

TD AMERITRADE HOLDING CORP

Form 4

June 18, 2007

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
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
TD Discount Brokerage Holdings
LLC

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

TD AMERITRADE HOLDING
CORP [AMTD]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

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

06/14/2007

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

31 EAST 52ND STREET

(Street)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)

__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

NEW YORK, NY 10019

(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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common stock, par value \$0.01 per share	06/14/2007		S		39,804	D	\$ 20.32	194,233,192	D
Common stock, par value \$0.01 per share	06/14/2007		S		79,778	D	\$ 20.33	194,153,414	D
Common stock, par	06/14/2007		S		28,046	D	\$ 20.34	194,125,368	D

Edgar Filing: TD AMERITRADE HOLDING CORP - Form 4

value \$0.01 per share								
Common stock, par value \$0.01 per share	06/14/2007	S	84,447	D	\$ 20.35	194,040,921	D	
Common stock, par value \$0.01 per share	06/14/2007	S	90,644	D	\$ 20.36	193,950,277	D	
Common stock, par value \$0.01 per share	06/14/2007	S	33,799	D	\$ 20.37	193,916,478	D	
Common stock, par value \$0.01 per share	06/14/2007	S	27,861	D	\$ 20.38	193,888,617	D	
Common stock, par value \$0.01 per share	06/14/2007	S	2,400	D	\$ 20.39	193,886,217	D	
Common stock, par value \$0.01 per share	06/14/2007	S	10,989	D	\$ 20.4	193,875,228	D	
Common stock, par value \$0.01 per share	06/14/2007	S	3,500	D	\$ 20.41	193,871,728	D	
Common stock, par value \$0.01 per share	06/14/2007	S	8,511	D	\$ 20.42	193,863,217	D	
Common stock, par value	06/14/2007	S	5,700	D	\$ 20.43	193,857,517	D	

Edgar Filing: TD AMERITRADE HOLDING CORP - Form 4

\$0.01 per share							
Common stock, par value \$0.01 per share	06/14/2007	S	28,100	D	\$ 20.44	193,829,417	D
Common stock, par value \$0.01 per share	06/14/2007	S	14,102	D	\$ 20.45	193,815,315	D
Common stock, par value \$0.01 per share	06/14/2007	S	26,937	D	\$ 20.46	193,788,378	D
Common stock, par value \$0.01 per share	06/14/2007	S	16,650	D	\$ 20.47	193,771,728	D
Common stock, par value \$0.01 per share	06/14/2007	S	2,650	D	\$ 20.48	193,769,078	D
Common stock, par value \$0.01 per share	06/14/2007	S	13,819	D	\$ 20.49	193,755,259	D
Common stock, par value \$0.01 per share	06/14/2007	S	800	D	\$ 20.5	193,754,459	D
Common stock, par value \$0.01 per share	06/14/2007	S	4,400	D	\$ 20.51	193,750,059	D
Common stock, par value \$0.01 per	06/14/2007	S	6,100	D	\$ 20.52	193,743,959	D

share

Common
stock, par
value
\$0.01 per
share

06/14/2007

S

11,729 D

\$
20.53

193,732,230 D

Common
stock, par
value
\$0.01 per
share

06/14/2007

S

17,193 D

\$
20.54

193,715,037 D

Common
stock, par
value
\$0.01 per
share

06/14/2007

S

16,400 D

\$
20.55

193,698,637 D

Common
stock, par
value
\$0.01 per
share

06/14/2007

S

11,000 D

\$
20.56

193,687,637 D

Common
stock, par
value
\$0.01 per
share

06/14/2007

S

10,100 D

\$
20.57

193,677,537 D

Common
stock, par
value
\$0.01 per
share

06/14/2007

S

8,800 D

\$ 20.6

193,668,737 D

Common
stock, par
value
\$0.01 per
share

06/14/2007

S

18,737 D

\$
20.62

193,650,000 D

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.

SEC 1474
(9-02)

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

Edgar Filing: TD AMERITRADE HOLDING CORP - Form 4

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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr		
				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
TD Discount Brokerage Holdings LLC 31 EAST 52ND STREET NEW YORK, NY 10019	X

Signatures

/s/ Peter Stroud 06/18/2007

__Signature of Date
Reporting Person

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).

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.