



Knight Capital Group, Inc.
Barclays Capital Financial Services Conference
6 May 2009



Safe Harbor & Regulation G

Safe Harbor

Certain statements contained herein may constitute "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. These forward-looking statements are not historical facts and are based on current expectations, estimates and projections about the Company's industry, management's beliefs and certain assumptions made by management, many of which, by their nature, are inherently uncertain and beyond our control. Accordingly, readers are cautioned that any such forward-looking statements are not guarantees of future performance and are subject to certain risks, uncertainties and assumptions that are difficult to predict including, without limitation, risks associated with (i) the costs, integration, performance and operation of businesses recently acquired, or that may be acquired in the future, by the Company, and (ii) the closing of the sale of the assets of the Asset Management business and costs and expenses associated with the Company's exit from the Asset Management business. Since such statements involve risks and uncertainties, the actual results and performance of the Company may turn out to be materially different from the results expressed or implied by such forward-looking statements. Given these uncertainties, readers are cautioned not to place undue reliance on such forward-looking statements. Unless otherwise required by law, the Company also disclaims any obligation to update its view of any such risks or uncertainties or to announce publicly the result of any revisions to the forward-looking statements made herein. Readers should carefully review the risks and uncertainties disclosed in the Company's reports with the U.S. Securities and Exchange Commission (SEC), including, without limitation, those detailed under the headings "Certain Factors Affecting Results of Operations" and "Risk Factors" in the Company's Annual Report on Form 10-K for the year-ended December 31, 2008, and in other reports or documents the Company files with, or furnishes to, the SEC from time to time. This information should also be read in conjunction with the Company's Consolidated Financial Statements and the Notes thereto contained in the Company's Annual Report on Form 10-K for the year-ended December 31, 2008, and in other reports or documents the Company files with, or furnishes to, the SEC from time to time.

Regulation G

In an effort to provide investors with additional information regarding the Company's results as determined by generally accepted accounting principles (GAAP), the Company also discloses certain non-GAAP information which management believes provides useful information to investors. Within this presentation, the Company has disclosed its revenues and pre-tax income (loss) amounts for certain reporting periods before operating results of Direct Edge ECN to assist the reader in understanding the impact of these items on the Company's financial results, which management believes will facilitate more useful period-to-period comparisons of the Company's businesses.

Knight Capital Group, Inc.

Knight Capital Group, Inc. (Nasdaq: NITE) is a leading financial services firm that provides electronic and voice access to the capital markets across multiple asset classes for buy-side, sell-side and corporate clients.

In Global Markets, we provide market access and trade execution services in nearly every U.S. equity security and a large number of European and Asian equities as well as fixed income securities, foreign exchange, futures and options. We also provide related capital markets services to corporate issuers. Our approach to trading combines deep liquidity with robust trading technology and capital facilitation, when necessary, to deliver high quality trade executions consistent with client-defined measures.

Our Corporate segment invests in strategic, financial services-oriented opportunities, allocates, deploys and monitors all capital and maintains all corporate overhead expenses.

Our Asset Management segment is reported as a discontinued operation as of 31 March 2009. More information about Knight can be found at www.knight.com.

