

KNIGHT CAPITAL GROUP, INC.  
Form 15-12B  
July 16, 2013

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

Washington, D.C. 20549

**FORM 15**

**CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION**  
**UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934**  
**OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934.**

Commission File Number: 001-14223

**Knight Capital Group, Inc.**

(Exact name of registrant as specified in its charter)

545 Washington Boulevard

Jersey City, New Jersey 07310

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(201) 222-9400

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

**Class A Common Stock, par value \$0.01 per share**

(Title of each class of securities covered by this Form)

**None**

(Titles of all other classes of securities for which a duty to file reports under Section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)	x
Rule 12g-4(a)(2)	..
Rule 12h-3(b)(1)(i)	x
Rule 12h-3(b)(1)(ii)	..
Rule 15d-6	..

Approximate number of holders of record as of the certification or notice date:

Class A Common Stock, par value \$0.01 per share: 1 holder

Pursuant to the requirements of the Securities Exchange Act of 1934, Knight Capital Group, Inc. has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

KNIGHT CAPITAL GROUP, INC.

Date: July 16, 2013

By: /s/ John McCarthy  
Name: John McCarthy  
Title: General Counsel and Secretary