

LPL Financial Holdings Inc.  
 Form 3  
 April 23, 2014

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * Â Morrissey William P. Jr. (Last) (First) (Middle)	2. Date of Event Requiring Statement (Month/Day/Year) 04/14/2014	3. Issuer Name and Ticker or Trading Symbol LPL Financial Holdings Inc. [LPLA]	4. Relationship of Reporting Person(s) to Issuer  (Check all applicable)	5. If Amendment, Date Original Filed(Month/Day/Year)
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C/O LPL FINANCIAL HOLDINGS INC., Â 75 STATE STREET, 24TH FLOOR  
 (Street)

BOSTON, Â MA Â 02109  
 (City) (State) (Zip)

Director  10% Owner  
 Officer  Other  
 (give title below) (specify below)  
 MD, Independent Advisor Svcs

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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)
Common Stock	5,922 <sup>(1)</sup>	D	Â

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

SEC 1473 (7-02)

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**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	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Option to purchase Common Stock	Â (2)	06/07/2017	Common Stock	57,150	\$ 21.6	D	Â
Option to purchase Common Stock	Â (3)	02/05/2018	Common Stock	20,000	\$ 27.8	D	Â
Option to purchase Common Stock	Â (4)	09/14/2019	Common Stock	40,000	\$ 22.08	D	Â
Option to purchase Common Stock	Â (5)	11/16/2019	Common Stock	15,000	\$ 23.02	D	Â
Option to purchase Common Stock	Â (6)	12/22/2020	Common Stock	20,000	\$ 34.61	D	Â
Option to purchase Common Stock	Â (7)	02/09/2022	Common Stock	12,152	\$ 32.26	D	Â
Option to purchase Common Stock	Â (8)	02/22/2023	Common Stock	9,446	\$ 31.6	D	Â
Option to purchase Common Stock	Â (9)	02/24/2024	Common Stock	5,491	\$ 54.81	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Morrissey William P. Jr. C/O LPL FINANCIAL HOLDINGS INC. 75 STATE STREET, 24TH FLOOR BOSTON, MA 02109	Â	Â	Â MD, Independent Advisor Svcs	Â

## Signatures

/s/ William P. Morrissey Jr. 04/23/2014

\_\_Signature of Reporting Person Date

## Explanation of Responses:

\* 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).

- Consists of (i) 333 shares of Common Stock (ii) 1,785 restricted stock units that vest ratably on February 22, 2015, February 22, 2016 and February 22, 2017; (iii) 2,418 restricted stock units that vest in full on February 25, 2015; and (iv) 1,386 restricted stock units that vest ratably on February 24, 2015, February 24, 2016 and February 24, 2017.
- (1) February 22, 2017; (iii) 2,418 restricted stock units that vest in full on February 25, 2015; and (iv) 1,386 restricted stock units that vest ratably on February 24, 2015, February 24, 2016 and February 24, 2017.
  - (2) This option became fully vested and exercisable on June 7, 2012.
  - (3) This option became fully vested and exercisable on February 5, 2013.
  - (4) This option is currently exercisable as to 32,000 shares. The remaining award will become vested and exercisable on September 14, 2014.

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- (5) This option is currently exercisable as to 12,000 shares. The remaining award will become vested and exercisable on November 16, 2014.
- (6) This option is currently exercisable as to 12,000 shares. The remaining award will vest ratably on December 22, 2014 and December 22, 2015.
- (7) This option is currently exercisable as to 4,861 shares. The remaining award will vest ratably on February 9, 2015, February 9, 2016 and February 9, 2017.
- (8) This option is currently exercisable as to 2,361 shares. The remaining award will vest ratably on February 22, 2015, February 22, 2016 and February 22, 2017.
- (9) This option is not currently exercisable as to any shares. The remaining award will vest ratably on February 24, 2015, February 24, 2016 and February 24, 2017.

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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