Knight's Accomplishments and Key Differentiators

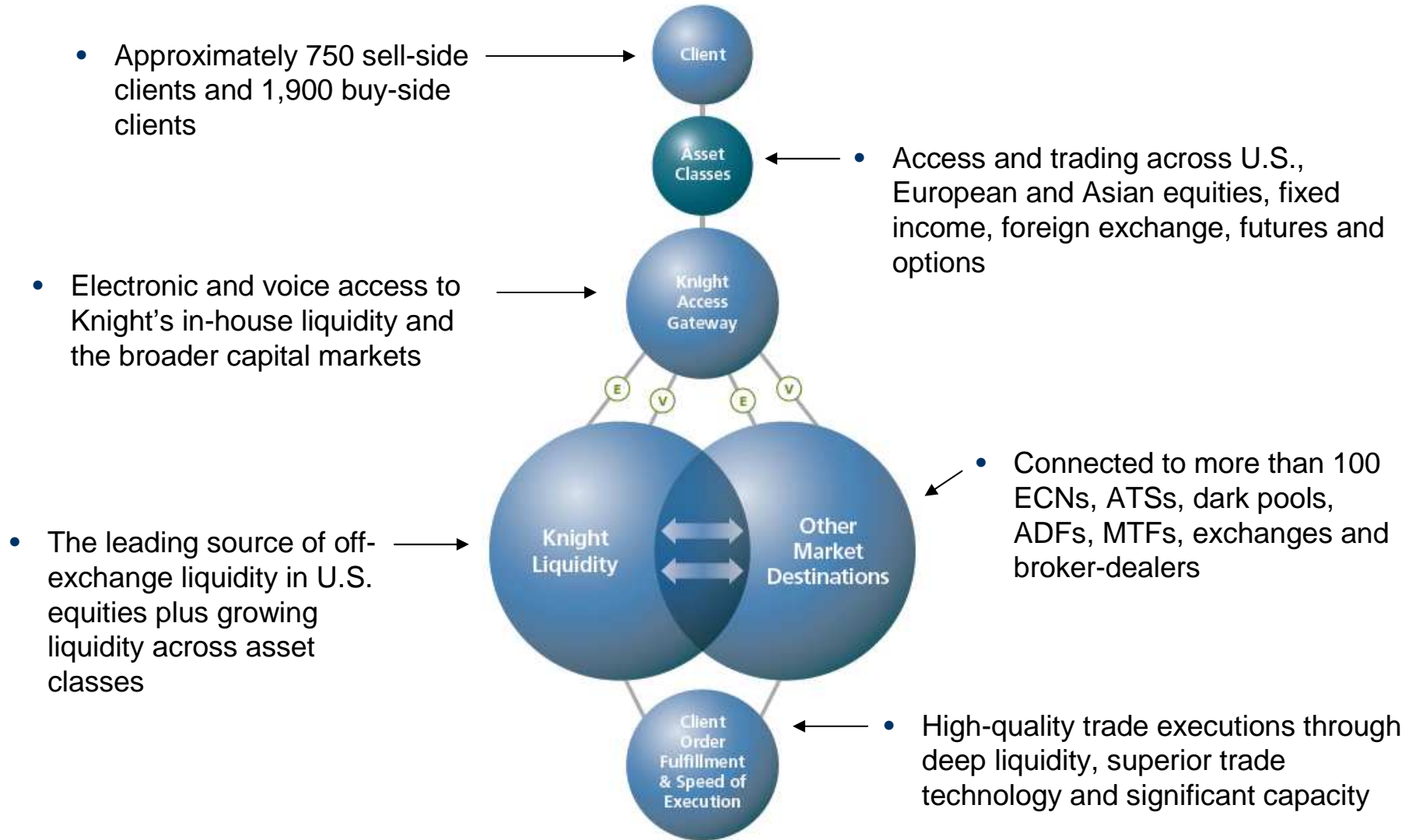
Recent Accomplishments

- Automated processes to increase trading efficiencies
- Established the hybrid market model with complementary electronic and voice capabilities
- Grew sell-side and buy-side client base
- Added asset classes beyond U.S. equities
- Diversified revenues across clients, order flow, products and services
- Developed and implemented algorithmic trading models
- Set the stage for expansion in Europe and Asia

Key Differentiators

- Client-centered philosophy
- Deep, natural liquidity in our virtual exchange
- Hybrid market model
- Multi-asset class market access and trade execution services
- High-quality trade executions according to client-defined measures
- Expertise in sourcing liquidity across fragmented markets
- Reliable, efficient and scalable trade technology infrastructure
- Client network connectivity
- Minimal leverage; low debt-to-equity ratio

Global Markets: Our Virtual Exchange



Global Markets: Our Hybrid Market Model



- Provides access to multiple asset classes, products and services
- Offers clients choice of electronic and voice access to the global capital markets
- Allows firms to trade according to individual preferences and requirements
- Designed to deepen liquidity across asset classes while diversifying revenues
- Excellent performance during the challenging 2008 markets

Global Markets: Growth Strategy

Growth Strategy

- **Expand market access and trade execution services**
- **Grow the client base of buy- and sell-side firms**
- **Capture an ever-greater share of client trade volume**
- **Continue building pools of liquidity across asset classes**
- **Bring our client offering and approach to trading to new geographies**



Global Markets: U.S. Equities Market Share

All Listed (NYSE) Securities 1Q09

Rank	Firm	Advertised Volume	% of Total
1	UBS	29,863,921	15.6%
2	Knight	28,075,975	14.7%
3	Citigroup	19,283,955	10.1%
4	Morgan Stanley	16,344,832	8.5%
5	Merrill Lynch	16,085,849	8.4%

All NASDAQ Securities 1Q09*

Rank	Firm	Advertised Volume	% of Total
1	Knight	18,674,153	24.0%
2	UBS	9,126,862	11.8%
3	Citigroup	6,666,738	8.6%
4	Morgan Stanley	6,213,824	8.0%
5	Merrill Lynch	4,499,960	5.8%

All Bulletin Board Securities 1Q09

Rank	Firm	Advertised Volume	% of Total
1	Knight	119,214,639	80.0%
2	UBS	14,291,445	9.6%
3	Citigroup	8,697,446	5.8%
4	Hudson Securities	2,633,847	1.8%
5	Goldman Sachs	873,035	0.6%

Knight is the leading source of off-exchange liquidity in U.S. equities among all securities firms

In addition, Knight has greater share volume than any U.S. exchange

In the first quarter of 2009, Knight executed:

- 3.8 million in average daily trades
- 5.5 billion in average daily share volume
- \$19.9 billion in average daily dollar value traded

Source: Based on advertised volumes through AutEx BlockData for 2008.

