

Dwyer William E III
Form 5
December 29, 2011

FORM 5

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

Check this box if
no longer subject
to Section 16.
Form 4 or Form
5 obligations
may continue.
See Instruction
1(b).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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

OMB APPROVAL

OMB
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1. Name and Address of Reporting Person *
Dwyer William E III

(Last) (First) (Middle)

C/O LPL INVESTMENT
HOLDINGS INC., ONE BEACON
STREET

(Street)

2. Issuer Name and Ticker or Trading
Symbol
LPL Investment Holdings Inc.
[LPLA]

3. Statement of Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2011

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____ Officer (give title below) ____ Other (specify below)
Pres., Nat'l Sales & Mktg.

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

6. Individual or Joint/Group Reporting

(check applicable line)

BOSTON, MA 02108

____ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	05/02/2011	Â	G	11,689.67 A \$ 0	325,322.67	D	Â
Common Stock	Â	Â	Â	Â Â Â 221,426.33	I	The Reporting Person holds these shares of	

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									Common Stock indirectly through GRATS and family trusts. ⁽¹⁾
Common Stock	05/02/2011	Â	G	5,251.88	A	\$ 0	330,574.55	D	Â
									The Reporting Person holds these shares of Common Stock indirectly through GRATS and family trusts. ⁽¹⁾
Common Stock	Â	Â	Â	Â	Â	Â	216,174.45	I	
Common Stock	05/03/2011	Â	G	16,941.55	D	\$ 0	313,633	D	Â
									The Reporting Person holds these shares of Common Stock indirectly through GRATS and family trusts. ⁽¹⁾
Common Stock	Â	Â	Â	Â	Â	Â	233,116	I	
Common Stock	12/20/2011	Â	G	35,174	A	\$ 0	348,807	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	197,942	I	The Reporting Person holds these shares of Common Stock

indirectly
through
GRATS
and family
trusts. ⁽¹⁾

Common Stock	12/20/2011	Â	G	35,174	D	\$ 0	313,633	D
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The
Reporting
Person
holds
these
shares of
Common
Stock
indirectly
through
GRATS
and family
trusts. ⁽¹⁾

Common Stock	Â	Â	Â	Â	Â	Â	233,116	I
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Common Stock	12/22/2011	Â	G	35,174	D	\$ 0	278,459	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 2270
(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. Amount or Number of Shares
					(A) (D)	Date Exercisable	Expiration Date	Title	

Reporting Owners

Reporting Owner Name / Address

Relationships

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Director 10% Owner Officer

Other

Dwyer William E III

C/O LPL INVESTMENT HOLDINGS INC.

ONE BEACON STREET

BOSTON, MA 02108

Â

Â

Â Pres., Nat'l Sales & Mktg.

Â

Signatures

/s/ William E.

Dwyer, III

12/29/2011

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) The Reporting Person disclaims beneficial ownership of such shares except to the extent of his pecuniary interest, if any, therein

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

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