

OPPENHEIMER HOLDINGS INC  
 Form 5  
 February 13, 2015

**FORM 5**

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

OMB APPROVAL  
 OMB Number: 3235-0362  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
 Lowenthal Robert S

2. Issuer Name and Ticker or Trading Symbol  
 OPPENHEIMER HOLDINGS INC  
 [OPY]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)

3. Statement of Issuer's Fiscal Year Ended (Month/Day/Year)  
 12/31/2014

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

85 BROAD STREET  
 (Street)

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

6. Individual or Joint/Group Reporting  
 (check applicable line)

NEW YORK, NY 10004

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

**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 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)
				(A) or (D) Amount Price			
Class A non-voting common stock	01/06/2014		P	6.363 A \$ 24.04	3,155.563	I	Participant Oppenheimer 401 K Plan
Class A non-voting common stock	01/16/2014		P	40.354 A \$ 24.16	3,195.917	I	Participant Oppenheimer 401 K Plan

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Class A non-voting common stock	02/03/2014	Â	P	35.099	A	\$ 22.99	3,231.016	I	Participant Oppenheimer 401 K Plan
Class A non-voting common stock	02/05/2014	Â	P	74.358	A	\$ 22.82	3,305.374	I	Participant Oppenheimer 401 K Plan
Class A non-voting common stock	02/28/2014	Â	<u>P(1)</u>	0.301	A	\$ 27.31	3,305.675	I	Participant Oppenheimer 401 K Plan
Class A non-voting common stock	05/27/2014	Â	<u>P(1)</u>	15.215	A	\$ 23.95	3,320.89	I	Participant Oppenheimer 401 K Plan
Class A non-voting common stock	08/29/2014	Â	<u>P(1)</u>	15.213	A	\$ 24.16	3,336.103	I	Participant Oppenheimer 401 K Plan
Class A non-voting common stock	12/02/2014	Â	<u>P(1)</u>	15.984	A	\$ 22.78	3,352.087	I	Participant Oppenheimer 401 K Plan

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 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. of
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lowenthal Robert S 85 BROAD STREET NEW YORK, NY 10004	X	^	^	^

## Signatures

R. S. Lowenthal                      02/13/2015

\*\*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) The transaction describes an automatic dividend reinvestment program in the Reporting Owner's Oppenheimer & Co. Inc. 401k Plan.

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