* Includes NASDAQ Global Market (GM), Capital Market (CM) and Global Select Market (GSM) segments.

Global Markets: Institutional Client Group

- **Market access and trade execution services for institutional clients, combining traditional equity sales and trading with innovative electronic trading across multiple asset classes**
- **Asset classes:**
 - Global equities, foreign exchange, futures and options
- **Products and services include:**
 - U.S., European and Asian equity sales and trading, block trading, program trading and special situations
 - Knight Direct direct market access
 - EdgeTrade Algorithmic Suite
 - Hotspot FX foreign exchange ECN
 - Commission management and commission recapture
 - Knight Match dark pool
 - Knight Transition Management
- **In the past six months:**
 - Launched European algorithmic suite
 - Established institutional sales and trading team in Hong Kong
 - Expanded electronic offering for European clients
 - Knight Direct added trading capabilities in complex options and foreign exchange

Global Markets: Broker-Dealer Client Group

- **The leading destination for trade execution services among broker-dealers, providing both market making in equities and electronic fixed income trading**
- **Asset classes:**
 - Global equities and fixed income
- **Products and services include:**
 - Broker-dealer electronic trading
 - Broker-dealer cash trading
 - Knight Link dark electronic access to Knight's off-exchange liquidity
 - Knight BondPoint electronic fixed income trading
 - Algorithmic trading models
 - Broker-dealer relationship management
 - Corporate buybacks
- **In the past six months:**
 - Gained market share and handled record trade volume
 - Knight BondPoint nearly doubled electronic fixed income trading volumes
 - Developed and refined new algorithmic trading models
 - Hired head of electronic trading group in Europe
 - Knight Link grew trade volumes and ranks among the leading dark pools in terms of share volume

Global Markets: Institutional Fixed Income

- **Acquired in July 2008, Knight Libertas is a riskless principal, institutional fixed income broker-dealer providing trade execution and investment research across a broad range of fixed income securities**
- **Securities include:**
 - High Yield and High Grade Corporate Bonds
 - Distressed Debt
 - Asset- and Mortgage-Backed Securities
 - Convertible Bonds
 - Syndicated Loans
- **Knight Libertas Fixed Income Research produces fundamental investment research that starts with valuation and reaches across an issuer's capital structure**
- **Knight Libertas also offers capital markets services, including private placements, to middle-market corporate issuers**
- **In the past six months, more than 50 new hires including:**
 - Traders covering Investment Grade, High Yield, ABS and Convertibles
 - Additional London-based traders

Global Markets: Acquisitions

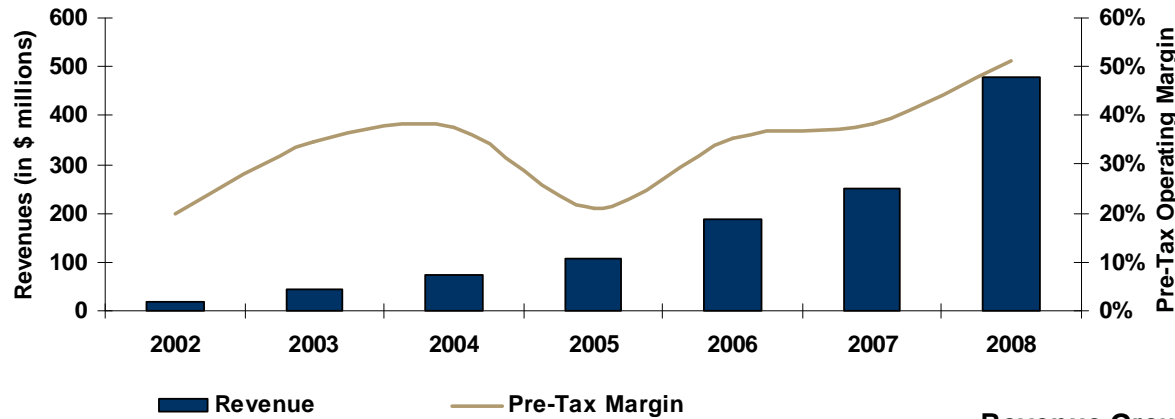
Acquisitions

- **Fixed income**
 - Knight Libertas (July 2008) institutional fixed income sales, trading and research
 - Knight BondPoint (October 2006) electronic fixed income trading solutions
- **Foreign exchange**
 - Hotspot FX (April 2006) institutional foreign exchange ECN
- **Agency-only algorithms**
 - EdgeTrade (January 2008) agency-only algorithmic trading strategies
- **Execution management system**
 - Knight Direct (June 2005) direct market access to a broker-neutral platform offering trading across multiple asset classes
- **Commission Management**
 - Knight commission management programs (December 2003)

