

SECURITIES AND EXCHANGE COMMISSION

FORM 424B2

Prospectus filed pursuant to Rule 424(b)(2)

Filing Date: **1995-05-10**
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FILER

LEHMAN BROTHERS HOLDINGS INC

CIK: **806085** | IRS No.: **133216325** | State of Incorpor.: **DE** | Fiscal Year End: **1130**
Type: **424B2** | Act: **33** | File No.: **033-56615** | Film No.: **95536244**
SIC: **6211** Security brokers, dealers & flotation companies

Mailing Address	Business Address
<i>AMERICAN EXPRESS TOWER 15TH FL 2 WORLD TRADE CENTER NEW YORK NY 10048</i>	<i>AMERICAN EXPRESS TWR 3 WORLD FINANCIAL CNTR NEW YORK NY 10048 2125267000</i>

Rule 424(b)(2)
Registration No. 33-56615
NASD File No: 941128001

PRICING SUPPLEMENT NO. 120
Dated May 9, 1995 to Prospectus
Supplement dated January 26, 1995
and Prospectus dated January 26, 1995

LEHMAN BROTHERS HOLDINGS INC.
Medium-Term Notes, Series E
(Fixed Rate)

Due from Nine Months to 30 Years from Date of Issue

Pricing to Public: 100%

Agent's Commission: .25%

Original Issue Date: 6/6/95

Interest Rate Per Annum: 8.00%

Interest Payment Dates: 6th day of each month

Maturity Date: 6/6/07 (1)

1) Call Feature: The Company has the right to call the Notes in whole on or after 6/6/97 on interest payment dates. Call notice is fifteen calendar days.

The aggregate principal amount of this offering is \$5,000,000 and relates only to Pricing Supplement No. 120. Medium-Term Notes, Series E may be issued by the Company in an aggregate principal amount of up to \$5,267,500,000 and, to date, including this offering, an aggregate of \$3,836,900,000 Medium-Term Notes, Series E has been issued and \$2,478,275,000 are outstanding.

The Agent has purchased the Notes as principal in this transaction and may resell any of such Notes to another broker/dealer (acting as principal for the purposes of resale) at a discount, which may vary from the discount received by the Agent in such transaction.