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ITG Acquires Macgregor Investor Overview

July 13, 2005

Safe Harbor Statement

In addition to historical information, this document may contain "forward-looking" statements, as defined in the Private Securities Litigation Reform Act of 1995, that reflect management's expectations for the future. A variety of important factors could cause results to differ materially from such statements. These factors include the company's ability to achieve expected future levels of sales; the actions of both current and potential new competitors; rapid changes in technology; financial market volatility; general economic conditions in the United States and elsewhere; evolving industry regulation; cash flows into or redemption from equity funds; effects of inflation; customer trading patterns; new products and services, and matters relating to the transaction, including without limitation, that the transaction may be more expensive to complete than anticipated, the integration of Macgregor's businesses and operations with those of ITG may take longer than anticipated, may be more costly than anticipated and may have unanticipated adverse results relating to Macgregor's or ITG's existing businesses, anticipated cost savings and revenue opportunities anticipated to result from the transaction may take longer to be realized or may not be achieved in their entirety, and attrition in employees, key client, partner and supplier relationships may be greater than expected. These and other risks are described in greater detail in the company's Annual Report on Form 10-K for the fiscal year ended December 31, 2004, and other documents filed with the Securities and Exchange Commission and available on the company's web site. Investors are cautioned not to place undue reliance on forward-looking statements, which speak only as of the date of this press release. Except to the extent required by applicable law or regulation, ITG undertakes no obligation to update forward-looking statements to reflect events or circumstances after the date of this press release or to reflect the occurrence of unanticipated events.

Agenda

- Deal Summary
- Key Benefits
- Strategic Fit
- Conclusions

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Deal Summary

The Terms

- ❑ Acquisition price of approximately \$230 million in cash
- ❑ Financed by a combination of cash and bank debt
- ❑ Expected strong cash generation of the combined operations should help to pay off the acquisition debt within a reasonable period of time
- ❑ Expected to be accretive in the first quarter 2006
- ❑ Expect accretion in 2006 of about 6-8¢ per share excluding any benefits from revenue synergies
- ❑ Cost savings not expected to be significant
- ❑ Substantial revenue opportunities

Macgregor 2005 Financial Outlook

- ❑ **Over \$50 million in annual sales, up about 20% over last year**
- ❑ **Almost \$16 million in pre-tax earnings, about double last year**
- ❑ **Operating margins in the range of 27-28%**
- ❑ **About 85% of revenues, or \$45 million, are recurring in nature**

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Key Benefits

Integrates Order/Execution Management Systems

- ❑ **Key competitive driver today: Institutions are looking for integrated Order Management System (OMS) and execution management system solutions**
- ❑ **Integrating Macgregor OMS with ITG's execution management system and analytics puts ITG in a leading position to meet this demand for a "best-execution order management system"**

Maintaining Broker Neutrality

- ❑ **Customer can trade through any broker or venue of their choice**
- ❑ **This model is in line with ITG's long history of providing customers with anonymous and confidential trading solutions that are broker neutral**

Creates Opportunities For ITG Trading Systems

- ❑ Integration with an OMS vendor gives institutions easy access to ITG crossing facilities and algorithmic trading strategies
- ❑ But the decision will remain customer-driven with equal access to all major venues
- ❑ ITG must still compete on a non-exclusive, non-preferential basis with other brokers and venues

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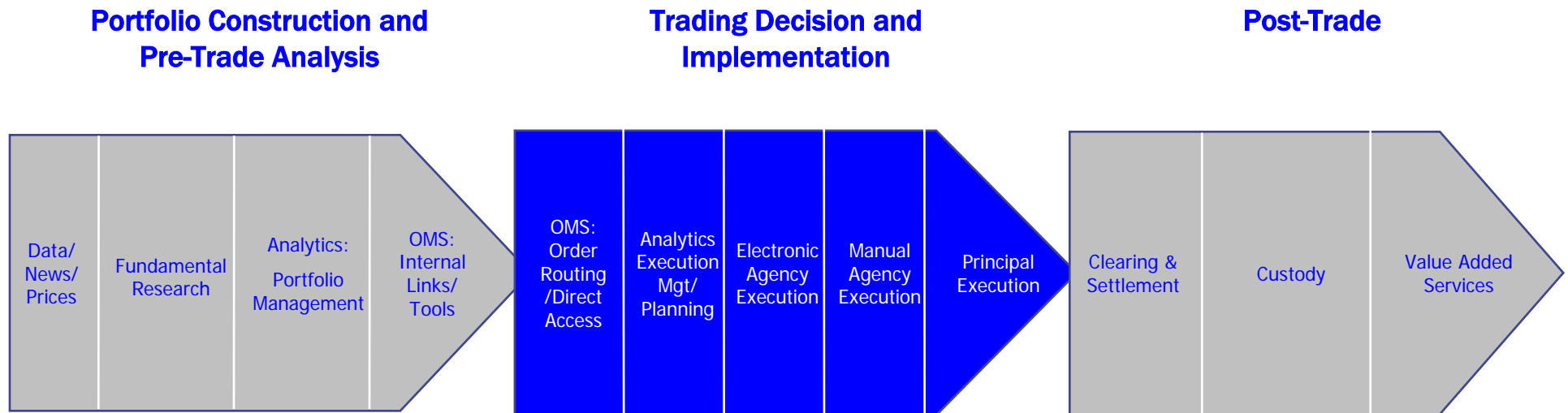
Strategic Fit

