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STRAUSS THOMAS W

Form 3

November 02, 2009

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

OMB APPROVAL

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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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

STRAUSS THOMAS W

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

11/02/2009

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

COWEN GROUP, INC. [COWN]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O COWEN GROUP, INC., Â 599 LEXINGTON

AVENUE

(Street)

(Check all applicable)

X 10% Owner Director _X__ Officer Other

(give title below) (specify below) CEO/PRES. RAMIUS ALT. SOL. LLC

Filing(Check Applicable Line) _X_ Form filed by One Reporting Person

6. Individual or Joint/Group

Form filed by More than One Reporting Person

NEW YORK. NYÂ 10022

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security

(Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial Ownership

Form: Direct (D)

or Indirect

(I) (Instr. 5)

SEC 1473 (7-02)

Class A Common Stock

2,874,001

Ι See Footnote (1)

(Instr. 5)

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.

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

1. Title of Derivative Security (Instr. 4)

Expiration Date (Month/Day/Year)

2. Date Exercisable and 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership

(Instr. 5)

Price of Derivative Security:

1

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Date Expiration Title Amount or Security Direct (D)

Exercisable Date Number of or Indirect
Shares (I)

(Instr. 5)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

STRAUSS THOMAS W C/O COWEN GROUP, INC. 599 LEXINGTON AVENUE NEW YORK, NYÂ 10022

 \hat{A} \hat{A} \hat{A} \hat{A} CEO/PRES. RAMIUS ALT. SOL. LLC \hat{A}

Signatures

/s/ Thomas W. Strauss 11/02/2009

**Signature of Date Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) These shares represent the Reporting Person's pecuniary interest in shares of Class A Common Stock held by RCG Holdings LLC (f/k/a Ramius LLC) ("RCG"), of which the Reporting Person is a member.

Â

Remarks:

The Reporting Person was appointed as an officer of the Issuer on November 2, 2009 in connection 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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