

GRIFFITHS JEFFREY W
Form 4
January 04, 2011

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 *
GRIFFITHS JEFFREY W

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)

3. Date of Earliest Transaction
(Month/Day/Year)
01/03/2011

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

C/O LUMBER LIQUIDATORS HOLDINGS, INC., 3000 JOHN DEERE ROAD

(Street)

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

TOANO, VA 23168

(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 | 01/03/2011 | | M | | 90,000 | A | \$ 7.83 |
| Common Stock | 01/03/2011 | | S | | 90,000 | D | \$ 25.2254 |
| | | | | | <u>(1)</u> | | <u>(2)</u> <u>(3)</u> |

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

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number.

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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Stock Option (right to purchase) | \$ 7.83 | 01/03/2011 | | M | 90,000 | (4) 10/18/2016 | Common Stock | 90,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| GRIFFITHS JEFFREY W C/O LUMBER LIQUIDATORS HOLDINGS, INC. 3000 JOHN DEERE ROAD TOANO, VA 23168 | X | | President and CEO | |

Signatures

/s/ E. Livingston B. Haskell, Power of Attorney for Jeffrey W. Griffiths
Date: 01/04/2011

**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 sale of these shares was effectuated pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 17, 2010. Weighted average sale price for prices ranging from \$25.02 to \$25.39. 52 shares were sold at \$25.37 per share; 100 shares were sold at each of the following prices: \$25.05, \$25.1825, \$25.1875, \$25.235, \$25.2475, \$25.265 and \$25.39; 137 shares were sold at \$25.02 per share; 148 shares were sold at \$25.34 per share; 200 shares were sold at each of the following prices: \$25.17, \$25.1775 and \$25.215; 203 shares were sold at \$25.1775 per share; 320 shares were sold at \$25.14 per share; 463 shares were sold at \$25.07 per share; 500 shares were sold at \$25.08 per share; 503 shares were sold at \$25.10 per share; 592 shares were sold at \$25.30 per share; 700 shares were sold at each of the following prices: \$25.04, \$25.175 and \$25.18; 897 shares were sold at \$25.09 per share; 980 shares were sold at \$25.15 per share; 1,100 shares were sold at \$25.16 per share; 1,200 shares were sold at \$25.11 per share; 1,700 shares were sold at \$25.12 per share (continued in Footnote 3).
- (3) (Continued from Footnote 2) 1,900 shares were sold at \$25.13 per share; 3,999 shares were sold at \$25.19 per share; 4,073 shares were sold at \$25.29 per share; 4,611 shares were sold at \$25.27 per share; 5,157 shares were sold at \$25.22 per share; 5,279 shares were sold at \$25.25 per share; 6,282 shares were sold at \$25.23 per share; 7,225 shares were sold at \$25.21 per share; 8,551 shares were sold at \$25.24

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per share; 9,767 shares were sold at \$25.20 per share; 9,900 shares were sold at \$25.26 per share; and 11,061 shares were sold at \$25.28 per share.

(4) The option was granted on October 18, 2006 and became exercisable one quarter on each anniversary of the grant date.

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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