FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL **OWNERSHIP OF SECURITIES**

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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

| (Print or | Type Response | s) | | | | | | | | | | | | 3 | | |
|---|--|--------|--|---|---|----------------------|--|--------------------|-------------|---|---------------------------------|--|---|---------------------|----------|--------------|
| 1. Name and Address of Reporting Person - BEINSTEIN HENRY C | | | | 2. Issuer Name and Ticker or Trading Symbol LADENBURG THALMANN FINANCIAL SERVICES INC [LTS] | | | | | | Relationship of Reporting Person(s) to Issuer (Check all applicable) Officer (give title Other (specify below) | | | | | | |
| SECU | (Last) (First) (Middle) C/O GAGNON SECURITIES, 1370 AVENUE OF THE AMERICAS | | | | 3. Date of Earliest Transaction (Month/Day/Year) 08/27/2009 | | | | | | | | | | | |
| NEW Y | (Street) NEW YORK, NY 10019 | | | | 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 | | | | | | |
| (City) | | | | | | | Acquired, Disposed of, or Beneficially ned | | | | | | | | | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Y | ear) i | 2A. Deeme Execution I f any Month/Day | Date, | 3. Transac Code (Instr. 8) | tion) | Dispose (Instr. 3 | d (A) d d of (I | D) d 5) | (Instr. 3 | es ally g d tion(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| | r: Report on a s illy owned direc | | | each o | lass of s | Pe in re di | ersons formati | on co to res | ntai pon | ond to th ned in th d unless y valid O | is forn the fo | n are not rm | SEC 1474 (9-02) | | | |
| | Table | | erivative S | | | | | | | | | ned | | | | |
| 1. Title o | f 2. | | ansaction | | Deemed | , <u>- p - </u> | 4. | | 5. N | | | e Exercisab | le and | 7. Title and Amount | 8. Price | 9. Number of |

| Security (Instr. 3) | vative Conversion Date Execut (Month/Day/Year) if any | | Execution Date, f any Code (Instr. 8) | | of Derivative | | Expiration Date (Month/Day/Year) | | of Underlying Securities (Instr. 3 and 4) | | of Derivative Security (Instr. 5) | Derivative Securities Beneficially Owned Following | Ownership Form of Derivative Security: Direct (D) or Indirect | Beneficial Ownership (Instr. 4) | | |
|--------------------------------------|---|------------|---------------------------------------|------|---------------|--------|-------------------------------------|-------------|---|-----------------|--|--|--|---------------------------------------|--|--|
| | | | | Code | V | (A) | | Exercisable | Expiration Date | Title | Amount or Number of Shares | | (Instr. 4) | (Instr. 4) | | |
| Stock Option (Right to Buy) | \$ 0.73 ⁽¹⁾ | 08/27/2009 | | А | | 20,000 | | 08/27/2010 | 08/27/2019 | Common Stock | 20,000 | \$ 0 | 20,000 | D | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|---|---------------|-----------|---------|-------|--|--|
| neporting Owner Name / Address | Director | 10% Owner | Officer | Other | | |
| BEINSTEIN HENRY C C/O GAGNON SECURITIES 1370 AVENUE OF THE AMERICAS NEW YORK, NY 10019 | Х | | | | | |

Signatures

| /s/ Henry C. Beinstein | 08/27/2009 |
|-------------------------------|------------|
| Signature of Reporting Person | Date |

Explanation of Responses:

- * If the form is filed by more than one reporting person, \emph{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) Represents the closing price of the issuer's common stock on August 27, 2009, the date that the reporting person was re-elected as a director of the issuer.

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.