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

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): September 20, 2018

Ladenburg Thalmann Financial Services Inc.

(Exact name of registrant as specified in its charter)

Florida
(State or other jurisdiction
of incorporation)

001-15799
(Commission
File Number)

65-0701248
(IRS Employer
Identification No.)

4400 Biscayne Boulevard, 12th Floor
Miami, Florida
(Address of principal executive offices)

33137
(Zip Code)

Registrant's telephone number, including area code: **(305) 572-4100**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(b) On September 20, 2018, Ladenburg Thalmann Financial Services Inc. (the “Company”) issued a press release announcing that Phillip Frost, M.D. retired as the Chairman of the Board of Directors of the Company (the “Board”), and as a director of the Company, effective immediately. Dr. Frost’s retirement was not a result of any disagreement with the Company or its management.

(d) On September 20, 2018, the Company announced in the same press release that the Board has appointed Richard J. Lampen, the Company’s President and Chief Executive Officer, as the Company’s Chairman of the Board, effectively immediately. Also, the Board appointed Adam Malamed, the Company’s Executive Vice President and Chief Operating Officer, as a director to fill the vacancy created by the retirement of Dr. Frost.

Directors who are also employees of the Company, including Messrs. Lampen and Malamed, receive no additional compensation for serving as directors. There are no arrangements or understandings with Mr. Lampen and Mr. Malamed pursuant to which they were appointed as Chairman and a director, respectively, or any related party transactions between the Company and Mr. Lampen or the Company and Mr. Malamed that have not been previously disclosed that are subject to disclosure under Item 404(a) of Regulation S-K.

A copy of the press release announcing the retirement and appointments is attached hereto as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

99.1 [Press Release issued by Ladenburg Thalmann Financial Services Inc. dated September 20, 2018](#)

SIGNATURES

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.

September 20, 2018

LADENBURG THALMANN FINANCIAL SERVICES INC.

By: /s/ Brett H. Kaufman

Name: Brett H. Kaufman

Title: Senior Vice President and Chief Financial Officer



FOR IMMEDIATE RELEASE

LADENBURG ANNOUNCES CEO RICHARD LAMPEN TO SERVE AS CHAIRMAN

MIAMI — September 20, 2018 — Ladenburg Thalmann Financial Services Inc. (NYSE American: LTS, LTSL, LTS PrA, LTSF, LTSK) (“Ladenburg”) announced today that its Board of Directors has appointed Richard Lampen, Ladenburg’s President and Chief Executive Officer, to serve as Chairman of the Board, replacing Dr. Phillip Frost. Adam Malamed, Ladenburg’s Executive Vice President and Chief Operating Officer, will join the Board of Directors.

Dr. Phillip Frost said, “I have decided to retire from the Ladenburg Board and will concentrate my efforts on OPKO Health and my philanthropic interests. As a long-term shareholder, I am confident in Ladenburg’s outlook and look forward to its continued growth and success.”

“We thank Phil for his service to Ladenburg and its shareholders over the past 14 years,” said Richard Lampen. “Ladenburg would not be where it is today without his many contributions, and his presence in the boardroom will be sorely missed.”

Mr. Lampen continued, “Our business is robust, and the company remains well-capitalized. Ladenburg’s book value exceeds \$390 million, the Ladenburg entities hold approximately \$250 million of cash, and the company is focused on building on its successes and delivering value to shareholders.”

About Ladenburg

Ladenburg Thalmann Financial Services Inc. (NYSE American: LTS, LTSL, LTS PrA, LTSF, LTSK) is a publicly-traded diversified financial services company based in Miami, Florida. Ladenburg’s subsidiaries include industry-leading independent advisory and brokerage (IAB) firms Securities America, Triad Advisors, Securities Service Network, Investacorp, and KMS Financial Services, as well as Premier Trust, Ladenburg Thalmann Asset Management, Highland Capital Brokerage, a leading independent life insurance brokerage company, Ladenburg Thalmann Annuity Insurance Services, a full-service annuity processing and marketing company, and Ladenburg Thalmann & Co. Inc., an investment bank which has been a member of the New York Stock Exchange for over 135 years. The Company is committed to investing in the growth of its subsidiaries while respecting and maintaining their individual business identities, cultures, and leadership. For more information, please visit www.ladenburg.com.

This press release includes certain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including statements regarding future growth. These statements are based on management’s current good faith expectations or beliefs and are subject to uncertainty and changes in circumstances. Actual results may vary materially from those expressed or implied by the statements herein due to changes in economic, business, competitive and/or regulatory factors, including the SEC’s proposed rules and interpretations concerning the standards of conduct for broker dealers and investment advisers when dealing with retail investors, future cash flows, a change in the Company’s dividend policy by the Company’s Board of Directors (which has the ability in its sole discretion to increase, decrease or eliminate entirely the Company’s dividend at any time) and other risks and uncertainties affecting the operation of the Company’s business. These risks, uncertainties and contingencies include those set forth in the Company’s annual report on Form 10-K for the fiscal year ended December 31, 2017 and other factors detailed from time to time in its other filings with the SEC. The information set forth herein should be read in light of such risks. Further, investors should keep in mind that the Company’s quarterly revenue and profits can fluctuate materially depending on many factors, including the number, size and timing of completed securities offerings and other transactions. Accordingly, the Company’s revenue and profits in any particular quarter may not be indicative of future results. The Company is under no obligation to, and expressly disclaims any obligation to, update or alter its forward-looking statements, whether as a result of new information, future events, changes in assumptions or otherwise, except as required by law.

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