

CAPITAL MARKETS ANNOUNCEMENT

Virtu Financial, Inc. (NASDAQ: VIRT; New York, NY) Closes \$361.2 Million Initial Public Offering of Common Stock

Sandler O'Neill + Partners, L.P. served as joint lead book-running manager for this transaction.

This transaction represents the 125th public offering or private placement of common stock for a bank, thrift, securities & investments or financial technology firm since January 1, 2011 for which Sandler O'Neill acted as book-runner, co-manager or placement agent, more than any other investment bank during that period. These transactions have raised approximately \$26.3 billion for our clients.¹

About the Offering:

NEW YORK – Virtu Financial, Inc. ("Virtu Financial") (Nasdaq:VIRT), a technology enabled global market maker, announced today that it has closed its initial public offering. The closing included an additional 2,479,840 shares sold to the underwriters pursuant to their option to purchase additional shares. The total number of shares sold was 19,012,112, and the total gross proceeds of the offering were \$361,230,128. All of the shares were sold by Virtu Financial.

Virtu Financial's Class A Common Stock began trading on The NASDAQ Stock Market on April 16, 2015, under the symbol "VIRT".

Virtu Financial has used \$277,153,031 of the net proceeds from the offering to purchase shares of its Class A common stock and common units in Virtu Financial LLC (and paired shares of Virtu Financial's Class C common stock) from certain of its pre-IPO equityholders, including affiliates of Silver Lake Partners and certain of its employees. Virtu Financial has contributed the remaining \$58,790,988 of net proceeds to Virtu Financial LLC, which will be used by Virtu Financial LLC for working capital and general corporate purposes, which may include financing growth.

This announcement is for informational purposes only and does not constitute an offer to sell or the solicitation of an offer to buy securities.

¹) Source: SNL Financial

April 21, 2015

Initial Public Offering

\$361.2 Million



VIRTU FINANCIAL

Joint Lead Book-Running Manager

SANDLER O'NEILL + PARTNERS

Financial Highlights (as of 12/31/2014)

(Dollars in thousands)

Total Revenue	\$723,053
Adjusted Net Trading Income	435,025
EBITDA	236,036
Adjusted EBITDA	291,372
Net Income	158,915
Adjusted Net Income	214,462
Average Payout Ratio ('12-'14)	73%

Source: Company filings

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