TD AMERITRADE HOLDING CORP

Form 4

December 01, 2015

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average

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obligations may continue. See Instruction

11/27/2015

Stock

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(b).

(Print or Type Responses)

	1. Name and A ADAMS M	ddress of Reporting I ARVIN W	Symbol	er Name and Ticker or Trading MERITRADE HOLDING	5. Relationship of Reporting Person(s) to Issuer						
				[AMTD]	(Check all applicable)						
	(Last)	(First) (M		of Earliest Transaction	Director 10% Owner X Officer (give title Other (specify						
	200 S. 108T	H AVE.	11/27/	Day/Year) 2015	below) below) Exec. VP & COO						
(Street)			4. If An	endment, Date Original	6. Individual or Joint/Group Filing(Check						
			Filed(M	onth/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person						
	OMAHA, N	IE 68154									
	(City)	(State)	(Zip) Ta	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
	1.Title of	2. Transaction Date	2A. Deemed	3. 4. Securities Acquired	5. Amount of 6. 7. Nature of						
	(Instr. 3) any		Execution Date, if	Transaction(A) or Disposed of (D)	Securities Ownership Indirect						
			any (Month/Day/Year)	Code (Instr. 3, 4 and 5) (Instr. 8)	Beneficially Form: Direct Beneficial Owned (D) or Ownership						
			(Wolth/Day/Tear)	(IIIsu. 0)	Following Indirect (I) (Instr. 4)						
				(A)	Reported (Instr. 4)						
				or	Transaction(s) (Instr. 3 and 4)						
				Code V Amount (D) Price	(mou. 5 mid +)						
Common			\$	246 102							
		11/27/2015		S 60.468 D 36.66	246 102 D						

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

S

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

246,102

36.66

(1)

D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

69,468 D

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	Ĭ				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						Ì
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	*		Number		
						2.1010154010	2410		of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ADAMS MARVIN W 200 S. 108TH AVE. OMAHA, NE 68154

Exec. VP & COO

Signatures

/s/ David L. Lambert, as attorney-in-fact for Marvin W. Adams

12/01/2015

**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).
- This price represents the weighted average sales price for multiple transactions reported on this line. The prices of the transactions (1) reported on this line ranged from \$36.60 to \$36.75. Upon request by the SEC staff, the issuer or a security holder of the issuer, the reporting person will undertake to provide full information regarding the number of shares and prices at which transactions were effected.

Note: File three copies of this Form, one of which must be manually signed. If space 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.

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