

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**Notice of Effectiveness**

**Effectiveness Date:** August 6, 2014 4:05 P.M.

**Form:** S-3

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**CIK:** [0001466538](#)

**Company Name:** COWEN GROUP, INC.

**File Number:** [333-197513](#)