

Lowenthal Robert S
 Form 5
 February 01, 2018

FORM 5

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).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
 Lowenthal Robert S

2. Issuer Name and Ticker or Trading Symbol
 OPPENHEIMER HOLDINGS INC
 [OPY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2017

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

85 BROAD STREET

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

NEW YORK, NY 10004

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| | | | | (A) or (D) | Price | | |
| Class A non-voting common stock | 02/24/2017 | Â | P(1) | 22.91 A | \$ 16.75 | 3,542 I | Held in the Oppenheimer & Co. Inc. 401K Plan |
| Class A non-voting common stock | 05/26/2017 | Â | P(1) | 24.49 A | \$ 15.75 | 3,566 I | Held in the Oppenheimer & Co. Inc. 401K Plan |

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| | | | | | | | | | |
|---------------------------------|------------|---|------------------|-------|---|-------------------|--------|---|--|
| Class A non-voting common stock | 08/25/2017 | Â | P ⁽¹⁾ | 23.96 | A | \$ 16.45 | 3,590 | I | Held in the Oppenheimer & Co. Inc. 401K Plan |
| Class A non-voting common stock | 11/24/2017 | Â | P ⁽¹⁾ | 14.68 | A | \$ 27.4 | 3,605 | I | Held in the Oppenheimer & Co. Inc. 401K Plan |
| Class A non-voting common stock | 02/22/2017 | Â | J | 1,546 | A | \$ ⁽²⁾ | 36,148 | D | Â |

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

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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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Restricted Class A non-voting common stock | Â | 02/22/2017 | Â | J | Â 3,500 | Â ⁽²⁾ Â ⁽²⁾ | Class A non-voting common stock | 1,546 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Lowenthal Robert S 85 BROAD STREET NEW YORK, NY 10004 | Â X | Â | Â | Â |

Signatures

R.S. Lowenthal

02/01/2018

 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 transaction describes an automatic dividend reinvestment program in the Reporting Owner's Oppenheimer & Co. Inc. 401k Plan.
- (2) The transaction describes the vesting of 3,500 shares of Restricted Class A non-voting common stock which were awarded on February 23, 2012 of which 1,546 Class A non-voting common shares were converted and 1,954 shares were forfeited.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.