

BGC Partners, Inc.
Form 4
June 06, 2013

FORM 4

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
WEIS ALBERT M

(Last) (First) (Middle)

**C/O BGC PARTNERS, INC., 499
PARK AVENUE**

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

BGC Partners, Inc. [BGCP]

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

06/04/2013

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

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	
Class A Common Stock, par value \$0.01 per share	06/04/2013		A		9,140 (1)	A \$ 0	266,132 (2) D
Class A Common Stock, par value \$0.01 per share	06/04/2013		P		10,000 (3)	A \$ 5.5	276,132 (2) D
Class A Common	06/05/2013		P		5,000 (3)	A \$ 5.55	281,132 (2) D

Edgar Filing: BGC Partners, Inc. - Form 4

Stock, par
value \$0.01
per share

Class A
Common

Stock, par 06/05/2013
value \$0.01
per share

P 5,000
(3) A \$ 5.5 286,132 (2) D

Class A
Common
Stock, par
value \$0.01
per share

2,000 I

See
footnote (4)

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

**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.**

SEC 1474
(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. Nu Deriv Secur Bene Own Follo Repor 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
WEIS ALBERT M C/O BGC PARTNERS, INC. 499 PARK AVENUE NEW YORK, NY 10022	X

Signatures

/s/ Albert M.
Weis

06/06/2013

 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 9,140 shares of Class A Common Stock are represented by 9,140 restricted stock units ("RSUs") granted under the BGC Partners, Inc. Fourth Amended and Restated Long Term Incentive Plan. Each RSU represents a contingent right to receive one share of Class A Common Stock. Of the 9,140 RSUs, 4,570 RSUs will vest on June 4, 2014 and 4,570 RSUs will vest on June 4, 2015, provided that the reporting person continues to serve as a member of the Board of Directors on such date.

(2) Includes 15,198 RSUs granted on December 17, 2012, of which 7,599 RSUs will vest on December 17, 2013 and 7,599 RSUs will vest on December 17, 2014, and 4,266 RSUs granted on December 14, 2011, which will vest on December 14, 2013, provided that the reporting person continues to serve as a member of the Board of Directors on such date.

(3) Purchased in open market transactions.

(4) The 2,000 shares of Class A Common Stock held indirectly by the reporting person consist of (1) 1,000 shares held by the reporting person's spouse and (2) 1,000 shares held in trust for the benefit of the reporting person's children.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.