

TERRELL DANIEL EVERETT
 Form 4
 November 08, 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 *
 TERRELL DANIEL EVERETT

2. Issuer Name and Ticker or Trading Symbol
 Lumber Liquidators Holdings, Inc.
 [LL]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 ___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
 Chief Financial Officer

(Last) (First) (Middle)
 3000 JOHN DEERE ROAD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 11/07/2012

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 | 11/07/2012 | | M | | 114,761 | A | \$ 7.58 |
| Common Stock | 11/07/2012 | | M | | 23,500 | A | \$ 10.69 |
| Common Stock | 11/07/2012 | | M | | 21,699 | A | \$ 10.69 |
| Common Stock | 11/07/2012 | | S | | 116,960 | D | \$ 57.8581 |
| | | | | | | | (4) (5) |

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount of Number of Shares |
| Stock Option (right to purchase) | \$ 7.58 | 11/07/2012 | | M | 114,761 | <u>(1)</u> 07/13/2016 | Common Stock 114,761 |
| Stock Option (right to purchase) | \$ 10.69 | 11/07/2012 | | M | 23,500 | <u>(2)</u> 03/28/2018 | Common Stock 23,500 |
| Stock Option (right to purchase) | \$ 10.69 | 11/07/2012 | | M | 21,699 | <u>(3)</u> 03/12/2019 | Common Stock 21,699 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| TERRELL DANIEL EVERETT 3000 JOHN DEERE ROAD TOANO, VA 23168 | | | Chief Financial Officer | |

Signatures

/s/ E. Livingston B. Haskell,
Power-of-Attorney

11/08/2012

**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)

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The option was granted on July 13, 2006 and one-quarter became exercisable on each anniversary of the grant; provided that vesting accelerated by one year upon the issuer's initial public offering.

- (2) The stock option vests in four equal annual installments beginning on March 28, 2009.
- (3) The stock option vests in four equal annual installments beginning on March 12, 2010.

Average weighted sale price for prices ranging from \$57.80 to \$58.3101. 100 shares were sold at each of the following prices: \$57.86, \$57.89, \$58.00, \$58.01, \$58.13, \$58.205 and \$58.3101; 200 shares were sold at each of the following prices: \$58.05 and \$58.26; 300 shares were sold at each of the following prices: \$57.87, \$57.88 and \$58.09; 700 shares were sold at \$58.31 per share; 900 shares were sold at \$58.07 per share; 1,400 shares were sold at \$57.83 per share; 1,500 shares were sold at \$58.16 per share; 1,800 shares were sold at \$58.04 per share; 2,000 shares were sold at \$57.8001 per share; 2,081 shares were sold at \$57.95 per share; 2,600 shares were sold at \$58.08 per share; 3,000 shares were sold at \$57.99 per share; 3,100 shares were sold at \$57.82 per share; 3,300 shares were sold at \$58.15 per share; 4,700 shares were sold at \$58.03 per share; 5,116 per share were sold at \$57.85 per share; 6,500 shares were sold at \$57.84 per share (continued in Footnote 3).

- (5) (Continued from Footnote 2) 26,090 shares were sold at \$57.81 per share; and 49,954 shares were sold at \$57.80 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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