

LPL Investment Holdings Inc.  
Form 3  
April 24, 2009

**FORM 3**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 \*

Â Hellman & Friedman LLC

(Last) (First) (Middle)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

04/24/2009

3. Issuer Name **and** Ticker or Trading Symbol

LPL Investment Holdings Inc. [NONE]

4. Relationship of Reporting  
Person(s) to Issuer

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

(Check all applicable)

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

6. Individual or Joint/Group  
Filing(Check Applicable Line)  
\_\_\_\_ Form filed by One Reporting  
Person  
\_X\_ Form filed by More than One  
Reporting Person

ONE MARITIME PLAZA,  
12TH FLOOR

(Street)

SAN  
FRANCISCO,Â CAAÂ 94111

(City) (State) (Zip)

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security  
(Instr. 4)

2. Amount of Securities  
Beneficially Owned  
(Instr. 4)

3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)

4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

Common Stock, par value \$0.001 per share	30,077,594.7	I	See Notes <u>(1)</u> <u>(4)</u> <u>(5)</u>
Common Stock, par value \$0.001 per share	4,115,485.3	I	See Notes <u>(2)</u> <u>(4)</u> <u>(5)</u>
Common Stock, par value \$0.001 per share	17,105.1	I	See Notes <u>(3)</u> <u>(4)</u> <u>(5)</u>

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security  
(Instr. 4)

2. Date Exercisable and  
Expiration Date  
(Month/Day/Year)

3. Title and Amount of  
Securities Underlying

4. Conversion

5. Ownership

6. Nature of Indirect  
Beneficial Ownership

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Date Exercisable	Expiration Date	Title	Derivative Security (Instr. 4) Amount or Number of Shares	or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hellman & Friedman LLC ONE MARITIME PLAZA, 12TH FLOOR SAN FRANCISCO, CA 94111	Â	Â X	Â	Â
Hellman & Friedman Investors V, LLC ONE MARITIME PLAZA, 12TH FLOOR SAN FRANCISCO, CA 94111	Â	Â X	Â	Â
HELLMAN & FRIEDMAN CAPITAL V LP ONE MARITIME PLAZA, 12TH FLOOR SAN FRANCISCO, CA 94111	Â	Â X	Â	Â
Hellman & Friedman Capital Partners V (Parallel), L.P. ONE MARITIME PLAZA, 12TH FLOOR SAN FRANCISCO, CA 94111	Â	Â X	Â	Â
Hellman & Friedman Capital Associates V, LLC ONE MARITIME PLAZA, 12TH FLOOR SAN FRANCISCO, CA 94111	Â	Â X	Â	Â

## Signatures

/s/ Georgia Lee, as Managing Director of Hellman & Friedman LLC	04/24/2009
__Signature of Reporting Person	Date
/s/ Georgia Lee, as Manager Director of Hellman & Friedman LLC, as Managing Member of Hellman & Friedman Investors V, LLC	04/24/2009
__Signature of Reporting Person	Date
/s/ Georgia Lee, as Manager Director of Hellman & Friedman LLC, as Managing Member of Hellman & Friedman Investors V, LLC, as General Partner of Hellman & Friedman Capital Partners V, L.P.	04/24/2009
__Signature of Reporting Person	Date
/s/ Georgia Lee, as Manager Director of Hellman & Friedman LLC, as Managing Member of Hellman & Friedman Investors V, LLC, as General Partner of Hellman & Friedman Capital Partners V (Parallel), L.P.	04/24/2009
__Signature of Reporting Person	Date
/s/ Georgia Lee, as Manager Director of Hellman & Friedman LLC, as Managing Member of Hellman & Friedman Capital Associates V, LLC	04/24/2009
__Signature of Reporting Person	Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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 shares of common stock reported are owned of record by Hellman & Friedman Capital Partners V, L.P.
- (2) The shares of common stock reported are owned of record by Hellman & Friedman Capital Partners V (Parallel), L.P.
- (3) The shares of common stock reported are owned of record by Hellman & Friedman Capital Associates V, LLC.

Common stock reported is beneficially owned through Hellman & Friedman Capital Partners V, L.P., Hellman & Friedman Capital Partners V (Parallel), L.P. and Hellman & Friedman Capital Associates V, LLC (collectively, the "H&F Entities"). Hellman & Friedman

- (4) Investors V, LLC ("H&F GP") is the sole general partner of each of Hellman & Friedman Capital Partners V, L.P. and Hellman & Friedman Capital Partners V (Parallel), L.P. Hellman & Friedman LLC ("H&F LLC") is the sole managing member of each of H&F GP and Hellman & Friedman Capital Associates V, LLC.

The investment committee of H&F LLC has power to vote or to direct the vote of, and to dispose or to direct the disposition of the securities that are held by the H&F Entities. The members of the investment committee of H&F LLC are F. Warren Hellman, Brian M.

- (5) Powers, Philip U. Hammarkjold, Patrick J. Healy and Thomas F. Steyer; provided, however, that Mr. Steyer has no authority or voting rights with respect to investment committee decisions relating to the common stock reported. Each member of the investment committee of H&F LLC disclaims beneficial ownership of the reported securities held by the H&F Entities, except to the extent of their respective pecuniary interest therein, if any.

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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