

TD AMERITRADE HOLDING CORP  
Form 8-K  
November 23, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

**FORM 8-K**

**Current Report**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 18, 2011

**TD Ameritrade Holding Corporation**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**0-49992**  
(Commission  
File Number)

**82-0543156**  
(I.R.S. Employer  
Identification Number)

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**4211 South 102<sup>nd</sup> Street**

**Omaha, Nebraska**  
(Address of principal executive offices)

**Registrant's telephone number, including area code: (402) 331-7856**

**68127**  
(Zip Code)

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ..  Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ..  Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ..  Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ..  Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

Under the terms of the management incentive plan of TD Ameritrade Holding Corporation, for fiscal year 2012, the base salary of Fredric J. Tomczyk, president and chief executive officer of TD Ameritrade, was increased by \$200,000 to \$700,000, and his annual incentive target was increased by \$100,000 to \$5,600,000. Mr. Tomczyk's annual incentive continues to be comprised of 30% cash and 70% equity.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

TD AMERITRADE HOLDING CORPORATION

Date: November 23, 2011

By: /s/ William J. Gerber

Name: William J. Gerber

Title: Chief Financial Officer