

Mail Stop 4561

January 6, 2009

Via U.S. Mail and Facsimile

Mr. Howard C. Naphtali  
Chief Financial Officer  
Investment Technology Group, Inc.  
380 Madison Avenue  
New York, NY 10017

**Re: Investment Technology Group, Inc.  
Form 10-K for the fiscal year ended December 31, 2007  
Filed February 29, 2008  
File No. 001-32722**

Dear Mr. Naphtali:

We have completed our review of your Form 10-K and related filings and have no further comments at this time.

Sincerely,

Tom Kluck  
Legal Branch Chief