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Cowen Group, In Form 4	nc.									
June 04, 2008										
FORM 4			an an						PPROVAL	
	UNITED	STATES			AND EX(1, D.C. 20		E COMMISSIO	N OMB Number:	3235-0287	
Check this bo if no longer subject to Section 16. Form 4 or Form 5	AENT OI		Estimated burden hou response	urs per						
Form 5 obligations may continue. See Instruction 1(b). 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 Sect 30(h) of the Investment Company Act of 1940										
(Print or Type Respo	onses)									
1. Name and Address of Reporting Person <u>*</u> Kurzweil Jeffrey			2. Issuer Name and Ticker or Trading Symbol Cowen Group, Inc. [COWN]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (I	Middle)		of Earliest T	_	-	(Check all applicable)			
C/O COWEN C AVENUE OF T				Day/Year)			X Director Officer (giv below)	ve title 0th below)	% Owner her (specify	
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
NEW YORK, N	JY 10020						Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
	ransaction Date nth/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	Code (Instr. 8)	4. Securiti onAcquired Disposed (Instr. 3, 4 Amount	(A) or of (D)	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)	
Reminder: Report o	n a senarate line	e for each cl	ass of sec	urities bene	ficially own	ed directly	or indirectly			
reminder. Report o	n a separate fille				Perso inform requir	ns who res ation cont ed to resp ys a curre	spond to the collection tained in this form ond unless the fo ntly valid OMB co	n are not orm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriv
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secu

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8		Acquired (A) or Disposed (D) (Instr. 3, and 5)	ed of					(Inst
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units (1)	\$ 7.81	06/03/2008		А		3,202		<u>(1)</u>	<u>(1)</u>	Common Stock	3,202	\$ 1

Reporting Owners

Reporting Owner Name / Address		Relationships						
		Director	10% Owner	Officer	Other			
Kurzweil Jeffrey C/O COWEN GROUP 1221 AVENUE OF TH NEW YORK, NY 100	HE AMERICAS	Х						
Signatures								
/s/ Jeffrey Kurzweil	06/04/2008							
**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 Restricted Stock Units are vested and not subject to forfeiture. The shares underlying the Restricted Stock Units will be delivered in accordance with the terms of the award agreement between the Issuer and the Reporting Person.

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.