

LADENBURG THALMANN FINANCIAL SERVICES INC

Form 4

January 14, 2014

**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

OMB  
Number: 3235-0287  
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2005  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**ZEITCHICK MARK**

(Last) (First) (Middle)

**4400 BISCAYNE  
BOULEVARD, 12TH FLOOR**

(Street)

**MIAMI, FL 33137**

(City) (State) (Zip)

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

**LADENBURG THALMANN  
FINANCIAL SERVICES INC [LTS]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**01/13/2014**

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)

Executive Vice President

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)                                  |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|
|                                       |                                         |                                                             |                                         | (A)<br>or<br>(D)                                                        |                                                                                                                    |                                                                            |                                                                                                    |
|                                       |                                         |                                                             | Code                                    | V                                                                       | Amount                                                                                                             |                                                                            | Price                                                                                              |
| Common<br>Stock                       | 01/13/2014                              |                                                             | P                                       |                                                                         | 3,700                                                                                                              | A                                                                          | \$ 2.95                                                                                            |
|                                       |                                         |                                                             |                                         |                                                                         | 2,160,036                                                                                                          | I                                                                          |                                                                                                    |
|                                       |                                         |                                                             |                                         |                                                                         |                                                                                                                    |                                                                            | Held by<br>MZ<br>Trading<br>LLC, of<br>which Mr.<br>Zeitchick<br>is the sole<br>managing<br>member |
| Common<br>Stock                       | 01/13/2014                              |                                                             | P                                       |                                                                         | 200                                                                                                                | A                                                                          | \$ 2.949                                                                                           |
|                                       |                                         |                                                             |                                         |                                                                         | 2,160,236                                                                                                          | I                                                                          |                                                                                                    |
|                                       |                                         |                                                             |                                         |                                                                         |                                                                                                                    |                                                                            | Held by<br>MZ                                                                                      |

|                                                                     |            |   |       |   |             |                      |   |                                                                                                    |
|---------------------------------------------------------------------|------------|---|-------|---|-------------|----------------------|---|----------------------------------------------------------------------------------------------------|
| Common<br>Stock                                                     | 01/13/2014 | P | 1,000 | A | \$ 2.94     | 2,161,236            | I | Trading<br>LLC, of<br>which Mr.<br>Zeitchick<br>is the sole<br>managing<br>member                  |
|                                                                     |            |   |       |   |             |                      |   | Held by<br>MZ<br>Trading<br>LLC, of<br>which Mr.<br>Zeitchick<br>is the sole<br>managing<br>member |
| Common<br>Stock                                                     | 01/13/2014 | P | 100   | A | \$<br>2.939 | 2,161,336            | I | Held by<br>MZ<br>Trading<br>LLC, of<br>which Mr.<br>Zeitchick<br>is the sole<br>managing<br>member |
|                                                                     |            |   |       |   |             |                      |   | Held by<br>MZ<br>Trading<br>LLC, of<br>which Mr.<br>Zeitchick<br>is the sole<br>managing<br>member |
| 8.00% Series<br>A<br>Cumulative<br>Redeemable<br>Preferred<br>Stock |            |   |       |   |             | 4,000 <sup>(1)</sup> | I | Held by<br>MZ<br>Trading<br>LLC, of<br>which Mr.<br>Zeitchick<br>is the sole<br>managing<br>member |
|                                                                     |            |   |       |   |             |                      |   | Held by<br>MZ<br>Trading<br>LLC, of<br>which Mr.<br>Zeitchick<br>is the sole<br>managing<br>member |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>of<br>Derivative<br>Securities<br>Beneficially<br>Owned |
|-----------------------------------------------------|--------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|---------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------|
|-----------------------------------------------------|--------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|---------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------|

Security

Acquired  
(A) or  
Disposed  
of (D)  
(Instr. 3,  
4, and 5)Follow  
Repor  
Trans  
(Instr

| Code | V | (A) | (D) | Date<br>Exercisable | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares |
|------|---|-----|-----|---------------------|--------------------|-------|----------------------------------------|
|------|---|-----|-----|---------------------|--------------------|-------|----------------------------------------|

## Reporting Owners

| Reporting Owner Name / Address                                             | Relationships |           |                          |       |
|----------------------------------------------------------------------------|---------------|-----------|--------------------------|-------|
|                                                                            | Director      | 10% Owner | Officer                  | Other |
| ZEITCHICK MARK<br>4400 BISCAYNE BOULEVARD<br>12TH FLOOR<br>MIAMI, FL 33137 | X             |           | Executive Vice President |       |

## Signatures

/s/ Mark  
Zeitchick

01/14/2014

\*\*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).

The 8.00% Series A Cumulative Redeemable Preferred Stock is convertible into common stock at a non-fixed conversion rate in connection with a change of control as described in the issuer's Current Report on Form 8-K, filed with the Securities and Exchange Commission on May 24, 2013.

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.