

LPL Financial Holdings Inc.
Form 8-K
June 04, 2018

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

June 1, 2018

Date of report (date of earliest event reported)

LPL Financial Holdings Inc.

(Exact name of registrant as specified in its charter)

Delaware

001-34963

20-3717839

(State or other jurisdictions of incorporation or
organization)

(Commission File
Number)

(I.R.S. Employer Identification
Nos.)

75 State Street, Boston MA 02109

(Address of principal executive offices) (Zip Code)

(617) 423-3644

(Registrant's telephone number, including area code)

N/A

(Former Name or Former Address, if Changed since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrants under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter)

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Departure of
Directors or
Certain
Officers;
Election of
Directors;

Item 5.02 Appointment
of Certain
Officers;
Compensatory
Arrangements
of Certain
Officers.

On June 1, 2018, Allison H. Mnookin was elected as a director of LPL Financial Holdings Inc. (the “Company”) and appointed as a member of the compensation and human resources committee of the board of directors of the Company (the “Board”).

The Board has determined that Ms. Mnookin is independent under applicable standards of the Nasdaq Stock Market and Securities and Exchange Commission.

Ms. Mnookin will be entitled to a pro-rated annual retainer under the Company’s non-employee director compensation policy (“Policy”). She was granted restricted shares of the Company’s common stock on June 1, 2018, in an amount determined under the Policy. The restricted shares will vest in full on May 7, 2019.

Regulation

Item 7.01 FD

Disclosure.

A copy of the press release issued by the Company in connection with Ms. Mnookin’s election is furnished with this Form 8-K and attached hereto as Exhibit 99.1.

The information presented under this Item 7.01 and Exhibit 99.1 shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities under that Section and shall not be deemed to be incorporated by reference into any filing of the Company under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

99.1 Press Release dated June 4, 2018 (“LPL Financial Elects Allison Mnookin As New Independent Director”)

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

LPL FINANCIAL
HOLDINGS INC.

By: /s/
 Gregory
 M.
 Woods
 Name:
 Gregory
 M.
 Woods
 Title:
 Secretary

Dated: June 4, 2018