

□ 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

1. Name and Address of Reporting Person [*]	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer					
		(Check all applicable)					
Richards David	BGC Group, Inc. [BGC]						
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	X_Director 10% Owner					
		Officer (give title below) Other (specify below)					
C/O BGC PARTNERS, INC., 499 PARK	11/14/2023						
AVENUE							
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)					
NEW YORK, NY 10022	-	X _ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City) (State) (Zip)		Form filed by More than One Reporting Person					

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

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1.Title of Security	2. Trans. Date	2A. Deemed	3. Trans. Code		4. Securities Acquired (A)		ed (A)	5. Amount of Securities Beneficially Owned	6.	7. Nature
(Instr. 3)		Execution	(Instr. 8)		or Disposed of (D)			Following Reported Transaction(s)	Ownership	of Indirect
		Date, if any	(1		(Instr. 3, 4 and 5)			(Instr. 3 and 4)	Form:	Beneficial
									Direct (D)	Ownership
									or Indirect	(Instr. 4)
						(A) or			(I) (Instr.	
			Code	V	Amount	(D)	Price		4)	
Class A Common Stock, par value \$0.01 per share	11/14/2023		Α		7,874 (1)	Α	\$0	71,173 (2)(3)	D	

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

						-				-				
2.	3. Trans.	3A. Deemed	4. Trans. 0	Code	5. Number	of	6. Date Exe	rcisable	7. Tit	le and Amount of	8. Price of	9. Number of	10.	11. Nature
Conversion	Date	Execution	(Instr. 8)		Derivative	Securities	and Expirat	ion Date	Secur	ities Underlying	Derivative	derivative	Ownership	of Indirect
or Exercise		Date, if any			Acquired (A	A) or	-		Deriv	ative Security	Security	Securities	Form of	Beneficial
Price of		-			Disposed o	f (D)			(Instr	. 3 and 4)	(Instr. 5)	Beneficially	Derivative	Ownership
Derivative					(Instr. 3, 4 a	and 5)						Owned	Security:	(Instr. 4)
Security												Following	Direct (D)	
							-					Reported	or Indirect	
							Date	Expiration	Title	Amount or Number of		Transaction(s)	(I) (Instr.	
			Code	V	(A)	(D)	Exercisable	Date		Shares		(Instr. 4)	4)	
	or Exercise Price of Derivative	Conversion Date or Exercise Price of Derivative	Conversion Date Execution Date, if any Price of Derivative	Conversion Date Execution Date, if any Price of Derivative Security	Conversion Date Execution Date, if any Price of Derivative Security	Conversion or Exercise Price of Derivative Security	2. 3. Trans. Date 3. Trans. Date 5. Number of Derivative Securities Security 3. Trans. Date 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	2. 3. Trans. 3A. Deemed 4. Trans. Code 5. Number of 6. Date Exe Conversion Date Execution Date, if any Instr. 8) Derivative Securities 6. Date Exe Derivative Date, if any Instr. 8) Instr. 3, 4 and 5) Instr. 3, 4 and 5)	2. 3. Trans. 3A. Deemed 4. Trans. Code 5. Number of 6. Date Exercisable Conversion or Exercise Price of Price of Security Date, if any (Instr. 8) Derivative Securities 6. Date Exercisable Derivative Security Security Instr. 8) (Instr. 8) Derivative Securities 6. Date Exercisable	2. 3. Trans. 3A. Deemed 4. Trans. Code 5. Number of 6. Date Exercisable 7. Tit Derivative of Date, if any Date, if any Instr. 8) Derivative Securities 6. Date Exercisable 7. Tit Derivative Security Security Instr. 8) Instr. 3, 4 and 5) Instr. 3, 4 and 5) Instr. 3	2. 3. Trans. 3A. Deemed 4. Trans. Code 5. Number of 6. Date Exercisable 7. Title and Amount of Conversion or Exercise Price of Date, if any (Instr. 8) Derivative Securities 6. Date Exercisable 7. Title and Amount of Security Date Date Disposed of (D) (Instr. 3, 4 and 5) Date 7. Title and Amount of Derivative Date Date Date Derivative Security Derivative Security Derivative Date Date Date Date Date	2. 3. Trans. 3A. Deemed 4. Trans. Code 5. Number of 6. Date Exercisable 7. Title and Amount of 8. Price of Conversion or Exercise Date, if any Date, if any Instr. 8) Derivative Securities 6. Date Exercisable 7. Title and Amount of 8. Price of Derivative Security Disposed of (D) (Instr. 3, 4 and 5) 1.	2. 3. Trans. 3A. Deemed 4. Trans. Code 5. Number of 6. Date Exercisable 7. Title and Amount of 8. Price of 9. Number of Conversion or Exercise Date, if any Date, if any Instr. 8) Derivative Securities 6. Date Exercisable 7. Title and Amount of 8. Price of 9. Number of Derivative Security Instr. 3. 4 and 5) Instr. 3. 4 and 5) 0. 0. 0. 0. 0.	Conversion or Exercise Price of Derivative SecurityDate, if any(Instr. 8)Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)and Expiration Date and Expiration Date (Instr. 3 and 4)SecurityDerivative SecurityDerivative SecurityDerivative SecurityDerivative SecurityDerivative SecurityDerivative SecurityDerivative SecurityOwnership Form of Derivative Security

Explanation of Responses:

- (1) The 7,874 shares of Class A Common Stock are represented by 7,874 restricted stock units ("RSUs") granted under the BGC Group, Inc. Long Term Incentive Plan. Each RSU represents a contingent right to receive one share of Class A Common Stock. Of the 7,874 RSUs, (i) 3,937 RSUs will vest on November 14, 2024, and (ii) 3,937 RSUs will vest on November 14, 2025, in each case provided that the reporting person continues to serve as a member of the Board of Directors of the Issuer on such dates.
- (2) Also includes 18,594 RSUs granted pursuant to the BGC Group, Inc. Long Term Incentive Plan of which 6,631 RSUs will vest on December 30, 2023, 6,632 RSUs will vest on December 30, 2024, and 5,331 RSUs which will vest on November 22, 2023, in each case provided that the reporting person continues to serve as a member of the Board of Directors of the Issuer on such dates.
- (3) Also includes 44,705 shares of Class A Common Stock held directly.

Reporting Owners

Penarting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Richards David C/O BGC PARTNERS, INC. 499 PARK AVENUE NEW YORK, NY 10022	X						

/s/ David P. Richards 11/15/2023

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.

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 control number.