

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| 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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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|---|--|--|
| 1. Name and Address of Reporting Person* <u>SCHIFTER RICHARD P</u> (Last) (First) (Middle) C/O TPG 301 COMMERCE STREET, SUITE 3300 (Street) FORT WORTH TX 76102 (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>LPL Financial Holdings Inc. [LPLA]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below) |
| | 3. Date of Earliest Transaction (Month/Day/Year) 12/22/2023 | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | |

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 | 12/22/2023 | | G ⁽¹⁾ | | 148 | D | \$0.00 | 42,026.8345 | D | |
| Common Stock | | | | | | | | 148 | I | By Co-Trustee of Grandchild's Trust #1 |
| Common Stock | 12/22/2023 | | G ⁽¹⁾ | | 148 | D | \$0.00 | 41,878.8345 | D | |
| Common Stock | | | | | | | | 148 | I | By Co-Trustee of Grandchild's Trust #2 |
| Common Stock | 12/22/2023 | | G ⁽¹⁾ | | 148 | D | \$0.00 | 41,730.8345 | D | |
| Common Stock | | | | | | | | 148 | I | By Co-Trustee of Grandchild's Trust #3 |
| Common Stock | 12/22/2023 | | G ⁽¹⁾ | | 148 | D | \$0.00 | 41,582.8345 | D | |
| Common Stock | | | | | | | | 148 | I | By Co-Trustee of Grandchild's Trust #4 |
| Common Stock | 12/22/2023 | | G ⁽¹⁾ | | 148 | D | \$0.00 | 41,434.8345 | D | |
| Common Stock | | | | | | | | 148 | I | By Co-Trustee of Grandchild's Trust #5 |
| Common Stock | 12/22/2023 | | G ⁽¹⁾ | | 148 | D | \$0.00 | 41,286.8345 | D | |
| Common Stock | | | | | | | | 148 | I | By Co-Trustee of Grandchild's Trust #6 |
| Common Stock | 12/22/2023 | | G ⁽¹⁾ | | 148 | D | \$0.00 | 41,138.8345 | D | |
| Common Stock | | | | | | | | 148 | I | By Co-Trustee of Grandchild's Trust #7 |
| Common Stock | 12/22/2023 | | G ⁽¹⁾ | | 148 | D | \$0.00 | 40,990.8345 | D | |

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 | | | | | | | | 148 | I | By Co-Trustee of Grandchild's Trust #8 |
| Common Stock | 12/22/2023 | | G ⁽¹⁾ | | 148 | D | \$0.00 | 40,842.8345 | D | |
| Common Stock | | | | | | | | 148 | I | By Co-Trustee of Grandchild's Trust #9 |
| Common Stock | 12/22/2023 | | G ⁽¹⁾ | | 148 | D | \$0.00 | 40,694.8345 | D | |
| Common Stock | | | | | | | | 148 | I | By Co-Trustee of Grandchild's Trust #10 |
| Common Stock | 12/22/2023 | | G ⁽¹⁾ | | 148 | D | \$0.00 | 40,546.8345 | D | |
| Common Stock | | | | | | | | 148 | I | By Co-Trustee of Grandchild's Trust #11 |

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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|-----|---|--|--|---|--|
| | | | | Code | V | | (A) | (D) | | | | | |

Explanation of Responses:

1. On December 22, 2023, the reporting person transferred 1,628 shares of LPLA common stock to eleven trusts for the reporting person's grandchildren. The reporting person is a co-trustee of the trusts, and each of the reporting person's grandchildren is the sole beneficiary of their respective trust. The reporting person remains the beneficial owner of the securities held by the trusts.

Remarks:

The signatory is signing on behalf of Richard P. Schifter pursuant to a Power of Attorney dated March 28, 2017.

/s/ Gregory M. Woods,
attorney-in-fact

12/26/2023

** Signature of Reporting Person Date

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

* 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).

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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