## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

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| 2. Issuer Name and Ticker or Trading Symbol                 | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  |  |  |  |
|---|--|--|--|--|
| Interactive Brokers Group, Inc. [IBKR]                      |  |  |  |  |
| 3. Date of Earliest Transaction (Month/Day/Year) 10/02/2015 | Director 10% Owner X Officer Other (give title below) (specify below) Chief Information Officer  |  |  |  |
| 4. If Amendment, Date of Original Filed (Month/Day/Year)    | 6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person |  |  |  |
|   | Interactive Brokers Group, Inc. [IBKR]  3. Date of Earliest Transaction (Month/Day/Year)  10/02/2015   |  |  |  |

## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1.Title of Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) |   | 4. Securit<br>or Dispose<br>3, 4 and 5 | ed Of (          |                     | 5. Amount of<br>Securities<br>Beneficially Owned<br>Following Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership |
|-----------------------------------|---|--|---|---|--|------------------|---------------------|--|---|---|
|                                   |   |  | Code                                    | ٧ | Amount                                 | (A)<br>or<br>(D) | Price               | Transaction(s)<br>(Instr. 3 and 4)                                     |   | (Instr. 4)  |
| Class A Common Stock              | 10/02/2015                              |  | S                                       |   | 5,664 <sup>(1)</sup>                   | D                | \$38.41<br>(4)      | 186,569 <sup>(2)</sup>   | I   | By IBG<br>Holdings LLC                              |
| Class A Common Stock              | 10/02/2015                              |  | S                                       |   | 848 <sup>(1)</sup>                     | D                | \$39 <sup>(5)</sup> | 185,721 <sup>(2)</sup>   | I   | By IBG<br>Holdings LLC                              |
| Class A Common Stock              | 10/05/2015                              |  | S                                       |   | 6,512 <sup>(1)</sup>                   | D                | \$39.93<br>(6)      | 179,209 <sup>(2)</sup>   | I   | By IBG<br>Holdings LLC                              |
| Class A Common Stock              |   |  |   |   |  |                  |                     | 309,161  | D <sup>(3)</sup>  |   |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| Security<br>(Instr. 3) | or Exercise<br>Price of | Date<br>(Month/ | Date, if any | 4.<br>Transacti<br>Code (Ins<br>8) | on<br>str. | Deriva | tive<br>ties<br>ed (A)<br>oosed<br>(Instr. | (Month/ Day /Year) |  | Amo<br>Secu<br>Unde<br>Deriv<br>Secu | Amount of Derivative Security       |  | Derivative<br>Securities<br>Beneficially<br>Owned<br>Following | Ownership<br>Form of<br>Derivative | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|------------------------|-------------------------|-----------------|--------------|------------------------------------|------------|--------|--|--------------------|--|--------------------------------------|-------------------------------------|--|--|------------------------------------|--|
|                        |                         |                 |              | Code                               | >          | (A)    | ` /  | Exercisable        |  |                                      | Amount<br>or<br>Number<br>of Shares |  | Transaction(s)<br>(Instr. 4)                                   | (Instr. 4)                         |  |

## **Explanation of Responses:**

- 1. The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by IBG Holdings LLC, in which the reporting person has a pecuniary interest through his membership interest in IBG Holdings LLC that went into effect July 24, 2015.
- 2. Represents number of securities owned by IBG Holdings LLC in which the Reporting Person has a pecuniary interest through his membership interest in IBG Holdings LLC.
- 3. These shares of Class A Common Stock are owned directly by the reporting person and represent the aggregate number of shares of restricted stock from awards granted under the 2007 Stock Incentive Plan since its inception, less vested shares that were withheld for tax purposes, or sold previously.
- 4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$37.93 to \$38.92, inclusive. The reporting person undertakes to provide Interactive Brokers Group, Inc. (the "Company"), any security holder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each price within the ranges set forth in footnotes (4) (6) to this Form 4.
- 5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$38.93 to \$39.10, inclusive.
- 6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$39.44 to \$40.39, inclusive.

| 's/ Raymond Bussiere as authorized signatory for Thomas AJ | 10/06/2015 |
|--|------------|
| Frank  | Date       |
|  |            |

\*\* Signature of Reporting Person

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

- \* 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).

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 control number.