

Bats Global Markets, Inc.  
 Form 4  
 November 18, 2016

**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 \*  
**KCG Strategic Holdings LLC**

2. Issuer Name and Ticker or Trading Symbol  
**Bats Global Markets, Inc. [BATS]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**C/O KCG HOLDINGS, INC., 300 VESEY STREET**

3. Date of Earliest Transaction (Month/Day/Year)  
**11/17/2016**

\_\_\_\_ Director  
 \_\_\_\_ Officer (give title below)  
 10% Owner  
 \_\_\_\_ Other (specify below)

(Street)  
**NEW YORK, NY 10282**

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

**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) |                        |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|------------------------|
|                                 |                                      |  |                                | Code  | V   | Amount   | (A) or (D)  | Price                  |
| Common Stock                    | 11/17/2016                           |  | S                              |   | 8,863,252   | D  |   | \$ 31.09<br><u>(1)</u> |
| Common Stock                    | 11/18/2016                           |  | S                              |   | 2,174,654   | D  |   | \$ 30.35               |

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

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SEC 1474 (9-02)

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**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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | 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 |
| KCG Strategic Holdings LLC<br>C/O KCG HOLDINGS, INC.<br>300 VESEY STREET<br>NEW YORK, NY 10282 |               | X         |         |       |
| KCG Holdings, Inc.<br>300 VESEY STREET<br>NEW YORK, NY 10282                                   |               | X         |         |       |
| KNIGHT CAPITAL GROUP LLC<br>C/O KCG HOLDINGS, INC.<br>300 VESEY STREET<br>NEW YORK, NY 10282   |               | X         |         |       |

## Signatures

|  |            |
|--|------------|
| /s/ Robert McQueen, Deputy General Counsel & Assistant Secretary | 11/18/2016 |
| **Signature of Reporting Person                                  | Date       |
| /s/ Robert McQueen, Deputy General Counsel & Assistant Secretary | 11/18/2016 |
| **Signature of Reporting Person                                  | Date       |
| /s/ Robert McQueen, Deputy General Counsel & Assistant Secretary | 11/18/2016 |
| **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 reporting person, a wholly owned subsidiary of KCG Holdings, Inc., a Delaware corporation ("KCG") sold the shares of Common Stock at a price per share equal to \$31.09, the closing stock price of such shares on the Bats BZX Exchange on November 16, 2016, to an affiliate of General Atlantic, LLC ("General Atlantic") in exchange for 18,709,027 shares of common stock of KCG and 8,094,683 warrants to purchase shares of common stock of KCG held by General Atlantic. The transaction is expected to close by the end of November 2016, except that a portion of the transaction involving the sale by the reporting person of 47,716 shares of Common Stock will be settled in early January 2017.

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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