

SULLIVAN THOMAS D  
Form 4  
February 29, 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)  
02/27/2012

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/27/2012		S		200,000	D	\$ 21.3474 (1) (2) (3)
Common Stock	02/28/2012		S		229,000	D	\$ 22.0846 (4) (5) (6)

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)*

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. 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 02/29/2012

\*\*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) Average weighted sale price for prices ranging from \$21.00 to \$21.57. 100 shares were sold at \$21.52 per share; 147 shares were sold at \$21.4250 per share; 200 shares were sold at each of the following prices: \$21.02, \$21.3250 and \$21.4129; 241 shares were sold at \$21.2219 per share; 300 shares were sold at each of the following prices: \$21.22, \$21.29 and \$21.47; 400 shares were sold at each of the following prices: \$21.2719 and \$21.54; 500 shares were sold at each of the following prices: \$21.01 and \$21.34; 600 shares were sold at each of the following prices: \$21.3850, \$21.3869, \$21.3919, \$21.4150, \$21.4619 and \$21.4719; 700 shares were sold at \$21.26 per share; 800 shares were sold at each of the following prices: \$21.4919 and \$21.5119; 1,000 shares were sold at each of the following prices: \$21.5219 and \$21.55; 1,100 shares were sold at \$21.4219 per share; 1,200 shares were sold at each of the following prices: \$21.11 and \$21.48 (Continued in Footnote 2).
- (2) (Continued from Footnote 1) 1,300 shares were sold at \$21.27 per share; 1,400 shares were sold at each of the following prices: \$21.4319 and \$21.4519; 1,600 shares were sold at \$21.21 per share; 1,700 shares were sold at \$21.28 per share; 1,799 shares were sold at \$21.46 per share; 2,000 shares were sold at \$21.13 per share; 2,100 shares were sold at \$21.51 per share; 2,168 shares were sold at \$21.49 per share; 2,200 shares were sold at \$21.44 per share; 2,500 shares were sold at each of the following prices: \$21.03, \$21.25 and \$21.57; 2,607 shares were sold at \$21.36 per share; 2,670 shares were sold at \$21.43 per share; 3,000 shares were sold at \$21.4019 per share; 3,200 shares were sold at \$21.3519 per share; 3,393 shares were sold at \$21.3200 per share; 3,400 shares were sold at \$21.3719 per share (Continued in Footnote 3).
- (3) (Continued from Footnote 2) 3,700 shares were sold at each of the following prices: \$21.10 and \$21.33; 4,500 shares were sold at \$21.42 per share; 4,616 shares were sold at \$21.39 per share; 5,500 shares were sold at \$21.20 per share; 5,800 shares were sold at \$21.4119 per share

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share; 6,300 shares were sold at \$21.00 per share; 7,632 shares were sold at \$21.50 per share; 8,000 shares were sold at \$21.37 per share; 9,600 shares were sold at \$21.35 per share; 10,252 shares were sold at \$21.45 per share; 10,500 shares were sold at \$21.15 per share; 13,100 shares were sold at \$21.30 per share; 13,153 shares were sold at \$21.41 per share; 13,779 shares were sold at \$21.38 per share; and 21,243 shares were sold at \$21.40 per share.

Average weighted sale price for prices ranging from \$21.77 to \$22.39. 100 shares were sold at each of the following prices: \$21.77, \$21.78, \$21.79, \$21.81 and \$22.35; 200 shares were sold at each of the following prices: \$22.00 and \$22.34; 300 shares were sold at each of the following prices: \$21.8119, \$21.84, \$22.37 and \$22.39; 400 shares were sold at each of the following prices: \$21.82, \$21.8619, (4) \$21.91 and \$22.31; 500 shares were sold at \$21.87 per share; 514 shares were sold at \$21.89 per share; 550 shares were sold at \$22.06 per share; 600 shares were sold at \$22.32 per share; 700 shares were sold at \$21.8919 per share; 900 shares were sold at \$22.3719 per share; 1,000 shares were sold at each of the following prices: \$21.83, \$22.23 and \$22.3119; 1,100 shares were sold at each of the following prices: \$21.85, \$21.9219, \$22.36 and \$22.38 (Continued in Footnote 5).

(Continued from Footnote 4) 1,200 shares were sold at each of the following prices: \$22.1019 and \$22.2319; 1,500 shares were sold at each of the following prices: \$21.8329, \$21.8529, \$21.88, \$21.9429 and \$22.1429; 1,600 shares were sold at \$21.7719 per share; 1,700 shares were sold at each of the following prices: \$21.80 and \$21.86; 1,800 shares were sold at each of the following prices: \$21.8519 and (5) \$21.94; 1,986 shares were sold at \$21.93 per share; 2,000 shares were sold at each of the following prices: \$21.9029, \$22.1529, \$22.18 and \$22.24; 2,200 shares were sold at \$21.90 per share; 2,500 shares were sold at \$21.9829 per share; 2,688 shares were sold at \$22.10 per share; 2,762 shares were sold at \$22.05 per share; 3,000 shares were sold at each of the following prices: \$21.8729 and \$21.9129; 3,500 shares were sold at \$22.2129 per share (Continued in Footnote 6).

(Continued from Footnote 5) 3,561 shares were sold at \$22.22 per share; 3,600 shares were sold at each of the following prices: \$21.92 and \$22.1519; 4,000 shares were sold at each of the following prices: \$21.8629, \$21.9529, \$22.1029 and \$22.2029; 5,000 shares were sold at each of the following prices: \$21.95, \$22.1929 and \$22.2229; 5,400 shares were sold at \$22.17 per share; 5,500 shares were sold (6) at \$21.9229 per share; 6,000 shares were sold at \$21.8929 per share; 6,138 shares were sold at \$22.1500 per share; 6,500 shares were sold at \$22.3729 per share; 6,662 shares were sold at \$22.1600 per share; 10,500 shares were sold at \$21.8829 per share; 11,376 shares were sold at \$22.2100 per share; 11,500 shares were sold at \$21.9329 per share; 13,000 shares were sold at \$22.1729 per share; 14,000 shares were sold at \$22.1829 per share; and 27,663 shares were sold at \$22.2000 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.

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