

Lumber Liquidators Holdings, Inc.
 Form 4
 March 04, 2014

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 *
HASKELL E LIVINGSTON B

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)
02/28/2014

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Secretary/General Corp Counsel

TOANO, VA 23168

(City) (State) (Zip)

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

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 | 02/28/2014 | | M | | 7,500 | A | \$ 10.69 |
| | | | | | | | 9,595 |
| Common Stock | 02/28/2014 | | S | | 7,500 | D | \$ 107.0611 |
| | | | | | | | (2) |
| Common Stock | 03/01/2014 | | A | | 349 (3) | A | \$ 0 |
| | | | | | | | 2,444 |
| Common Stock | 03/01/2014 | | F | | 488 | D | \$ 107.28 |
| | | | | | | | 1,956 |

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) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title | Amount or Number of Shares |
| Stock Option (right to purchase) | \$ 10.69 | 02/28/2014 | | M | 7,500 | ⁽¹⁾ 03/12/2019 | Common Stock | 7,500 |
| Stock Option (right to purchase) | \$ 107.28 | 03/01/2014 | | A | 2,428 | ⁽⁴⁾ 03/01/2024 | Common Stock | 2,428 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| HASKELL E LIVINGSTON B 3000 JOHN DEERE ROAD TOANO, VA 23168 | | | Secretary/General Corp Counsel | |

Signatures

/s/ E. Livingston B. Haskell 03/04/2014

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 stock option vests in four equal annual installments beginning on March 12, 2010.
- (2) Average weighted sale price for prices ranging from \$107.06 to \$107.08. 249 shares were sold at \$107.08 per share; 300 shares were sold at \$107.07 per share; and 6,951 shares were sold at \$107.06 per share.

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- (3) Restricted stock award with shares vesting as follows: 25% per year over four years beginning on March 1, 2015.
- (4) The stock option vests at the rate of 25% per year over four years beginning on March 1, 2015.

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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