. The remaining award will vest ratably on February 9, 2016 and February 9, 2017.
- This option is currently exercisable as to 5,025 shares. The remaining award will vest ratably on February 22, 2016 and February 22, 2017.
- This option is currently exercisable as to 1,710 shares. The remaining award will vest ratably on February 24, 2016 and February 24, 2017.
- This option is not currently exercisable as to any shares. The remaining award will vest ratably on March 6, 2016, March 6, 2017 and March 6, 2018.
- This option will become exercisable in full on March 6, 2018.

## Remarks:

/s/ Sharyn J Handelsman03/19/2015

\*\* 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 5 (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.

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