

Lumber Liquidators Holdings, Inc.

Form 4

November 12, 2015

**FORM 4****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).

**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  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SULLIVAN THOMAS D

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)  
11/09/2015

☒ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
Founder; Acting CEO

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                          | Amount                                                                                                             | (D)                                                                  | Price                                                             |

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
displays a currently valid OMB control  
number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of<br>Derivative<br>Security | 2. Conversion<br>or Exercise | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any | 4. Transaction<br>Code | 5. Number<br>of Derivative<br>Securities | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. D |
|---------------------------------------|------------------------------|-----------------------------------------|-----------------------------------------|------------------------|------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|------|
|                                       |                              |                                         |                                         |                        |                                          |                                                                |                                                                     |      |

# Edgar Filing: Lumber Liquidators Holdings, Inc. - Form 4

| (Instr. 3) | Price of<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8) | Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 4,<br>and 5) | (Instr. 3, 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## Reporting Owners

| Reporting Owner Name / Address                               | Relationships |           |                     |       |
|--------------------------------------------------------------|---------------|-----------|---------------------|-------|
|                                                              | Director      | 10% Owner | Officer             | Other |
| SULLIVAN THOMAS D<br>3000 JOHN DEERE ROAD<br>TOANO, VA 23168 | X             |           | Founder; Acting CEO |       |

## Signatures

/s/ E. Livingston B. Haskell,  
Power-of-Attorney  
11/11/2015

\_\_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).

Stock option vests at the rate of 33% per year over three years beginning November 9, 2016 if Mr. Sullivan is employed by Lumber Liquidators Holdings, Inc. (or any related company) or serves on its Board of Directors on such anniversary, as more fully set forth in Form of Service Option Award Agreement filed as Exhibit 10.1 in Issuer's current report on Form 8-K filed August 5, 2015.

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