

SULLIVAN THOMAS D  
Form 4  
May 31, 2011

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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)  
05/26/2011

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	(A) or (D) Price		
Common Stock	05/26/2011		S		147,600	D	\$ 26.2374	2,212,961	D
							(1) (2) (3)		
Common Stock	05/27/2011		S		13,160	D	\$ 26.0298	2,199,801	D
							(4)		

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

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SEC 1474 (9-02)



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- (4) Weighted average sale price for prices ranging from \$26.00 to \$26.10. 4,641 shares were sold at \$26.00 per share; 1,300 shares were sold at \$26.02 per share; 1,800 shares were sold at \$26.03 per share; 700 shares were sold at \$26.04 per share; 3,019 shares were sold at \$26.05 per share; 200 shares were sold at \$26.06 per share; 700 shares were sold at \$26.07 per share; 400 shares were sold at \$26.08 per share; 300 shares were sold at \$26.09 per share; 100 shares were sold at \$26.10 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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