

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

(Last) (First) (Middle)

31 EAST 52ND STREET

(Street)

NEW YORK, NY 10019

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
SymbolTD AMERITRADE HOLDING
CORP [AMTD]3. Date of Earliest Transaction
(Month/Day/Year)

06/14/2007

4. If Amendment, Date Original
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person**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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common stock, par value \$0.01 per share	06/14/2007		S	20,800	D \$ 20	195,079,200	D
Common stock, par value \$0.01 per share	06/14/2007		S	20,077	D \$ 20.01	195,059,123	D
Common stock, par	06/14/2007		S	20,000	D \$ 20.02	195,039,123	D

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value \$0.01 per share								
Common stock, par value \$0.01 per share	06/14/2007	S	20,000	D	\$ 20.03	195,019,123	D	
Common stock, par value \$0.01 per share	06/14/2007	S	21,700	D	\$ 20.04	194,997,423	D	
Common stock, par value \$0.01 per share	06/14/2007	S	15,000	D	\$ 20.05	194,982,423	D	
Common stock, par value \$0.01 per share	06/14/2007	S	40,000	D	\$ 20.06	194,942,423	D	
Common stock, par value \$0.01 per share	06/14/2007	S	47,007	D	\$ 20.07	194,895,416	D	
Common stock, par value \$0.01 per share	06/14/2007	S	27,993	D	\$ 20.08	194,867,423	D	
Common stock, par value \$0.01 per share	06/14/2007	S	25,000	D	\$ 20.09	194,842,423	D	
Common stock, par value \$0.01 per share	06/14/2007	S	94,724	D	\$ 20.1	194,747,699	D	
Common stock, par value	06/14/2007	S	40,148	D	\$ 20.11	194,707,551	D	

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\$0.01 per share							
Common stock, par value \$0.01 per share	06/14/2007	S	7,551	D	\$ 20.12	194,700,000	D
Common stock, par value \$0.01 per share	06/14/2007	S	2,700	D	\$ 20.14	194,697,300	D
Common stock, par value \$0.01 per share	06/14/2007	S	7,300	D	\$ 20.15	194,690,000	D
Common stock, par value \$0.01 per share	06/14/2007	S	20,000	D	\$ 20.16	194,670,000	D
Common stock, par value \$0.01 per share	06/14/2007	S	10,680	D	\$ 20.18	194,659,320	D
Common stock, par value \$0.01 per share	06/14/2007	S	61,141	D	\$ 20.19	194,598,179	D
Common stock, par value \$0.01 per share	06/14/2007	S	59,643	D	\$ 20.2	194,538,536	D
Common stock, par value \$0.01 per share	06/14/2007	S	25,300	D	\$ 20.21	194,513,236	D
Common stock, par value \$0.01 per	06/14/2007	S	33,416	D	\$ 20.22	194,479,820	D

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share

Common
stock, par
value
\$0.01 per
share

06/14/2007

S

23,943 D

\$
20.23

194,455,877 D

Common
stock, par
value
\$0.01 per
share

06/14/2007

S

29,559 D

\$
20.24

194,426,318 D

Common
stock, par
value
\$0.01 per
share

06/14/2007

S

9,741 D

\$
20.25

194,416,577 D

Common
stock, par
value
\$0.01 per
share

06/14/2007

S

14,057 D

\$
20.26

194,402,520 D

Common
stock, par
value
\$0.01 per
share

06/14/2007

S

14,800 D

\$
20.28

194,387,720 D

Common
stock, par
value
\$0.01 per
share

06/14/2007

S

41,800 D

\$
20.29

194,345,920 D

Common
stock, par
value
\$0.01 per
share

06/14/2007

S

58,224 D

\$ 20.3

194,287,696 D

Common
stock, par
value
\$0.01 per
share

06/14/2007

S

14,700 D

\$
20.31

194,272,996 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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information contained in this form are not
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SEC 1474
(9-02)

number.

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

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
Reporting Person

Date

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.

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