

SULLIVAN THOMAS D
Form 4
March 02, 2012

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
SULLIVAN THOMAS D

2. Issuer Name and Ticker or Trading Symbol
Lumber Liquidators Holdings, Inc.
[LL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3000 JOHN DEERE ROAD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/29/2012

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman of the Board; Founder

TOANO, VA 23168

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting 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) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (D) | Price |
| Common Stock | 02/29/2012 | | S | | 75,513 | D | \$ 22.1089 (1) (2) |
| Common Stock | 03/01/2012 | | S | | 76,200 | D | \$ 22.3449 (3) |

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

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(9-02)

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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 3, 4, and 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SULLIVAN THOMAS D 3000 JOHN DEERE ROAD TOANO, VA 23168 | X | | Chairman of the Board; Founder | |

Signatures

E. Livingston B. Haskell,
Power-of-Attorney

03/02/2012

__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).

(1) Average weighed sale price for prices ranging from \$22.00 to \$22.28. 100 shares were sold at the following prices: \$22.0419 and \$22.0619; 164 shares were sold at \$22.0829 per share; 200 shares were sold at \$22.19 per share; 300 shares were sold at \$22.27 per share; 400 shares were sold at the following prices: \$22.0019, \$22.0719, \$22.0919, \$22.2019, \$22.23, \$22.2419 and \$22.2519; 600 shares were sold at the following prices: \$22.0119, \$22.0519, \$22.0819, \$22.2219, \$22.2319, \$22.2619 and \$22.2719; 800 shares were sold at \$22.28 per share; 836 shares were sold at \$22.15 per share; 900 shares were sold at \$22.09 per share; 1,000 shares were sold at \$22.1919 per share; 1,100 shares were sold at \$22.21 per share; 1,200 shares were sold at \$22.24 per share (Continued in Footnote 2).

(2) (Continued from Footnote 1) 1,400 shares were sold at the following prices: \$22.07 and \$22.26; 1,600 shares were sold at \$22.06 per share; 1,800 shares were sold at \$22.03 per share; 1,900 shares were sold at \$22.08 per share; 2,200 shares were sold at \$22.10 per share; 2,345 shares were sold at \$22.01 per share; 2,375 shares were sold at \$22.02 per share; 3,400 shares were sold at \$22.22 per share; 3,700 shares were sold at \$22.04 per share; 4,600 shares were sold at \$22.20 per share; 9,400 shares were sold at \$22.25 per share; 12,000 shares were sold at \$22.05 per share; and 13,693 shares were sold at \$22.00 per share.

(3) Average weighted sale price for prices ranging from \$22.30 to \$22.4119. 2 shares were sold at \$22.3750 per share; 100 shares were sold at \$22.3150 per share; 400 shares were sold at each of the following prices: \$22.3019, \$22.3519 and \$22.36; 600 shares were sold at \$22.3819 per share; 700 shares were sold at \$22.34 per share; 800 shares were sold at each of the following prices: \$22.3319, \$22.3619, \$22.41 and \$22.4119; 1,000 shares were sold at \$22.3719 per share; 1,400 shares were sold at \$22.3219 per share; 1,700 shares were sold at \$22.38 per share; 2,200 shares were sold at \$22.32 per share; 2,600 shares were sold at \$22.39 per share; 4,000 shares were sold at \$22.31 per share; 4,400 shares were sold at \$22.4019 per share; 5,515 shares were sold at \$22.37 per share; 7,000 shares were sold at

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\$22.33 per share; 7,800 shares were sold at \$22.40 per share; 13,283 shares were sold at \$22.35 per share; and 19,500 shares were sold at \$22.30 per share.

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.