

SULLIVAN THOMAS D
 Form 4
 May 07, 2013

FORM 4

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

OMB APPROVAL

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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)
 05/03/2013

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	(A) or (D) Price		
Common Stock	05/03/2013		S		95,857	D	\$ 81.8844	813,141	D
							(1) (2)		
Common Stock	05/03/2013		S		40,000	D	\$ 82.3796	773,141	D
							(3)		
Common Stock	05/06/2013		S		38,643	D	\$ 82.479	734,498	D
							(4)		
Common Stock	05/06/2013		S		25,500	D	\$ 83.2964	708,998	D
							(5)		

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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				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
**Signature of Reporting Person

05/07/2013
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) Average weighted sale price for prices ranging from \$81.26 to \$82.20. 15 shares were sold at \$82.07 per share; 50 shares were sold at \$82.052 per share; 100 shares were sold at each of the following prices: \$81.358, \$81.92, \$82.0501, \$82.0516, \$82.0921 and \$82.12; 300 shares were sold at \$82.10 per share; 302 shares were sold at each of the following prices: \$81.35 and \$82.011; 302 shares were sold at \$82.09 per share; 400 shares were sold at each of the following prices: \$82.001 and \$82.0601; 450 shares were sold at each of the following prices: \$82.04 and \$82.08; 600 shares were sold at each of the following prices: \$81.36 and \$81.91; 683 shares were sold at \$82.0902 per share (continued in Footnote 2).
- (2) (Continued from Footnote 1) 917 shares were sold at \$82.092 per share; 1,176 shares were sold at \$82.0801 per share; 1,200 shares were sold at each of the following prices: \$81.26, \$82.02 and \$82.0901; 1,250 shares were sold at \$82.01 per share; 1,600 shares were sold at \$82.081 per share; 2,500 shares were sold at \$81.70 per share; 2,600 shares were sold at \$81.33 per share; 5,000 shares were sold at each

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of the following prices: \$81.75, \$81.85, \$81.95 and \$82.20; 5,200 shares were sold at \$81.30 per share; 6,239 shares were sold at \$82.05 per share; 10,000 shares were sold at \$81.80 per share; 11,000 shares were sold at \$81.90 per share; and 24,422 shares were sold at \$82.00 per share.

Average weighted sale price for prices ranging from \$82.30 to \$82.624. 24 shares were sold at \$82.33 per share; 60 shares were sold at \$82.4301 per share; 100 shares were sold at each of the following prices: \$82.4021, \$82.4221, \$82.4226, \$82.5301 and \$82.61; 200 shares were sold at each of the following prices: \$82.4001, \$82.4101, \$82.4351 and \$82.624; 400 shares were sold at \$82.5001 per share; 498

(3) shares were sold at \$82.322 per share; 500 shares were sold at \$82.4401 per share; 850 shares were sold at \$82.424 per share; 1,442 shares were sold at \$82.43 per share; 1,600 shares were sold at \$82.62 per share; 2,050 shares were sold at \$82.4202 per share; 2,100 shares were sold at \$82.40 per share; 2,459 shares were sold at \$82.35 per share; 7,041 shares were sold at \$82.50 per share; and 19,676 shares were sold at \$82.30 per share.

Weighted average share price for prices ranging from \$82.00 to \$82.9673. 2,000 shares were sold at \$82.00 per share; 2,500 shares were

(4) sold at each of the following prices: \$82.00, \$82.214, \$82.35, \$82.3997, \$82.50, \$82.70, \$82.90, \$82.9193 and \$82.9673; 3,000 shares were sold at each of the following prices: \$82.1541, \$82.2522 and \$82.6192; and 7,643 shares were sold at \$82.40 per share.

Weighted average sale price for prices ranging from \$83.00 to \$83.7201. 2,500 shares were sold at each of the following prices: \$83.20, \$83.35, \$83.50, \$83.5035 and \$83.7201; 5,500 shares were sold at \$83.00 per share; and 7,500 shares were sold at \$83.25 per share.

(5)

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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