

Lumber Liquidators Holdings, Inc.
Form 4
August 22, 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)
08/22/2013

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

TOANO, VA 23168

(City) (State) (Zip)

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

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 or Price | | |
| Common Stock | 08/22/2013 | | S | | \$ 100.4908 (1) | D | |
| Common Stock | 08/22/2013 | | S | | \$ 101.524 (2) | D | |
| Common Stock | 08/22/2013 | | S | | \$ 102.3688 (3) | D | |

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

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(9-02)

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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 Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

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
Date: 08/22/2013

**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 sale prices ranging from \$100.05 to \$100.75. 300 shares were sold at \$100.25 per share; 1,500 shares were sold at \$100.60 per share; 2,000 shares were sold at \$100.55 per share; 2,500 shares were sold at each of the following prices: \$100.35, \$100.5048, \$100.5149 and \$100.65; 2,600 shares were sold at \$100.05 per share; 4,000 shares were sold at \$100.75 per share; 4,500 shares were sold at \$100.20 per share; and 5,100 shares were sold at \$100.70 per share.

(2) Average weighted sale price for sale prices ranging from \$101.10 to \$101.90. 100 shares were sold at \$101.90 per share; 455 shares were sold at \$101.7436 per share; 1,945 shares were sold at \$101.55 per share; 2,500 shares were sold at each of the following prices: \$101.10; \$101.40; \$101.4101; \$101.50; \$101.5301 and \$101.6001; and 7,500 shares were sold at \$101.70 per share.

(3) Average weighted sales price for sale prices ranging from \$102.0048 to \$102.60. 2,000 shares were sold at \$102.303 per share; 2,500 shares were sold at each of the following prices: \$102.0048, \$102.30 and \$102.50; 5,000 shares were sold at each of the following prices: \$102.55 and \$102.60; 5,029 shares were sold at \$102.45 per share; 5,500 shares were sold at \$102.20 per share; 7,471 shares were sold at \$102.40 per share; and 7,500 shares were sold at \$102.25 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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