

VIRTU ITG HOLDINGS LLC  
Form 15-12B  
March 14, 2019

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

Washington, D.C. 20549

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**FORM 15**

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**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: 001-32722

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**Virtu ITG Holdings LLC**

(Exact name of registrant as specified in its charter)

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**One Liberty Plaza, 165 Broadway**

**New York, New York**

**10006**

**(212) 588-4000**

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

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**Common Stock, \$0.01 par value**

(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)

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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)	<input checked="" type="checkbox"/>
Rule 12g-4(a)(2)	<input type="checkbox"/>
Rule 12h-3(b)(1)(i)	<input checked="" type="checkbox"/>
Rule 12h-3(b)(1)(ii)	<input type="checkbox"/>
Rule 15d-6	<input type="checkbox"/>
Rule 15d-22(b)	<input type="checkbox"/>

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

**EXPLANATORY NOTE**

This certification and notice relates to common shares of Virtu ITG Holdings LLC (formerly known as Investment Technology Group, Inc.). Effective March 1, 2019, the corporate form of Investment Technology Group, Inc. was converted from a Delaware corporation to a Delaware limited liability company, and its name was changed from Investment Technology Group, Inc. to Virtu ITG Holdings LLC .

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, Virtu ITG Holdings LLC has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

VIRTU ITG HOLDINGS LLC

Date: **March 14, 2019**

By: /s/ Justin Waldie  
Name: Justin Waldie  
Title: Senior Vice President, General Counsel and Secretary of Registrant

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