**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

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

| Title of Security (Instr. 3) | Transaction Date (Month/Day/Year) | Deemed Execution Date, if any (Month/Day/Year) | Transaction Code (Instr. 8) | Securities Acquired or Disposed Of (A) or (D) (Instr. 3, 4 and 5) | Securities Underlying Derivative Security (Instr. 3 and 4) | Price | Amount | Code | V | Price |
|-----------------------------|-----------------------------------|-----------------------------------------------|-----------------------------|---------------------------------------------------------------|-----------------------------------------------------------|-------|
| Class A common stock        | 02/09/2021                        |                                               | D                           | 9,326 (1)                                                      | 1,113,795 (2)                                              | $72.12| 3       | 02/09/2021 |
| Class A common stock        | 02/09/2021                        |                                               | D                           | 18,334 (1)                                                    | 1,095,461 (2)                                              | $73.1 | 4       | 02/09/2021 |
| Class A common stock        | 02/09/2021                        |                                               | D                           | 4,614 (1)                                                     | 1,090,847 (2)                                              | $73.6 | 4       | 02/09/2021 |
| Class A common stock        | 02/10/2021                        |                                               | D                           | 29,144 (1)                                                    | 1,061,703 (2)                                              | $72.1 | 4       | 02/10/2021 |
| Class A common stock        | 02/10/2021                        |                                               | D                           | 4,310 (1)                                                     | 1,057,393 (2)                                              | $72.84| 4       | 02/10/2021 |

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

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Transaction Code (Instr. 8)</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>Title of Derivative Security (Instr. 3 and 4)</th>
<th>Amount or Number of Shares</th>
</tr>
</thead>
</table>

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### Explanation of Responses:

1. The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.
2. This amount includes (a) Class A common stock attributable to vested restricted stock units that were awarded under the amended 2007 Stock Incentive Plan (“Plan”), (b) unvested restricted stock units that were awarded under the Plan; and (c) securities acquired by the Reporting Person, in a partial redemption of his interest in IBG Holdings LLC.
3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $71.60 to $72.53. 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 (3) - (7) to this Form 4.

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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).


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

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 Number.

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/s/ Raymond Bussiere  
authorized signatory for  
Thomas AJ Frank  
02/11/2021

** Signature of Reporting Person  
Date