LABRANCHE & CO INC

Form 4 June 30, 2011

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

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

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue.

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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading HAYWARD ALFRED O JR Issuer Symbol LABRANCHE & CO INC [LAB] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) _X__ Director 10% Owner X_ Officer (give title Other (specify C/O LABRANCHE & CO INC., 33 06/28/2011 below) below) WHITEHALL STREET EVP; CEO of LaBranche & Co LLC (Street) 6. Individual or Joint/Group Filing(Check

4. If Amendment, Date Original Filed(Month/Day/Year)

Execution Date, if

(Month/Day/Year)

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

or Indirect

(Instr. 4)

NEW YORK, NY 10004

(State)

(Month/Day/Year)

(City)

1. Title of

Security

(Instr. 3)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 3. 4. Securities Acquired (A) 5. Amount of 7. Nature of Transaction Disposed of (D) Securities Ownership Indirect Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial Direct (D) Ownership (Instr. 8) Owned

Following

Person

Reported (A) Transaction(s) (Instr. 4) or (Instr. 3 and 4) Amount (D) Price

Code V

"LAB" Common 06/28/2011

(Zip)

2. Transaction Date 2A. Deemed

 $D^{(1)}$ 0 D 1,489,675 D <u>(1)</u>

Stock

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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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. Transactic Code (Instr. 8)	5. Number of or 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 Amou Underlying Securi (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Nun of S
Option to purchase "LAB" Common Stock	\$ 35	06/28/2011		D(2)	30,000	01/17/2002(2)	01/17/2012(2)	"LAB" Common Stock	30,

Reporting Owners

Reporting Owner Name / Address	Relationships						
in providing of the state of th	Director	10% Owner	Officer	Other			
HAYWARD ALFRED O JR C/O LABRANCHE & CO INC. 33 WHITEHALL STREET NEW YORK NY 10004	X		EVP; CEO of LaBranche & Co LLC				

Signatures

Alfred O.
Hayward, Jr

**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).
- Disposed of pursuant to Agreement and Plan of Merger among Cowen Group, Inc. ("Cowen"), Louisiana Merger Sub Inc. and LaBranche
 (1) & Co Inc. ("LaBranche") dated February 16, 2011. Each share of LaBranche Common Stock was exchanged for 0.998 shares of Cowen Class A common stock having a market value of \$3.82 per share on the effective date of the merger.
- (2) This option, which was 100% vested but unexercised, was terminated without consideration immediately prior to the effective time of the merger.

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.

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