

LABRANCHE GEORGE M L IV

Form 3

July 07, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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 *

LABRANCHE GEORGE M
L IV

(Last) (First) (Middle)

COWEN GROUP, INC., 599
LEXINGTON AVENUE

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
06/28/2011

3. Issuer Name and Ticker or Trading Symbol

COWEN GROUP, INC. [COWN]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
Senior Managing Director

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. 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

1,697,691 ⁽¹⁾

D

A

Class A Common Stock

1,297,400 ⁽²⁾

I

Held by wife

Reminder: 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 Security

4. Conversion or Exercise

5. Ownership Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LABRANCHE GEORGE M L IV COWEN GROUP, INC. 599 LEXINGTON AVENUE NEW YORK, NY 10022		X	Senior Managing Director	

Signatures

/s/ George M.L.
LaBranche IV
07/07/2011

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) Received in exchange for 1,701,094 shares of LaBranche & Co Inc. ("LaBranche") common stock upon consummation of the transactions contemplated by the Agreement and Plan of Merger, dated as of February 16, 2011, by and among the Issuer, Louisiana Merger Sub, Inc., a wholly owned subsidiary of the Issuer, and LaBranche.
- (2) Received in exchange for 1,300,000 shares of LaBranche & Co Inc. ("LaBranche") common stock upon consummation of the transactions contemplated by the Agreement and Plan of Merger, dated as of February 16, 2011, by and among the Issuer, Louisiana Merger Sub, Inc., a wholly owned subsidiary of the Issuer, and LaBranche.

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Remarks:

The Reporting Person was appointed as an officer and director of the Issuer on June 28, 2011, effective as of June 28, 2011.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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