Strategic Fit

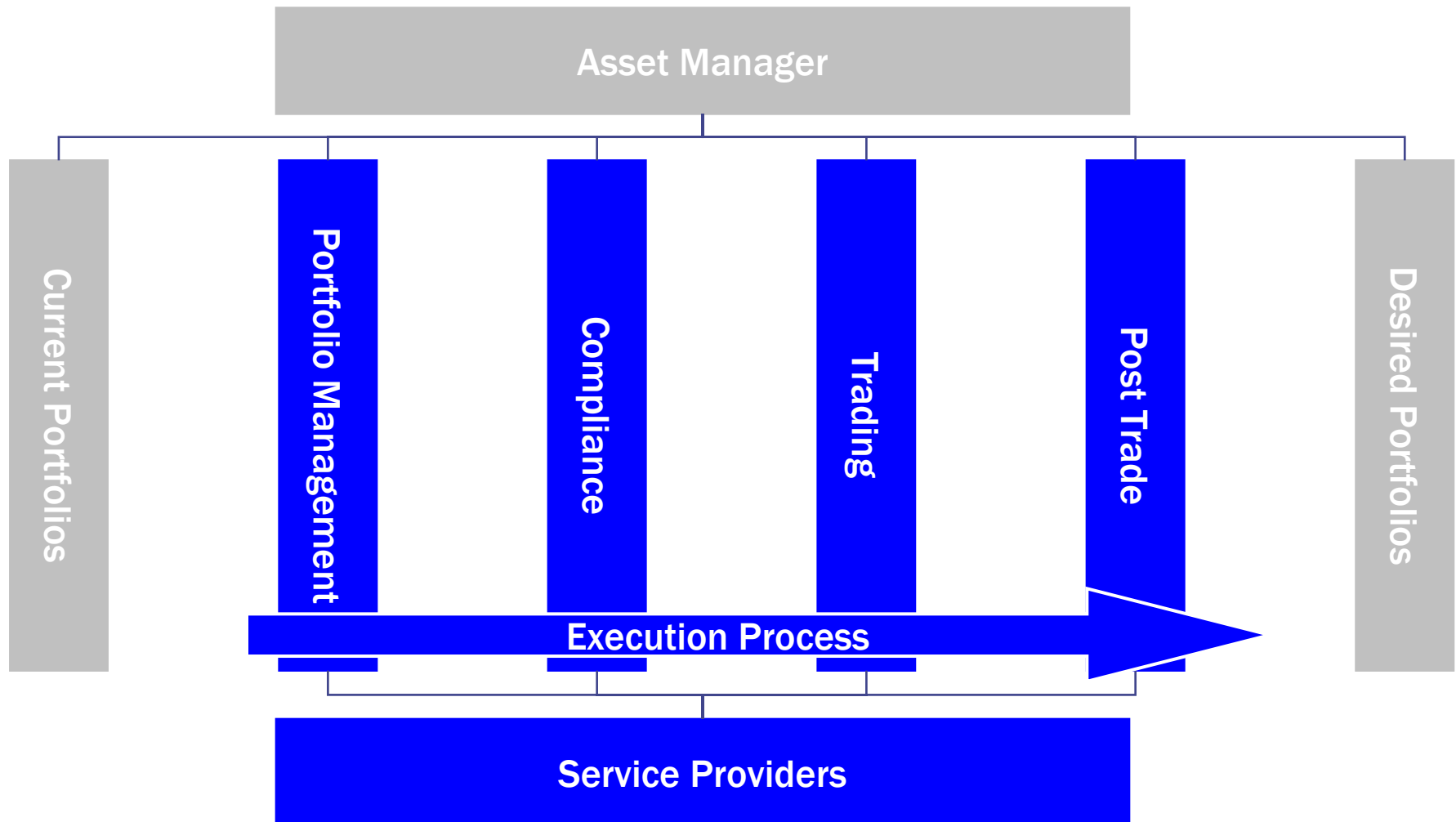
- ❑ Provides institutions with more comprehensive solutions across the trading spectrum
- ❑ Product breadth and depth advances common ITG and Macgregor growth strategies:
 - Expand new customer bases, including hedge funds
 - Develop new asset classes, including fixed income & derivatives
 - Expand internationally
- ❑ Fits ITG objective of generating more recurring revenue

ITG Has Been Considering Acquisitions in Complementary Areas

U.S. Cash Equities Activity Chain



The Solution



Macgregor Competitive Position

- ❑ **28% OMS market share amongst large firms**
- ❑ **#1 in installations at large institutions**
- ❑ **About one-third of Macgregor's installations are at institutions that do little or no business with ITG yet**
- ❑ **Moves institutional traders from paper to electronic tickets**
- ❑ **Seamless interface of OMS to analytics packages, accounting systems, custodian banks, prime brokers and settlement systems**
- ❑ **Enables clients to act upon investment information and execute their trading strategies more quickly, more efficiently and with best execution and built-in compliance**

Macgregor Technological Leadership

- ❑ A top technological developer over the past decade
- ❑ In 1993, introduced first Windows-based trade OMS, Predator
- ❑ In 1997, introduced first FIX network
- ❑ In 1999, acquired Merrin Financial, further enhancing its technological leadership and scale
- ❑ In past two years, made heavy investment in R&D, very successful improvements to XIP's functionality, scope, flexibility and customization

Macgregor Growth Opportunities

- ❑ **Potential for continued penetration in the institutional market**
- ❑ **Combined product offering will strongly position ITG and Macgregor to develop new multi asset class products, to expand internationally, and to attract new customers**
- ❑ **Synergies with ITG's execution management systems and analytics enhance all these opportunities**

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Conclusions

The Partnership

- ❑ Brings together two leaders in trading technology
- ❑ More recurring revenues and less dependency on daily trading volumes
- ❑ Creates a unique and powerful competitive offering
- ❑ Integration creates “best-execution order management system”

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Q&A