

SULLIVAN THOMAS D
Form 4
March 02, 2011

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)
03/01/2011

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

TOANO, VA 23168

(City) (State) (Zip)

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 03/01/2011 | | S | | 87,400 | D | \$ 23.22 (1) (2) |
| Common Stock | 03/01/2011 | | S | | 2,600 | D | \$ 23.82 (3) |

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

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SEC 1474 (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. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

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

Signatures

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

03/02/2011

__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) Weighted average sale price for prices ranging from \$22.79 to \$23.77. 6 shares were sold at \$23.735 per share; 100 shares were sold at each of the following prices: \$22.80, \$23.02 and \$23.06; 106 shares were sold at \$23.68 per share; 200 shares were sold at each of the following prices: \$22.82, \$22.87, \$23.01, \$23.27, \$23.75 and \$23.77; 294 shares were sold at \$23.66 per share; 300 shares were sold at \$22.84 per share; 400 shares were sold at \$23.67 per share; 420 shares were sold at \$23.11 per share; 500 shares were sold at each of the following prices: \$23.74 and \$23.7419; 600 shares were sold at \$23.63 per share; 700 shares were sold at \$22.86 per share; 750 shares were sold at \$22.81 per share; 867 shares were sold at \$23.74 per share; 900 shares were sold at \$23.46 per share; 928 shares were sold at \$22.89 per share (Continued in Footnote 2).

(Continued from Footnote 1) 1,008 shares were sold at \$22.79 per share; 1,100 shares were sold at each of the following prices: \$22.90 and \$23.61; 1,188 shares were sold at \$22.91 per share; 1,400 shares were sold at \$23.04 per share; 1,501 shares were sold at \$22.83 per share; 1,633 shares were sold at \$23.60 per share; 1,994 shares were sold at \$23.73 per share; 2,125 shares were sold at \$22.85 per share;

(2) 2,200 shares were sold at \$23.44 per share; 2,400 shares were sold at \$22.88 per share; 3,180 shares were sold at \$23.25 per share; 3,664 shares were sold at \$23.45 per share; 3,900 shares were sold at \$23.41 per share; 4,938 shares were sold at \$23.40 per share; 5,100 shares were sold at \$23.26 per share; 7,105 shares were sold at \$23.43 per share; 7,393 shares were sold at \$23.42 per share; and 25,700 shares were sold at \$23.00 per share.

(3) Weighted average sale price for prices ranging from \$23.81 to \$23.821. 100 shares were sold at \$23.8204 per share; 300 shares were sold at \$23.81 per share; 800 shares were sold at \$23.82 per share; and 1,400 shares were sold at \$23.821 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.

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