

Yuan David  
Form 4  
December 21, 2012

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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

**STATEMENT OF CHANGES IN 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 \*  
TCV VII LP

2. Issuer Name and Ticker or Trading Symbol  
Interactive Brokers Group, Inc.  
[IBKR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below)  Other (specify below)  
May be part of a 13(d) group

C/O TECHNOLOGY CROSSOVER VENTURES, 528 RAMONA STREET

12/19/2012

(Street)

4. 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

PALO ALTO, CA 94301

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	12/19/2012		S	45,793	D	\$ 14.1613 (1)	2,243,842 I TCV VII, L.P. (2) (3)
Common Stock	12/19/2012		S	23,781	D	\$ 14.1613 (1)	1,165,280 I TCV VII (A), L.P. (2) (4)
Common Stock	12/19/2012		S	667	D	\$ 14.1613 (1)	32,667 I TCV Member Fund, L.P. (2) (5)

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Common Stock	12/20/2012	S	91,586	D	\$ 14.1166 (6)	2,152,256	I	TCV VII, L.P. (2) (3)
Common Stock	12/20/2012	S	47,562	D	\$ 14.1166 (6)	1,117,718	I	TCV VII (A), L.P. (2) (4)
Common Stock	12/20/2012	S	1,333	D	\$ 14.1166 (6)	31,334	I	TCV Member Fund, L.P. (2) (5)

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

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TCV VII LP C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301				May be part of a 13(d) group
TCV VII(A) L P C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301				May be part of a 13(d) group

Technology Crossover Management VII, Ltd. C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301	May be part of a 13(d) group
Technology Crossover Management VII, L.P. C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301	May be part of a 13(d) group
TCV Member Fund, L.P. C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301	May be part of a 13(d) group
Marshall Christopher P C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301	May be part of a 13(d) group
McAdam Timothy P C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301	May be part of a 13(d) group
Rosenberg John C. C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301	May be part of a 13(d) group
Yuan David C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301	May be part of a 13(d) group

## Signatures

Frederic D. Fenton, Authorized signatory for TCV VII, L.P.	12/21/2012
**Signature of Reporting Person	Date
Frederic D. Fenton, Authorized signatory for TCV VII (A), L.P.	12/21/2012
**Signature of Reporting Person	Date
Frederic D. Fenton, Authorized signatory for Technology Crossover Management VII, Ltd.	12/21/2012
**Signature of Reporting Person	Date
Frederic D. Fenton, Authorized signatory for Technology Crossover Management VII, L.P.	12/21/2012
**Signature of Reporting Person	Date
Frederic D. Fenton, Authorized signatory for TCV Member Fund, L.P.	12/21/2012
**Signature of Reporting Person	Date
Frederic D. Fenton, Authorized signatory for Christopher P. Marshall	12/21/2012
**Signature of Reporting Person	Date

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Frederic D. Fenton, Authorized Signatory for Timothy P. McAdam	12/21/2012
__Signature of Reporting Person	Date
Frederic D. Fenton, Authorized Signatory for John C. Rosenberg	12/21/2012
__Signature of Reporting Person	Date
Frederic D. Fenton, Authorized signatory for David L. Yuan	12/21/2012
__Signature of Reporting Person	Date

## Explanation of Responses:

\* 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).

(1) The price reported reflects the weighted average sale price. This transaction was executed in multiple trades at prices ranging from \$14.0900 to \$14.3650. The Reporting Persons hereby undertake to provide upon request by the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

(2) This Form 4 is filed by more than one Reporting Person and is a joint filing with the Form 4 filed by Jay C. Hoag, Richard H. Kimball, John L. Drew, Jon Q. Reynolds, Jr. and Robert W. Trudeau (collectively, the "TCM VI Members"), TCV VI, L.P. and Technology Crossover Management VI, L.L.C. ("TCM VI") on December 21, 2012.

(3) These securities are directly held by TCV VII, L.P. Christopher P. Marshall, Timothy P. McAdam, John C. Rosenberg and David L. Yuan and each of the TCM VI Members (collectively, the "TCM VII Directors") are Class A Directors of Technology Crossover Management VII, Ltd. ("TCM VII") and limited partners of Technology Crossover Management VII, L.P. ("Management VII"). TCM VII is the general partner of Management VII, which is the general partner of TCV VII, L.P. The TCM VII Directors, TCM VII and Management VII may be deemed to beneficially own the securities held by TCV VII, L.P., but the TCM VII Directors, TCM VII and Management VII disclaim beneficial ownership of such securities except to the extent of their pecuniary interest therein.

(4) These securities are directly held by TCV VII (A), L.P. The TCM VII Directors are Class A Directors of TCM VII and limited partners of Management VII. TCM VII is the general partner of Management VII, which is the general partner of TCV VII (A), L.P. The TCM VII Directors, TCM VII and Management VII may be deemed to beneficially own the securities held by TCV VII (A), L.P., but the TCM VII Directors, TCM VII and Management VII disclaim beneficial ownership of such securities except to the extent of their pecuniary interest therein.

(5) These securities are directly held by TCV Member Fund, L.P. ("TCV MF"). The TCM VII Directors are Class A Directors of TCM VII, which is a general partner of TCV MF, and limited partners of TCV MF. The TCM VI Members are Class A Members of TCM VI, which is also a general partner of TCV MF. The TCM VII Directors, TCM VII, the TCM VI Members and TCM VI may be deemed to beneficially own certain of the securities held by TCV MF, but the TCM VII Directors, TCM VII, the TCM VI Members and TCM VI disclaim beneficial ownership of such securities except to the extent of their pecuniary interest therein.

(6) The price reported reflects the weighted average sale price. This transaction was executed in multiple trades at prices ranging from \$13.9700 to \$14.2300. The Reporting Persons hereby undertake to provide upon request by the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

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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