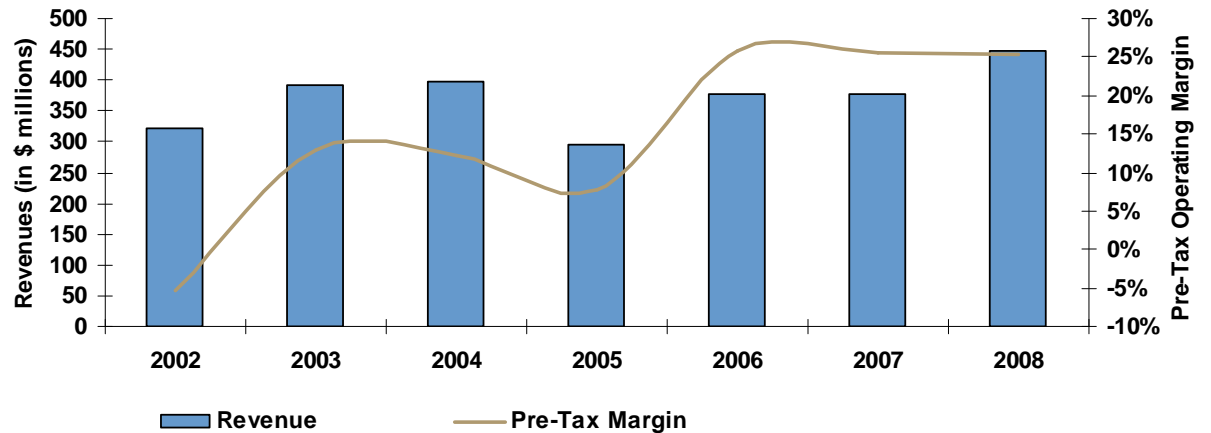
Recent acquisitions contributed \$66 million in revenue or 27% of total Global Markets revenues in the first quarter of 2009, compared to 13% in the first quarter of 2008.

Global Markets: Electronic and Voice Access

Revenue Growth and Pre-Tax Margins
Electronic Access



Revenue Growth and Pre-Tax Margins
Voice Access



NOTE: Metrics exclude the results of Direct Edge

Global Markets: Approach to Risk Management

- **Quantitative market making, high-velocity algorithmic trading models and institutional capital facilitation**
 - Primarily a function of facilitating client orders
 - Short holding periods
 - Inventory is highly liquid and marked-to-market daily
- **Risk controls**
 - Real-time monitoring
 - Risk limits by strategy and account
 - Risk committee
- **Target value at risk (VAR) of less than or equal to one day's revenues**
- **Minimal leverage**



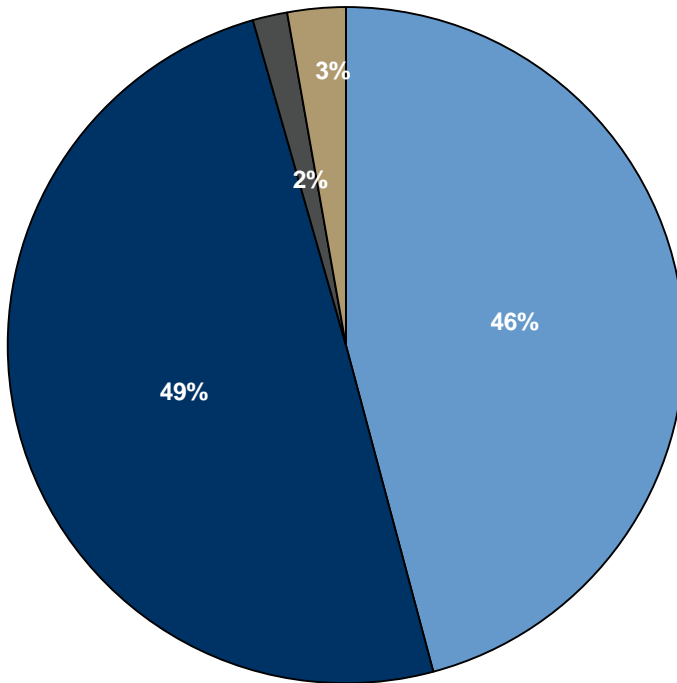
Corporate: Overview and Recap

- **Strategic investments and gains**
 - Direct Edge: Total pre-tax gain of \$66 million through December 2008 on initial investment of approximately \$23 million in 2005; Knight retains a 19.9% ownership stake in Direct Edge
 - International Securities Exchange (ISE): Total pre-tax gain of \$64 million on initial investment of approximately \$5 million in 1998 / 2002
 - NASDAQ: Total pre-tax gain of \$22 million on initial investment of approximately \$17 million in 2000
- **Corporate investments in the Deephaven Funds**
 - Since 2002, total earnings of \$81 million on an average balance of \$181 million
 - In conjunction with the completion of the sale of assets, Deephaven was replaced as investment adviser
 - Knight maintains a balance of approximately \$32 million as of 1 April 2009
- **Corporate overhead expenses ranged from \$7 to \$11 million per quarter over the past two years**

