

# **VIRTU FINANCIAL, INC.**

Reported by  
**MOLLUSO JOSEPH**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 02/04/25 for the Period Ending 01/31/25

|             |  |
|-------------|--|
| Address     | 1633 BROADWAY<br>NEW YORK, NY, 10019                     |
| Telephone   | 212-418-0100   |
| CIK         | 0001592386   |
| Symbol      | VIRT   |
| SIC Code    | 6211 - Security Brokers, Dealers and Flotation Companies |
| Industry    | Investment Banking & Brokerage Services                  |
| Sector      | Financials   |
| Fiscal Year | 12/31  |

# FORM 4

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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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|   |  |  |   |  |  |   |  |  |
|---|--|--|---|--|--|---|--|--|
| 1. Name and Address of Reporting Person * |  |  | 2. Issuer Name and Ticker or Trading Symbol       |  |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)  |  |  |
| Molluso Joseph                            |  |  | Virtu Financial, Inc. [ VIRT ]                    |  |  | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)<br><b>Co-President &amp; Co-COO</b> |  |  |
| (Last) (First) (Middle)                   |  |  | 3. Date of Earliest Transaction (MM/DD/YYYY)      |  |  |   |  |  |
| C/O VIRTU FINANCIAL, INC., 1633 BROADWAY  |  |  | 1/31/2025   |  |  |   |  |  |
| (Street)                                  |  |  | 4. If Amendment, Date Original Filed (MM/DD/YYYY) |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)   |  |  |
| NEW YORK, NY 10019                        |  |  |   |  |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person   |  |  |
| (City) (State) (Zip)                      |  |  |   |  |  |   |  |  |

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

| 1. Title of Security<br>(Instr. 3) | 2. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. Code<br>(Instr. 8) |   | 4. Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5) |            |       | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|------------------------------------|----------------|-----------------------------------|------------------------------|---|--|------------|-------|--|--|--|
|                                    |                |                                   | Code                         | V | Amount   | (A) or (D) | Price |  |  |  |
| Class A common stock               | 1/31/2025      |                                   | M                            |   | 37,500   | A          | (1)   | 427,188  | D  |  |
| Class A common stock               | 1/31/2025      |                                   | F                            |   | 20,737   | D          | (2)   | 406,451  | D  |  |
| Class A common stock               | 1/31/2025      |                                   | A                            |   | 37,500   | A          | (3)   | 443,951  | D  |  |
| Class A common stock               | 1/31/2025      |                                   | F                            |   | 20,738   | D          | (4)   | 423,213  | D  |  |

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivate Security<br>(Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. Code<br>(Instr. 8) |   | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 6. Date Exercisable and Expiration Date |                 | 7. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 3 and 4) |                            | 8. Price of Derivative Security<br>(Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|---|--|----------------|-----------------------------------|------------------------------|---|---|---|-----------------|--|----------------------------|---|---|--|---|
|   |  |                |                                   | Code                         | V |   | Date Exercisable                        | Expiration Date | Title  | Amount or Number of Shares |   |   |  |   |
| Restricted Stock Unit                       | (5)  | 1/31/2025      |                                   | A                            |   | 37,500  | (6)                                     | (6)             | Class A common stock   | 37,500                     | \$0   | 139,884   | D  |   |
| Restricted Stock Unit                       | (1)  | 1/31/2025      |                                   | M                            |   | 37,500  | (7)                                     | (7)             | Class A common stock   | 37,500                     | \$0   | 102,384   | D  |   |
| Restricted Stock Unit                       | (8)  | 2/2/2025       |                                   | M                            |   | 11,192  | (9)                                     | (9)             | Class A common stock   | 11,192                     | \$0   | 91,192  | D  |   |
| Deferred Stock Unit                         | (10)   | 2/2/2025       |                                   | M                            |   | 11,192  | (11)                                    | (11)            | Class A common stock   | 11,192                     | \$0   | 78,480  | D  |   |

#### Explanation of Responses:

- 37,500 RSUs were earned as a result of the Issuer's achievement of associated performance objective for 2023 and vested and settled in shares of Class A common stock on January 31, 2025. The RSUs were granted under the Issuer's Amended and Restated 2015 Management Incentive pursuant to the Amended and Restated Employment Agreement between the Issuer and Mr. Joseph Molluso.
- Shares of Class A common stock withheld for tax by the Issuer in relation to the settlement of vested RSUs in accordance with the Issuer's Amended and Restated 2015 Management Incentive Plan.

- (3) 37,500 shares of Class A common stock were earned as a result of the Issuer's achievement of associated performance objective for 2024. The shares are granted under the Issuer's Amended and Restated 2015 Management Incentive pursuant to the Amended and Restated Employment Agreement between the Issuer and Mr. Joseph Molluso.
- (4) Shares of Class A common stock withheld for tax by the Issuer in accordance with the Issuer's Amended and Restated 2015 Management Incentive Plan
- (5) 37,500 RSUs were earned as a result of the Issuer's achievement of associated performance objective for 2024 . The RSUs were granted under the Issuer's Amended and Restated 2015 Management Incentive pursuant to the Amended and Restated Employment Agreement between the Issuer and Mr. Joseph Molluso.
- (6) The RSUs vest on January 31, 2026.
- (7) The RSUs vested January 31, 2025.
- (8) Each RSU is granted under the Issuer's Amended and Restated 2015 Management Incentive Plan and represents a contingent right to receive one share of Class A common stock of the Issuer.
- (9) The RSUs vested on February 2, 2025.
- (10) Deferred Stock Units ("DSU") credited to the reporting person under the Virtu Financial, Inc. Deferred Compensation Plan, effective November 13, 2020, for Restricted Stock Units ("RSUs") granted under the Issuer's Amended and Restated 2015 Management Incentive Plan. Each DSU is economically equivalent to one share of Class A common stock.
- (11) The DSUs credited under the Deferred Compensation Plan are generally payable in the form elected or provided under the Deferred Compensation Plan on the earlier of: (i) a separation from service, (ii) a specified date, or (iii) a change in control.

Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                       |       |
|--|---------------|-----------|-----------------------|-------|
|  | Director      | 10% Owner | Officer               | Other |
| Molluso Joseph<br>C/O VIRTU FINANCIAL, INC.<br>1633 BROADWAY<br>NEW YORK, NY 10019 |               |           | Co-President & Co-COO |       |

Signatures

Justin Waldie, as Attorney-in-Fact

2/4/2025

--Signature of Reporting Person

Date

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.

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