

JORDAN JAMES E
 Form 4/A
 April 11, 2011

FORM 4

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

OMB APPROVAL

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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 *
 JORDAN JAMES E

2. Issuer Name and Ticker or Trading Symbol
 LEUCADIA NATIONAL CORP
 [LUK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 C/O 315 PARK AVENUE SOUTH
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 04/05/2011

Director 10% Owner
 Officer (give title below) Other (specify below)

NEW YORK, NY 10010

4. If Amendment, Date Original Filed(Month/Day/Year)
 04/07/2011

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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Shares	04/05/2011		M			4,000	A	\$ 30.78	128,750	D	
Common Shares	04/05/2011		S			4,000	D	\$ 38.5021	124,750	D	
Common Shares	04/05/2011		M			1,500	A	\$ 33.5	126,250	D	
Common Shares	04/05/2011		S			1,500	D	\$ 38.5021	124,750	D	

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

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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. Amount or Number of Shares
Option to purchase Common Shares	\$ 30.78	04/05/2011		M	4,000	<u>(1)</u> 05/16/2011	Common Shares	4,000
Option to purchase Common Shares	\$ 33.5	04/05/2011		M	4,000	<u>(2)</u> 05/15/2012	Common Shares	1,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JORDAN JAMES E C/O 315 PARK AVENUE SOUTH NEW YORK, NY 10010		X		

Signatures

/s/ James E.
Jordan 04/11/2011

**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)

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The stock options were granted on May 16, 2006 under the Leucadia National Corporation 1999 Stock Option Plan, as amended and restated. Pursuant to their terms, these options become exercisable at the rate of 25% per year commencing one year after the date of grant.

- (2) The stock options were granted on May 15, 2007 under the Leucadia National Corporation 1999 Stock Option Plan, as amended and restated. Pursuant to their terms, these options become exercisable at the rate of 25% per year commencing one year after the date of grant.

Remarks:

This amendment is being filed to correct a typographical error.

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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