

INVESTMENT TECHNOLOGY GROUP INC

Form 8-K

August 10, 2004

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

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**FORM 8-K**

**Current Report**

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

**August 9, 2004**

Date of Report (Date of earliest event reported)

**INVESTMENT TECHNOLOGY GROUP, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of  
incorporation or organization)

**0-23644**

(Commission file number)

**95-2848406**

(I.R.S. Employer  
Identification No.)

**380 Madison Avenue  
New York, New York 10017**

(Address of principal executive offices)

**(212) 588-4000**

(Registrant's telephone number, including area code)

**Not Applicable**

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

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**Item 5. Other Events**

On August 9, 2004, Investment Technology Group, Inc. issued a press release announcing trading statistics for the month ended July 30, 2004. A copy of this press release is attached hereto as Exhibit 99.1.

**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.

INVESTMENT TECHNOLOGY GROUP, INC.  
(Registrant)

Date: August 10, 2004

By: /s/ Howard C. Naphtali  
Howard C. Naphtali  
Chief Financial Officer and  
Duly Authorized Signatory of Registrant

**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release by Investment Technology Group, Inc., dated as of August 9, 2004