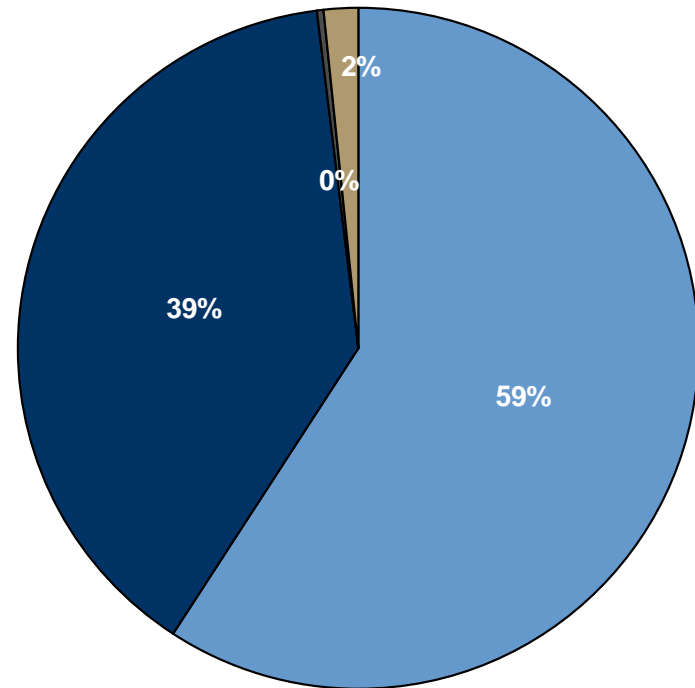


Financials: Consolidated Revenue Diversification

1Q08 Revenues



1Q09 Revenues



■ Commissions and fees
 ■ Net trading revenue
 ■ Investment income and other, net
 ■ Interest, net



Financials: Consolidated Overview

	2006	2007	2008	1Q08	1Q09
Revenues					
Global Markets	\$ 571.3	\$ 636.5	\$ 937.8	\$ 202.2	\$ 250.4
Corporate	66.9	27.1	1.1	(8.2)	(5.0)
Total Revenues	<u>\$ 638.3</u>	<u>\$ 663.6</u>	<u>\$ 938.9</u>	<u>\$ 194.0</u>	<u>\$ 245.4</u>
Pre-Tax					
Global Markets	\$ 151.5	\$ 184.4	\$ 357.5	\$ 78.9	\$ 67.0
Corporate	31.4	4.3	(23.8)	(19.0)	(16.0)
Total Pre-Tax	<u>\$ 182.9</u>	<u>\$ 188.7</u>	<u>\$ 333.6</u>	<u>\$ 59.9</u>	<u>\$ 51.0</u>

NOTE: Metrics exclude the results of Direct Edge

Financials: Consolidated Margin Trend Analysis

3 Year Trend Analysis

% of Revenue	2006	2007	2008
Employee compensation	35	38	35
Execution and clearance	15	13	11
Payments for order flow	4	5	5
Other operating expenses	17	16	15
Pre-tax operating income	33	28	36

Financials: Strong Consolidated Balance Sheet

Balance sheet as of 31 March 2009

- \$337 million in cash
- 67% of assets readily convertible to cash
- Over \$200 million in available capital
- Shareholders' equity of \$1.0 billion
- Debt of \$140 million in term credit facility
- Debt to equity ratio of 0.13
- Book value of \$11.50 per diluted share

Buyback Summary as of 31 March 2009

- Repurchased 67.1 million shares for \$750.4 million since 2002
- Average cost of shares repurchased was \$11.18
- \$249.6 million remaining under the \$1 billion program



