

PESCARA MARCO  
Form 4  
May 16, 2013

**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 \*  
PESCARA MARCO

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)  
05/15/2013

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Chief Marketing Officer

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  | (D)  | Price   |
| Common Stock                    | 05/15/2013                           |  | M                              |   | 1,499   | A  | \$ 7.58   |
| Common Stock                    | 05/15/2013                           |  | M                              |   | 3,000   | A  | \$ 10.69  |
| Common Stock                    | 05/15/2013                           |  | M                              |   | 13,000  | A  | \$ 10.69  |
| Common Stock                    | 05/15/2013                           |  | M                              |   | 1,000   | A  | \$ 24.19  |
| Common Stock                    | 05/15/2013                           |  | M                              |   | 2,000   | A  | \$ 23.49  |
|                                 |                                      |  |                                |   | 5,200   |  |   |
|                                 |                                      |  |                                |   | 8,200   |  |   |
|                                 |                                      |  |                                |   | 21,200  |  |   |
|                                 |                                      |  |                                |   | 22,200  |  |   |
|                                 |                                      |  |                                |   | 24,200  |  |   |

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|              |            |   |        |   |                      |        |   |
|--------------|------------|---|--------|---|----------------------|--------|---|
| Common Stock | 05/15/2013 | M | 2,000  | A | \$ 24.35             | 26,200 | D |
| Common Stock | 05/15/2013 | S | 12,000 | D | \$<br>89.3256<br>(7) | 14,200 | D |
| Common Stock | 05/15/2013 | S | 10,499 | D | \$<br>90.0679<br>(8) | 3,701  | D |

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

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(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) | Amount or Number of Shares |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                      | Amount or Number of Shares |
| Stock Option (right to purchase)           | \$ 7.58  | 05/15/2013                           |  | M                              | 1,499   | (1) 07/13/2016   | Common Stock  | 1,499                      |                            |
| Stock Option (right to purchase)           | \$ 10.69   | 05/15/2013                           |  | M                              | 3,000   | (2) 03/28/2018   | Common Stock  | 3,000                      |                            |
| Stock Option (right to purchase)           | \$ 10.69   | 05/15/2013                           |  | M                              | 13,000  | (3) 03/12/2019   | Common Stock  | 13,000                     |                            |
| Stock Option (right to purchase)           | \$ 24.19   | 05/15/2013                           |  | M                              | 1,000   | (4) 03/11/2020   | Common Stock  | 1,000                      |                            |
| Stock Option                               | \$ 23.49   | 05/15/2013                           |  | M                              | 2,000   | (5) 03/03/2021   | Common Stock  | 2,000                      |                            |

(right to  
purchase)

Stock

|                                  |          |            |   |       |     |            |                 |       |
|----------------------------------|----------|------------|---|-------|-----|------------|-----------------|-------|
| Option<br>(right to<br>purchase) | \$ 24.35 | 05/15/2013 | M | 2,000 | (6) | 03/22/2022 | Common<br>Stock | 2,000 |
|----------------------------------|----------|------------|---|-------|-----|------------|-----------------|-------|

## Reporting Owners

| Reporting Owner Name / Address                           | Relationships |           |                         |       |
|--|---------------|-----------|-------------------------|-------|
|  | Director      | 10% Owner | Officer                 | Other |
| PESCARA MARCO<br>3000 JOHN DEERE ROAD<br>TOANO, VA 23168 |               |           | Chief Marketing Officer |       |

## Signatures

|  |            |
|--|------------|
| /s/ E. Livingston B. Haskell,<br>Power-of-Attorney | 05/16/2013 |
|--|------------|

\*\*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 option was granted on July 13, 2006 and became exercisable one-third on each anniversary of the grant date; provided that vesting accelerated by one year upon the issuer's initial public offering.
- (2) The stock option vests in four equal annual installments beginning on March 28, 2009.
- (3) The stock option vests in four equal annual installments beginning on March 12, 2010.
- (4) The stock option vests in four equal annual installments beginning on March 11, 2011.
- (5) The stock option vests in four equal annual installments beginning on March 3, 2012.
- (6) The stock option vests in four equal annual installments beginning on March 22, 2013.

Weighted average sale price for prices ranging from \$89.00 to \$89.91. 24 shares were sold at each of the following prices: \$89.01 and \$89.03; 100 shares were sold at each of the following prices: \$89.054, \$89.055, \$89.06, \$89.07 and \$89.91; 400 shares were sold at \$89.89 per share; 500 shares were sold at \$89.2001 per share; 1,500 shares were sold at \$89.21 per share; 1,600 shares were sold at \$89.05 per share; 1,952 shares were sold at \$89.00 per share; 2,500 shares were sold at \$89.90 per share; and 3,000 shares were sold at \$89.23 per share.

- (7) \$89.89 per share; 500 shares were sold at \$89.2001 per share; 1,500 shares were sold at \$89.21 per share; 1,600 shares were sold at \$89.05 per share; 1,952 shares were sold at \$89.00 per share; 2,500 shares were sold at \$89.90 per share; and 3,000 shares were sold at \$89.23 per share.
- (8) Weighted average sale price for prices ranging from \$90.01 to \$90.132. 50 shares were sold at \$90.07 per share; 100 shares were sold at each of the following prices: \$90.02, \$90.09 and \$90.132; 200 shares were sold at each of the following prices: \$90.06 and \$90.08; 700 shares were sold at \$90.0101 per share; 1,000 shares were sold at \$90.01 per share; 1,099 shares were sold at \$90.13 per share; 3,000 shares were sold at \$90.10 per share; and 3,950 shares were sold at \$90.05 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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