

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

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FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported)

February 19, 2004  
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LADENBURG THALMANN FINANCIAL SERVICES INC.

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(Exact Name of Registrant as Specified in Charter)

Florida

1-15799

65-0701248

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(State or Other Jurisdiction  
of Incorporation)

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(Commission File  
Number)

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(IRS Employer  
Identification No.)

590 Madison Avenue, 34th Floor, New York, New York

10022

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(Address of Principal Executive Offices)

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(Zip Code)

Registrant's telephone number, including area code (212) 409-2000  
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Not Applicable

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(Former Name or Former Address, if Changed Since Last Report)

Item 5. Other Events

On February 19, 2004, Ladenburg Thalmann Financial Services Inc. (the "Company") released the press release attached as Exhibit 99.1 discussing the Company's continued listing on the American Stock Exchange.

Item 7. Financial Statement and Exhibits

(c) Exhibits:

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: February 19, 2004

LADENBURG THALMANN FINANCIAL SERVICES INC.

By: /s/ Victor M. Rivas

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Name: Victor M. Rivas

Title: President and Chief Executive Officer

LADENBURG THALMANN FINANCIAL SERVICES INC.'S  
CONTINUED LISTING PLAN APPROVED BY AMEX

NEW YORK, NEW YORK, February 19, 2004 -- Ladenburg Thalmann Financial Services Inc. (Amex: LTS) announced today that the American Stock Exchange ("AMEX") has accepted the Company's plan to regain compliance with AMEX's continued listing standards and has granted the Company an extension until May 13, 2005 to regain compliance with these standards. In November 2003, the Company received notice from the AMEX staff indicating that the Company was below certain of the continued listing standards of the AMEX, specifically that the Company had sustained losses in two of its three most recent fiscal years with shareholders' equity of less than \$2 million, as set forth in Section 1003(a)(i) of the AMEX Company Guide. The Company was afforded an opportunity to submit its plan to AMEX and did so in December 2003.

Upon acceptance of the plan, AMEX provided the Company with the extension until May 13, 2005 to regain compliance with the continued listing standards, and will allow the Company to maintain its AMEX listing through the plan period, subject to periodic review of the Company's progress by the AMEX staff. If the Company does not make progress consistent with the plan or regain compliance with the continued listing standards by the end of the extension period, the AMEX staff could initiate delisting procedures.

Ladenburg Thalmann Financial Services is engaged in retail and institutional securities brokerage, investment banking and asset management services through its principal operating subsidiary, Ladenburg Thalmann & Co. Inc. Founded in 1876 and a New York Stock Exchange member since 1879, Ladenburg Thalmann & Co. is a full service investment banking and brokerage firm based in New York City, with regional offices in Boca Raton, Florida; Great Neck, New York; Los Angeles, California; and Melville, New York. Ladenburg provides its services principally for middle market and emerging growth companies and high net worth individuals through a coordinated effort among corporate finance, capital markets, investment management, brokerage and trading professionals.