Review & Outlook: Global Markets Today

Regions	North America		Europe		Asia-Pacific (Q109)
Asset Classes	Equities North America, Europe, Asia-Pacific Futures/Options U.S. Fixed Income U.S. and International Foreign Exchange and Precious Metals Credit Derivatives		Equities North America, Europe, Asia-Pacific Futures/Options U.S. Fixed Income U.S. and International Foreign Exchange and Precious Metals		Equities North America, Europe, Asia-Pacific Fixed Income Foreign Exchange and Precious Metals
Products	Electronic Knight Direct EMS Edge Trade Algos Knight Match Knight Link KnightBondPoint HotSpotFX Direct Edge (19.9%)	Voice Broker-Dealer Cash Trading Institutional Block Trading Program Trading Special Situations Knight Libertas	Electronic Knight Direct EdgeTrade Algos (Q109) KnightLink (Q109) HotSpot	Voice Institutional Block Trading Knight Libertas	Voice Institutional Block Trading Knight Libertas Hotspot
Services	Commission Management, Knight Transition Management, Corporate Access, Corporate Services, Knight Portfolio Access, Knight Capital Partners, NetDelta				
Client Base	Broker- Dealer Institutions	Broker- Dealer Institutions	Institutions	Institutions	Institutions
Client Order Flow & Composition	North American, European and Asian equities, Corporate Clients and Street				

Review & Outlook: 2009 Goals

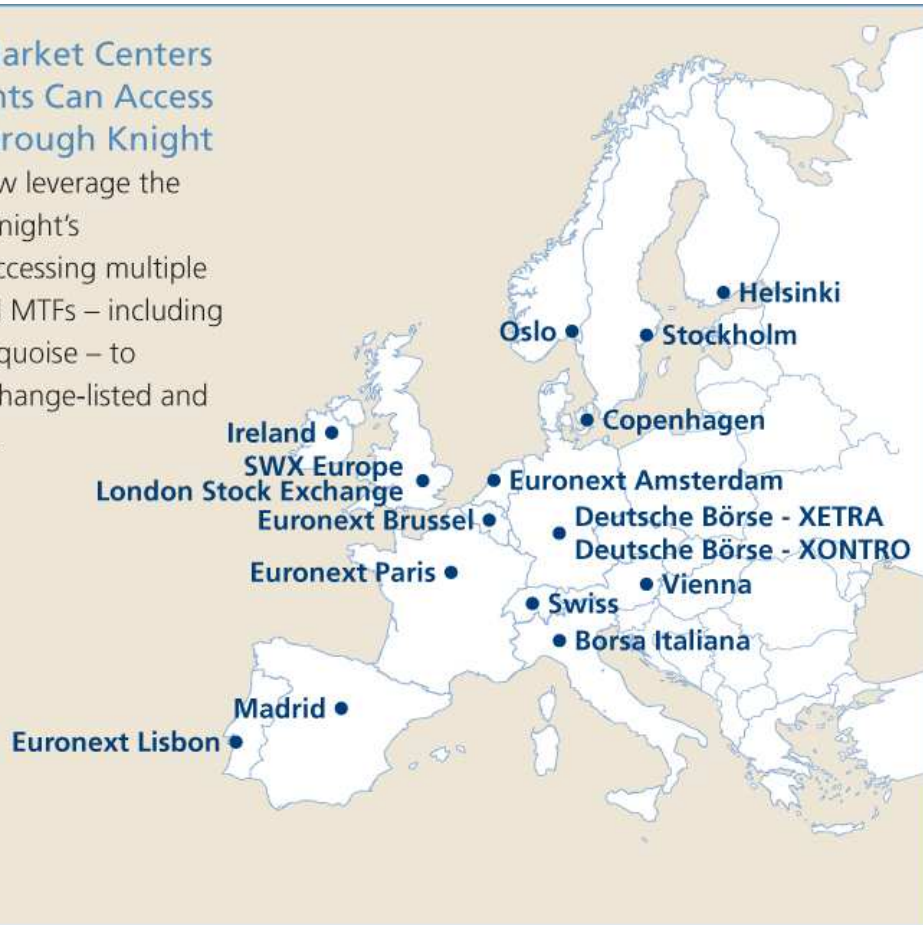
- Grow market share in global equities
- Build new pools of liquidity across asset classes
- Expand electronic access and trading capabilities
- Continually develop and refine algorithmic trading models
- Increase cross-selling to buy- and sell-side clients
- Continue to add sell-side, buy-side and corporate issuer clients
- Expand capital markets services for corporate issuers



Review & Outlook: 2009 European Goals

Available Market Centers Where Clients Can Access Liquidity Through Knight

Clients can now leverage the full depth of Knight's resources by accessing multiple exchanges and MTFs – including Chi-X and Turquoise – to trade both exchange-listed and OTC securities.



