LEUCADIA NATIONAL CORP

Form 5

February 12, 2016

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2,192,687 D

FORM	M 5							OMB	APPROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISSION									3235-0362		
	nis box if er subject		Washington, D.C. 20549 IUAL STATEMENT OF CHANGES IN BENIOWNERSHIP OF SECURITIES rsuant to Section 16(a) of the Securities Exchange					Expires:	January 31, 2005		
to Section Form 4 of 5 obligated may consider See Institution 1 (b).	or Form ANI tions stinue. ruction Filed pu	OW rsuant to Sect						burden h response	d average ours per		
Reported Form 4 Transact Reported	tions		he Investment (-			on			
	Address of Reporting RG JOSEPH S	Syr LE	2. Issuer Name and Ticker or Trading Symbol LEUCADIA NATIONAL CORP [LUK]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First)	(Mo	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2015				Director 10% Owner Officer (give title Other (specify below) Chairman of the Board				
	CADIA NATION. ATION, 520 MA						Chair	man of the B	oaru		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Reporting (check applicable line)				
NEW YOL	RK, NY 10022	2					_X_ Form Filed by Form Filed by Person				
(City)	(State)	(Zip)	Table I - Non-Do	erivative Sec	curitie	s Acqu	uired, Disposed o	of, or Benefic	ially Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, any (Month/Day/Ye	Code	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price		5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common Shares	08/14/2015	Â	G <u>(1)</u>	748,060	D	\$ 0	19,778,046	I	(See Explanation)		
Common Shares	12/31/2015	Â	G <u>(1)</u>	246,000	D	\$0	19,778,046	I	(See Explanation)		
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Common Shares

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

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Titl	e and	8. Price of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration Da	ate	Amou	nt of	Derivative	
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	
	Derivative				Securities			(Instr.	3 and 4)		
	Security				Acquired						
					(A) or						
					Disposed						
					of (D)						
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date	Expiration		Number		
				Exercisable Date		Date		of			
					(A) (D)				Shares		
					(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other

STEINBERG JOSEPH S C/O LEUCADIA NATIONAL CORPORATION 520 MADISON AVENUE NEW YORK, NYÂ 10022

 \hat{A} \hat{A} \hat{A} Chairman of the Board \hat{A}

Relationships

Signatures

Roland T. Kelly, by power of attorney 02/12/2016

**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).
- (1) Because these transactions are bona fide gifts, and not sales, they represent exempt transactions under Section 16(b).
- (2) Consists of shares held by corporations that are owned by the Reporting Person as to which the Reporting Person has sole voting and dispositive control and 2,339,712 common shares held in trust for the Reporting Person's children.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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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