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Viola Micha Form 4 March 01, 20											
								OMB A	PPROVAL		
				RITIES AND EXCHANGE COMN shington, D.C. 20549				OMB Number:	3235-0287		
Check this box if no longer subject to Section 16. Form 4 or				IGES IN BENEFICIAL OWNERSHIP OF SECURITIES				Expires: Estimated a burden hou response	ours per		
Form 5 obligations may continue. See Instruction 1(b). 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)											
Viola Michael T Symbol			ssuer Name and ool 1 Financial, 1			g	5. Relationship of Reporting Person(s) to Issuer				
			th/Day/Year)	-			(Check all applicable) <u>X</u> Director Officer (give title below) <u>X</u> 10% Owner Other (specify below)				
			Amendment, Da	endment, Date Original			6. Individual or Joint/Group Filing(Check				
			(Month/Day/Year	-				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
NEW IOK.	K , N I 10262						Person				
(City)	(State)	(Zip)	fable I - Non-I	Derivative S	Securit	ties Acc	quired, Disposed o	f, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date any (Month/Day/Ye	Code ear) (Instr. 8)	on(A) or Dis (D)	sposed 4 and 5 (A) or	of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial		
Class A common stock	02/27/2019		M	45,000			62,289	D			

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	Deriv Secur Acqu or Di (D)	rities hired (A) sposed of 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		of Underlyi Securities	Title and Amount Underlying ecurities nstr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option Award (1)	\$ 19	02/27/2019		М		45,000	(2)	(2)	Class A common stock	45,000	
Restricted Stock Unit	(3)						<u>(4)</u>	(4)	Class A common stock	4,498	
Non-voting common interest units of Virtu Financial LLC	<u>(5)</u>						<u>(5)</u>	<u>(5)</u>	Class A common stock	52,235	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Viola Michael T C/O VIRTU FINANCIAL, INC. 300 VESEY STREET NEW YORK, NY 10282	Х	Х					
Signatures							
/s/ Justin Waldie, as Attorney-in-Fact		03/01/2019					

<u>**</u>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).

- (1) Each Option Award was granted under the Issuer's 2015 Management Incentive Plan and represents a contingent right to receive one share of a Class A common stock of the Issuer.
- Options Awards vest in equal installments on each of the first four (4) anniversaries of April 15, 2015. Any fractional Option Award
 (2) resulting from the application of the vesting schedule under the 2015 Management Incentive Plan will be aggregated and the Option Awards resulting from such aggregation shall vest on April 15, 2019.

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- (3) Each RSU is granted under the Issuer's 2015 Amended and Restated Incentive Plan and represents a contingent right to receive one share of Class A common stock of the Issuer.
- (4) The RSUs vest on July 2, 2019.

Pursuant to the terms of the Exchange Agreement, effective as of April 15, 2015, by and among the Issuer, Virtu Financial LLC and the equityholders of Virtu Financial LLC (the "Exchange Agreement"), Virtu Financial Units, together with a corresponding number of

(5) shares of Class C common stock, may be exchanged for shares of Class A common stock of the Issuer, which have one vote per share and economic rights (including rights to dividends and distributions upon liquidation), on a one-for-one basis at the discretion of the holder. The exchange rights under the Exchange Agreement do not expire.

By Virtu Employee Holdco LLC, a holding vehicle through which employees and directors of the Issuer hold vested and unvested Virtu(6) Financial Units and shares of Class C common stock. The reporting person disclaims beneficial ownership in such Virtu Financial Units and shares held by Virtu Employee Holdco LLC except to the extent of his pecuniary interest therein.

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.