Edgar Filing: Brown Stephanie L - Form 4

Form 4										
March 23, 2009									PPROVAL	
CURIVI 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						N OMB Number:	3235-0287			
Check this box if no longer subject to Section 16. Form 4 or				IGES IN SECUR		Estimated burden hou	Expires:January 31 2003Estimated averageburden hours per response0.3			
Form 5 obligations may continue. See Instruction 1(b).	-	a) of the P	ublic U	tility Hol	ding Cor		nge Act of 1934, of 1935 or Secti 940			
(Print or Type Respons	ses)									
Brown Stephanie L Syr			2. Issuer Name and Ticker or Trading Symbol LPL Investment Holdings Inc. [NONE]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (F C/O LPL INVEST HOLDINGS INC. STREET, FLOOR	TMENT , ONE BEA	/liddle)	3. Date of Earliest Transaction (Month/Day/Year) 12/31/2008				Director 10% Owner X Officer (give title Other (specify below) Managing Director, GC			
(St BOSTON, MA 02	reet)		4. If Amendment, Date Original Filed(Month/Day/Year)			1	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
		(Zip)	Tab	la I Non I	Dominatina	Securities A	Person	of on Donoficio	lly Owned	
1.Title of 2. Tran	saction Date /Day/Year)	2A. Deeme	d Date, if	3. Transactio Code (Instr. 8) Code V	4. Securit nAcquired Disposed (Instr. 3, 4	ies (A) or of (D)	cquired, Disposed 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect	
Reminder: Report on a	separate line	for each cla	ss of secu	urities benef	ficially ow	ned directly o	or indirectly.			

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transact Code (Instr. 8)		e Acquired sposed of	6. Date Exerci Expiration Dat (Month/Day/Y	te	7. Title and 2 Underlying 8 (Instr. 3 and	Secu
				Code V	7 (A)	(D)	Date Exercisable	Expiration Date	Title	An or Nu of S
Stock Options (1)	\$ 1.07	12/31/2008		J <u>(1)</u>		64,680	12/14/2004	12/14/2009	Common Stock	64
Restricted Stock Units (1)	(2)	12/31/2008		J <u>(1)</u>	60,843		<u>(3)</u>	(3)	Common Stock	60

Reporting Owners

Reporting Owner Name / Address	Relationships					
		10% Owner	Officer	Other		
Brown Stephanie L C/O LPL INVESTMENT HOLDINGS INC. ONE BEACON STREET, FLOOR 22 BOSTON, MA 02108			Managing Director, GC			
Signatures						
/s/ Stephanie L.						

Brown	03/23/2009		
<u>**</u> Signature of Reporting Person	Date		

Explanation of Responses:

- * 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).

The 2008 Deferred Compensation Plan allowed employees of the Issuer and its subsidiaries that held existing stock options issued under the 1999 Option Plans that would expire in 2009 or 2010 to re-classify their holdings as restricted stock units that are paid out at a later

- (1) date in the form of shares of Issuer's common stock. Participating employees were awarded that number of stock units that is equal to the aggregate fair market value of the shares subject to the option at December 31, 2008 less the aggregate strike price of the options and divided by the price per share of the Issuer's stock at December 31, 2008.
- (2) Each stock unit is a bookkeeping entry of which one stock unit is the economic equivalent of one share of Issuer's common stock.

Restricted Stock Units are fully vested, except that accounts are forfeited if the holder is terminated for cause. Distribution of units occurs at the earliest to occur of death, disability, change in control (as defined in the 2008 Deferred Compensation Plan) or a date in 2012 to be determined by the Issuer. Settlement is made within 90 days of the distribution event (or, with respect to the settlement in 2012, by the

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

end of the calendar year).