

Tadler Richard
Form 4
August 28, 2008

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Tadler Richard

(Last) (First) (Middle)

JOHN HANCOCK TOWER, 200
CLARENDON STREET, 56TH
FLOOR

(Street)

BOSTON, MA 02116

(City) (State) (Zip)

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

Lumber Liquidators, Inc. [LL]

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

08/27/2008

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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

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 Ownership (Instr. 4)
Common Stock	08/27/2008		J ⁽¹⁾	10,294 A <u>(4)</u>	18,877	D	
Common Stock	08/27/2008		J ⁽²⁾	1,681 A <u>(4)</u>	20,558	D	
Common Stock	08/27/2008		J ⁽³⁾	3,736 D <u>(4)</u>	10,050	I	See Footnote 3 <u>(3)</u>
Common Stock	08/27/2008		J ⁽³⁾	3,736 A <u>(4)</u>	24,294	D	

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

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(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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Report Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Tadler Richard
JOHN HANCOCK TOWER
200 CLARENDON STREET, 56TH FLOOR
BOSTON, MA 02116

X

Signatures

Richard D. Tadler by Thomas P. Alber,
Attorney-in-Fact

08/28/2008

____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) TA IX L.P. distributed 1,214,000 shares to its partners of which TA Associates IX LLC received 215,069 shares. TA Associates IX LLC then distributed 10,294 shares to the reporting person in a pro rata distribution for no consideration in a transaction exempt under Rule 16a-9(a).

(2) TA/Atlantic and Pacific IV L.P. distributed 262,000 shares to its partners of which TA Associates AP IV L.P. received 35,897 shares. TA Associates AP IV L.P. then distributed 1,681 shares to the reporting person in a pro rata distribution for no consideration in a transaction exempt under Rule 16a-9(a).

(3) The Reporting Person may be deemed to have an indirect pecuniary interest as a partner of TA Investors II L.P. in 64,535 shares of Common Stock. The Reporting Person disclaims beneficial ownership of all such securities, except to the extent of 10,050 shares as to

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which he has a pecuniary interest. On 8/27/2008 TA Investors II L.P. distributed 3,736 shares to the reporting person in a pro rata distribution for no consideration in a transaction exempt under Rule 16a-9(a).

(4) Not Applicable

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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