

SULLIVAN THOMAS D
 Form 4
 November 27, 2012

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 *
 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)
 11/26/2012

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 Beneficial Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock	11/26/2012		S	92,000 D \$ 53.72 (1)	1,016,998	D	
Common Stock	11/26/2012		S	8,000 D \$ 54.6937 (2)	1,008,998	D	

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

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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

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
11/27/2012

**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) Weighted average sale price for prices ranging from \$53.2876 to \$54.2364. 1,500 shares were sold at each of the following prices: \$53.7747, \$53.7840, \$53.8035, \$53.8193, \$53.8453 and \$53.8631; 2,000 shares were sold at each of the following prices: \$53.5603, \$53.6925, \$53.703, \$53.7125, \$53.7237, \$53.7607, \$53.774, \$53.80, \$53.8818, \$53.9053, \$54.0445 and \$54.1694; 2,500 shares were sold at each of the following prices: \$53.2876, \$53.2902, \$53.3016, \$53.3103, \$53.3252, \$53.3500, \$53.3727, \$53.4809, \$53.6082, \$53.6500, \$53.6624, \$53.6791, \$53.6806, \$53.7000, \$53.7000, \$53.8008, \$53.9427, \$54.0554, \$54.1257 and \$54.2364; and 3,000 shares were sold at each of the following prices: \$53.8007, \$53.9728 and \$54.0285.

(2) Weighted average sale price for prices ranging from \$54.44 to \$54.8636. 2000 shares were sold at each of the following prices: \$54.44, \$54.50, \$54.8610 and \$54.8636.

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.