

SULLIVAN THOMAS D
Form 4
November 14, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
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)
11/11/2011

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman of the Board; Founder

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 Ownership (Instr. 4)	
				Code	V	Amount	(A) or (D)	Price
Common Stock	11/11/2011		S			144,100	D	\$ 17.2665
								(1) (2)
						2,055,701	D	

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

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SEC 1474 (9-02)

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

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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. Number of Derivative Securities Owned Following Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SULLIVAN THOMAS D 3000 JOHN DEERE ROAD TOANO, VA 23168	X		Chairman of the Board; Founder	

Signatures

E. Livingston B. Haskell,
Power-of-Attorney

 **Signature of Reporting Person

11/14/2011

 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) Weighted average sale price for prices ranging from \$17.19 to \$17.59 per share. 100 shares were sold at each of the following prices: \$17.35, \$17.375, \$17.47 and \$17.59; 200 shares were sold at each of the following prices: \$17.235, \$17.245 and \$17.48; 300 shares were sold at each of the following prices: \$17.2329 and \$17.52; 355 shares were sold at \$17.2429 per share; 389 shares were sold at \$17.4729 per share; 400 shares were sold at each of the following prices: \$17.2929 and \$17.44; 488 shares were sold at \$17.27 per share; 582 shares were sold at \$17.4229 per share; 711 shares were sold at \$17.50 per share; 800 shares were sold at each of the following prices: \$17.2729 and \$17.58; 850 shares were sold at \$17.36 per share; 936 shares were sold at \$17.42 per share; 987 shares were sold at \$17.22 per share; 1,118 shares were sold at \$17.34 per share; 1,300 shares were sold at \$17.51 per share; 2,082 shares were sold at \$17.33 per share (continued in Footnote 2).
- (2) (Continued from Footnote 1) 2,100 shares were sold at \$17.49 per share; 2,112 shares were sold at \$17.37 per share; 2,500 shares were sold at \$17.40 per share; 2,926 shares were sold at \$17.31 per share; 3,020 shares were sold at \$17.41 per share; 4,269 shares were sold at \$17.26 per share; 4,512 shares were sold at \$17.28 per share; 5,307 shares were sold at \$17.29 per share; 6,048 shares were sold at \$17.19 per share; 6,210 shares were sold at \$17.21 per share; 8,273 shares were sold at \$17.25 per share; 10,382 shares were sold at \$17.30 per share; 15,343 shares were sold at \$17.20 per share; 20,364 shares were sold at \$17.24 per share; and 34,436 shares were sold at \$17.23 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. 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.