### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

if no Washington, D.C. 20549 to

longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

## Section 16. Form 4 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF or Form 5 SECURITIES

OMB 3235Number: 0287
Expires: November 30, 2011
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Amount

Shares

Title Number

OMB APPROVAL

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 Ty   | pe Responses                   | s)        |                     |   |  |        |   |                  |                  |   |  |  |     |  |  |  |
|--|--------------------------------|-----------|---------------------|---|--|--------|---|------------------|------------------|---|--|--|-----|--|--|--|
| 1. Name and Address of Reporting<br>Person -<br>FROST PHILLIP MD ET AL |                                |           |                     | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>LADENBURG THALMANN<br>FINANCIAL SERVICES INC [LTS] |  |        |   |                  | J                | 5. Relationshi<br>Issuer<br>(Che<br>_X_ Director<br>Officer (giv.           | eck all appli                          |  | to  |  |  |  |
| 4400 BIS   | (First)                        | ,         | ARD                 | 3. Date of Earliest Transaction (Month/Day/Year) 04/13/2012   |  |        |   |                  |                  | below)  | below                                  | )  |     |  |  |  |
| MIAMI, F   | (Street)                       |           |                     | 4. If Amendment, Date Original Filed(Month/Day/Year)  |  |        |   |                  |                  | 6. Individual of Applicable Line)  Form filed by X Form filed by            | One Reporting                          |  |     |  |  |  |
| (City)   | (State)                        |           | (Zip)               | Tabl  | e I - Non-                                   | Der    | ivative S   | Secu             |                  | Acquired, Dispo   |  |  |     |  |  |  |
| 1.Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Ye       |                                |           |                     | Date, if  | 3.<br>f Transaction<br>Code<br>() (Instr. 8) |        | 4. Securitien Acquired (ADisposed of (Instr. 3, 4 a |                  | or<br>(D)        | 5. Amount of<br>Securities<br>Beneficially<br>Owned                         | 6.<br>Ownership<br>Form:<br>Direct (D) | 7. Nature of Indirect Beneficial Ownership                                   |     |  |  |  |
|  |                                |           |                     |   | Code   | V      | (A) or Amount (D) Prio                              |                  |                  | Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4)                 | or Indirect (I) (Instr. 4)             | (Instr. 4)   |     |  |  |  |
| Common<br>Stock  | 04/13/201                      | 2         |                     |   | Р  |        | 20,000  | Α                | \$<br>1.64       | 10,943,699  | _                                      | Frost Gamma Investmen Trust (1)  | ıts |  |  |  |
| Common<br>Stock  | 1                              |           |                     |   |  |        |   |                  |                  | 43,013,431  | I                                      | Frost<br>Nevada<br>Investmen<br>Trust (2)                                    | ıts |  |  |  |
|  | Report on a s<br>y owned direc |           |                     | ach clas  | ss of secu                                   | ıritie | s   |                  |                  |   |  |  |     |  |  |  |
|  |                                |           |                     |   |  |        | informat  | tion<br>I to r   | contai<br>respor | ond to the colle<br>ned in this form<br>nd unless the fo<br>IB control numb | n are not<br>rm display:               | SEC 14<br>(9-0   |     |  |  |  |
|  | Та                             | ıble II - |                     |   |  |        |   |                  |                  | Beneficially Ow<br>securities)  | ned                                    |  |     |  |  |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                    | Conversion [                   | Date      | saction  /Day/Year) | 3A. De<br>Execut<br>any   |  | if T   | ransactio   | 5 N O C C S A (/ | Iumbe            | 6. Date Exer<br>and Expiration<br>(Month/Day/<br>es<br>d                    | on Date<br>Year)                       | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and<br>4) |     | 9. Number of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Naturr<br>of Indirect<br>Beneficia<br>Ownershi<br>(Instr. 4) |

Date

Code

V (A)

(D)

Exercisable Date

Expiration

#### **Reporting Owners**

| Departing Owner Name / Address   | Relationships |           |         |       |  |  |  |
|--|---------------|-----------|---------|-------|--|--|--|
| Reporting Owner Name / Address   | Director      | 10% Owner | Officer | Other |  |  |  |
| FROST PHILLIP MD ET AL<br>4400 BISCAYNE BOULEVARD<br>MIAMI, FL 33137         | X             | Х         |         |       |  |  |  |
| Frost Gamma Investments Trust<br>4400 BISCAYNE BOULEVARD<br>MIAMI, FL 33137  |               | Х         |         |       |  |  |  |
| Frost Nevada Investments Trust<br>4400 BISCAYNE BOULEVARD<br>MIAMI, FL 33137 |               | Х         |         |       |  |  |  |

#### **Signatures**

| /s/ Phillip Frost, M.D.          | 04/16/2012   |
|----------------------------------|--------------|
| -Signature of Reporting Person   | Date         |
| /s/ Phillip Frost, M.D., Trustee | 04/16/2012   |
| -Signature of Reporting Person   | Date         |
| /s/ Phillip Frost, M.D., Trustee | 04/16/2012   |
| 70/ 1 mmp 1 100t, m.b., 11d0t00  | 0 1/ 10/2012 |

#### **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.
- These securities are held by Frost Gamma Investments Trust, of which the Reporting Person is the trustee and Frost
- (1) Gamma, L.P. is the sole and exclusive beneficiary. The Reporting Person is one of two limited partners of Frost Gamma, L.P. The general partner of Frost Gamma, L.P. is Frost Gamma, Inc., and the sole shareholder of Frost Gamma, Inc. is Frost-Nevada Corporation. The Reporting Person is also the sole shareholder of Frost-Nevada Corporation.
  - These securities are held by Frost Nevada Investments Trust, of which the Reporting Person is the trustee and Frost-
- (2) Nevada, L.P. is the sole and exclusive beneficiary. The Reporting Person is one of five limited partners of Frost-Nevada, L.P. and the sole shareholder of Frost-Nevada Corporation, the sole general partner of Frost-Nevada, L.P.

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.

#### JOINT FILER INFORMATION

NAME: Frost Gamma Investments Trust ADDRESS: 4400 Biscayne Blvd

Miami, FL 33137

Designated Filer: Phillip Frost, M.D.

Issuer and Ticker Symbol: Ladenburg Thalmann Financial Services Inc. (LTS)

Date of Event Requiring Statement: April 13, 2012

FROST GAMMA INVESTMENTS TRUST

By:/s/ Phillip Frost, M.D. Phillip Frost, M.D., Trustee

Frost Nevada Investments Trust NAME:

ADDRESS: 4400 Biscayne Blvd Miami, FL 33137

Designated Filer: Phillip Frost, M.D.

Issuer and Ticker Symbol: Ladenburg Thalmann Financial Services Inc. (LTS)

Date of Event Requiring Statement: April 13, 2012

FROST NEVADA INVESTMENTS TRUST

By:/s/ Phillip Frost, M.D. Phillip Frost, M.D., Trustee