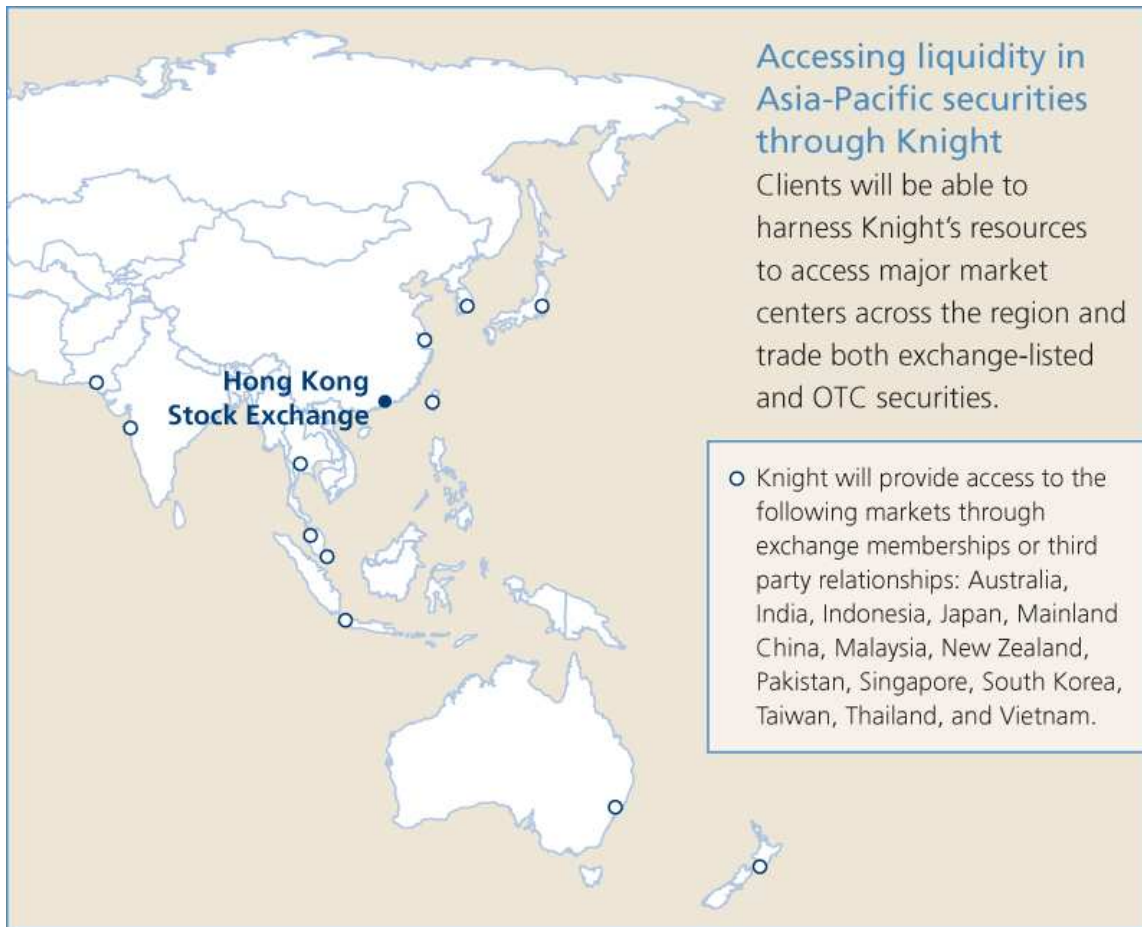
Completed

- Profitable institutional sales and trading team (voice) based in London
- Connected to multiple European exchanges, MTFs and other liquidity venues
- Hired Head of Institutional Electronic Sales in Europe
- Hired Head of ETG in Europe

In Progress

- Expanding electronic access and trading in Europe
 - Knight Link
 - Knight Direct
 - Knight EdgeTrade algorithms

Review & Outlook: 2009 Asia-Pacific Goals



Completed

- Hired Head of Institutional Equities in Asia-Pacific
- Established institutional sales and trading team (voice) in Hong Kong
- Began trading Asia-Pacific equities on behalf of existing U.S. and European clients
- Began adding Asia-Pacific clients

In Progress

- Securing additional exchange memberships across the region
- Introduce electronic access and trading in Asia-Pacific

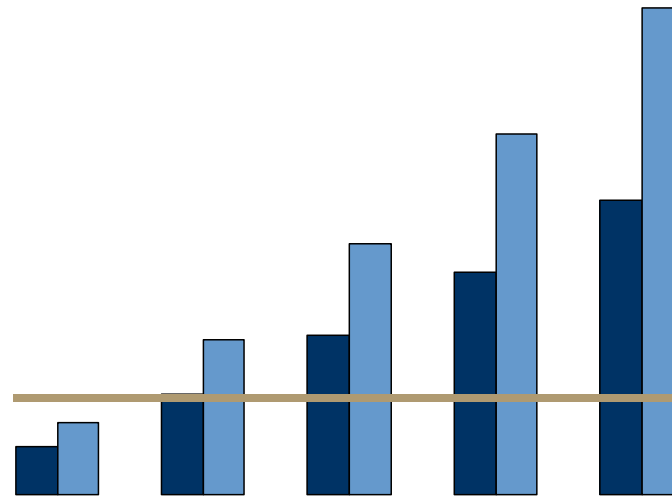


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Review & Outlook: Global Markets Goal By 2014

