

KNIGHT CAPITAL GROUP, INC.

Form 3

May 15, 2007

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**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)

1. Name and Address of Reporting
Person *

Â Amoruso Leonard J

(Last) (First) (Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

05/10/2007

3. Issuer Name **and** Ticker or Trading Symbol

KNIGHT CAPITAL GROUP, INC. [NITE]

4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)KNIGHT CAPITAL
GROUP,Â INC. 545
WASHINGTON BLVD.

(Street)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Sen.Man.Dir.& General Counsel

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting
Person☐ Form filed by More than One
Reporting Person

JERSEY CITY,Â NJÂ 07310

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned1.Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Class A Common Stock

12,508

D Â

Restricted Class A Common Stock

48,168

D ⁽¹⁾ ÂReminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

**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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security4. Conversion
or Exercise5. Ownership
Form of6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

Edgar Filing: KNIGHT CAPITAL GROUP, INC. - Form 3

	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)
Stock Option (Right to Buy)	Â (2)	Â (2)	Class A Common Stock	95,000	\$ (2)	D Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Amoruso Leonard J KNIGHT CAPITAL GROUP INC. 545 WASHINGTON BLVD. JERSEY CITY,Â NJÂ 07310	Â	Â	Â Sen.Man.Dir.& General Counsel	Â

Signatures

/s/ Leonard J.
Amoruso

05/15/2007

**Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) Restrictions lapse pursuant to the following schedule: 13,695 on 01/31/2008; 9,854 on 01/31/2009; 4,619 on 01/31/2010; 6,667 on 02/29/2008; 6,667 on 02/28/2009; and 6,666 on 02/28/2010.

20,000 vested options with an exercise price of \$22.94 and expiration date of 10/19/2009; 50,000 vested options with an exercise price of \$9.81 and expiration date of 01/31/2015; and 25,000 unvested options with a vesting date of 01/31/2008, exercise price of \$9.81 and an expiration date of 01/31/2015.

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.