

McNAMARA DENNIS P
Form 4
July 03, 2008

FORM 4

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

OMB APPROVAL

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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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
McNAMARA DENNIS P

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)
99 COLONIAL PARKWAY

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/04/2008

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Assistant Secretary

MANHASSET, NY 11030

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 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)
				(A) or (D)	Code V Amount (D) Price		

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

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SEC 1474
(9-02)

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

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Class A Shares	(1)	01/04/2008	A	2,679					01/15/2009	01/15/2009	Class A non-voting shares	2,679
Restricted Class A Shares	(2)	01/04/2008	A	402					01/15/2011	01/15/2011	Class A non-voting shares	402
Restricted Class A Shares	(3)	01/29/2008	A	10,000					01/28/2011	01/28/2011	Class A non-voting shares	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McNAMARA DENNIS P 99 COLONIAL PARKWAY MANHASSET, NY 11030			Assistant Secretary	

Signatures

Dennis P.
McNamara 07/03/2008

**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).
- The Reporting Person elected to receive stock in lieu of a cash bonus. The award was made under the Oppenheimer & Co. Inc. Employee Share Plan on 1/4/08 for 2,679 Class A Shares priced at grant date market price (\$41.05 per share close on the NYSE on 1/4/08) with vesting on 1/15/2009.
- (1) Share Plan on 1/4/08 for 2,679 Class A Shares priced at grant date market price (\$41.05 per share close on the NYSE on 1/4/08) with vesting on 1/15/2009.
 - (2) The transaction is a stock award granted under the Oppenheimer & Co. Inc. Employee Share Plan on 1/4/08 for 402 Class A Shares priced at grant date market price (\$41.05 per share close on the NYSE on 1/4/08) with vesting on the third anniversary of the grant.
 - (3) The transaction is a stock award granted under the Oppenheimer & Co. Inc. Employee Share Plan on 1/29/08 for 10,000 Class A Shares priced at grant date market price (\$39.45 per share close on the NYSE on 1/29/08) with vesting on the third anniversary of the grant.

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.