Regions	North America		Europe		Asia-Pacific		Latin America
Asset Classes	Equities North America, Europe, Asia-Pacific and Latin America Futures/Options Fixed Income Foreign Exchange and Precious Metals Credit Derivatives		Equities North America, Europe, Asia-Pacific and Latin America Futures/Options Fixed Income Foreign Exchange and Precious Metals Credit Derivatives		Equities North America, Europe, Asia-Pacific and Latin America Futures/Options Fixed Income Foreign Exchange and Precious Metals		Equities North America, Europe, Asia-Pacific and Latin America Fixed Income Foreign Exchange and Precious Metals
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Services	New Initiatives: Option MM Prop Trading Convertibles Electronic Fixed Income CDS Settlement FX Options Self-Clearing Prime Brokerage Risk Metrics Pollution /Energy Trading Transaction Cost Analysis		New Initiatives: Option MM Prop Trading CDS Settlement FX Options Self-Clearing Prime Brokerage Risk Metrics Transaction Cost Analysis Pollution /Energy Trading		New Initiatives: FX Options Prop Trading Self-Clearing Prime Brokerage Risk Metrics Transaction Cost Analysis Pollution /Energy Trading		
	Commission Management, Knight Transition Management, Corporate Access, Corporate Services, Knight Portfolio Access, Knight Capital Partners, NetDelta						
Client Base	Broker-Dealer Institutions	Broker-Dealer Institutions	Broker-Dealer Institutions	Broker-Dealer Institutions	Broker-Dealer Institutions	Broker-Dealer Institutions	Broker-Dealer Institutions
Client Order Flow & Composition	North American, European, Asian and Latin American equities, Corporate Clients, Street						

Review & Outlook: Our Five-Year Financial Goals



10%

Revenue Growth

15%

Pre-Tax Growth

20%

Minimum Pre-Tax Margins

- Goal of \$2.2 billion in revenues for Global Markets by 2014
 - Five-year CAGR on organic growth of 12%
 - Five-year CAGR on overall revenue growth on 18%

Q&A Session



Appendix



Reconciliation of GAAP Revenues to Non-GAAP Revenues

Q1 2009	Global Markets	Corporate	Consolidated
GAAP Revenues	\$ 250	\$ (5)	\$ 245
Direct Edge Revenues	-	-	-
Revenues, excluding Direct Edge	<u>\$ 250</u>	<u>\$ (5)</u>	<u>\$ 245</u>
2008	Global Markets	Corporate	Consolidated
GAAP Revenues	\$ 938	\$ 1	\$ 939
Direct Edge Revenues	-	-	-
Revenues, excluding Direct Edge	<u>\$ 938</u>	<u>\$ 1</u>	<u>\$ 939</u>
2007	Global Markets	Corporate	Consolidated
GAAP Revenues	\$ 690	\$ 27	\$ 717
Direct Edge Revenues	(54)	-	(54)
Revenues, excluding Direct Edge	<u>\$ 637</u>	<u>\$ 27</u>	<u>\$ 664</u>
2006	Global Markets	Corporate	Consolidated
GAAP Revenues	\$ 604	\$ 67	\$ 671
Direct Edge Revenues	(33)	-	(33)
Revenues, excluding Direct Edge	<u>\$ 571</u>	<u>\$ 67</u>	<u>\$ 638</u>

NOTE: In USD millions

Reconciliation of GAAP Income to Non-GAAP Income

Q1 2009	Global Markets	Corporate	Consolidated
GAAP Pre-Tax Income	\$ 67	\$ (16)	\$ 51
Direct Edge Pre-Tax Loss	-	-	-
Pre-Tax Income after minority interest	<u>\$ 67</u>	<u>\$ (16)</u>	<u>\$ 51</u>
2008			
	Global Markets	Corporate	Consolidated
GAAP Pre-Tax Income	\$ 358	\$ (24)	\$ 334
Direct Edge Pre-Tax Loss	-	-	-
Pre-Tax Income after minority interest	<u>\$ 358</u>	<u>\$ (24)</u>	<u>\$ 334</u>
2007			
	Global Markets	Corporate	Consolidated
GAAP Pre-Tax Income	\$ 180	\$ 4	\$ 185
Direct Edge Pre-Tax Loss	4	-	4
Pre-Tax Income, excluding Direct Edge	<u>\$ 184</u>	<u>\$ 4</u>	<u>\$ 189</u>
2006			
	Global Markets	Corporate	Consolidated
GAAP Pre-Tax Income	\$ 150	\$ 31	\$ 182
Direct Edge Pre-Tax Loss	1	-	1
Pre-Tax Income, excluding Direct Edge	<u>\$ 152</u>	<u>\$ 31</u>	<u>\$ 183</u>

NOTE: In USD millions

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