LEUCADIA NATIONAL CORP

Form 5

Shares

February 13, 2008

OMB APPROVAL FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations OWNERSHIP OF SECURITIES response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer NICHOLS JESSE CLYDE III Symbol LEUCADIA NATIONAL CORP (Check all applicable) [LUK] (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) _X_ Director 10% Owner Officer (give title Other (specify (Month/Day/Year) below) below) 12/31/2007 C/O LEUCADIA NATIONAL CORPORATION, Â 315 PARK **AVENUE SOUTH** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) NEW YORK, NYÂ 10010 _X_ 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 3. 1.Title of 2. Transaction Date 2A. Deemed 4. Securities 5. Amount of 6. 7. Nature of Transaction Security (Month/Day/Year) Execution Date, if Acquired (A) or Securities Ownership Indirect (Instr. 3) Code Disposed of (D) Beneficially Form: Direct Beneficial (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned at end (D) or Ownership of Issuer's Indirect (I) (Instr. 4) Fiscal Year (Instr. 4) (A) (Instr. 3 and or Price (D) Amount Common Â \$ (1) 44,556 Â 08/01/2007 G 200 D D Shares Common Â \$ (1) 43,276 Â 08/13/2007 $G^{(2)}$ 1.280 D D Shares See Common Â \$ (1) 8,700 08/13/2007 $G^{(2)}$

1.280

Α

Explanation

(2)

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Common Shares	12/21/2007	Â	G(2)	988	D	\$ <u>(1)</u>	42,288	D	Â
Common Shares	12/21/2007	Â	G(2)	988	A	\$ (1)	9,688	I	See Explanation
Common Shares	Â	Â	Â	Â	Â	Â	153,830	I	See Explanation (3)

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)		ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. of D Se O En Is Fi (In
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
NICHOLS JESSE CLYDE III						
C/O LEUCADIA NATIONAL CORPORATION	â v	Â	â	â		
315 PARK AVENUE SOUTH	АЛ	A	A	A		
NEW YORK, NY 10010						

Signatures

Reporting Person

Jesse Clyde 02/12/2008 Nichols, III **Signature of Date

2 Reporting Owners

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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) Not Applicable.
- (2) Gift to trusts for the benefit of minor children of Reporting Person and includes shares held by minor children of Reporting Person.
- (3) Consists of 131,554 shares held by a revocable trust for the benefit of the Reporting Person and 22,276 shares held by the Reporting Person's wife (directly and indirectly through a majority owned company).

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.