FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C. 20549
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person*     Zucker Scott						2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Tradeweb Markets Inc.</u> [ TW ]									Relationship heck all app Direc	licable)	ng Pers	son(s) to Is 10% Ov Other (s	vner	
(Last) (First) (Middle) TRADEWEB MARKETS INC.						3. Date of Earliest Transaction (Month/Day/Year) 03/15/2022									^ belov			below)		
1177 AVENUE OF THE AMERICAS						If Amendment, Date of Original Filed (Month/Day/Year)								6	6. Individual or Joint/Group Filing (Check Applicable					
(Street) NEW YORK NY 10036					13.117	II Amendment, Date of Original Filed (World)/Day/Teal)								X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(S	tate) (2	Zip)																	
		Table	I - Non-	-Deriva	tive S	Secu	rities	Acq	uired,	Dis	posed of	, or	Ben	eficia	ally Own	ed				
1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)				Executi y/Year) if any		Deemed cution Date, ny nth/Day/Year)		3. Transaction Code (Instr. 8)		Disposed	urities Acquired (/ sed Of (D) (Instr. 3		I (A) or . 3, 4 a	nd Securit Benefic Owned	ies cially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code	v	Amount	(A) or (D) P		Price	Transa	Reported Transaction(s) (Instr. 3 and 4)			(111501.4)					
Class A common stock 03/15/2					2022				A <sup>(1)</sup>		4,478		A	\$0	47,009 <sup>(2)</sup>			D		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deem Execution if any (Month/Da	n Date,	4. Transaction Code (Instr. 8)		5. Nu of Deriv Secu Acqu (A) or Dispo of (D) (Instr and 5	rative rities ired r osed ) : 3, 4	Expirati	S. Date Exercisable and Expiration Date Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4)		f g nstr. ount	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	y C	.0. Ownership Form: Direct (D) or Indirect I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	

## **Explanation of Responses:**

- 1. The reported transaction is an award of restricted stock units ("RSUs") in respect of the issuer's Class A common stock ("Class A Common Stock"). Subject to the reporting person's continued employment through the applicable vesting date, these RSUs are scheduled to vest in equal installments on each of the first, second and third anniversaries of March 15, 2022.
- 2. This amount includes (i) 3,001 unvested RSUs in respect of Class A Common Stock which are scheduled to vest on March 17, 2023, (ii) 18,008 unvested RSUs in respect of Class A Common Stock which are scheduled to vest on January 1, 2023, (iii) 3,394 unvested RSUs in respect of Class A Common Stock which are scheduled to vest in equal installments on each of March 15, 2023 and March 15, 2024, (iv) 10,180 unvested RSUs in respect of Class A Common Stock which are scheduled to vest on January 1, 2024, and (v) 4,478 unvested RSUs in respect of Class A Common Stock which are scheduled to vest as described in footnote 1 to this Form 4, in each case subject to the reporting person's continued employment through the applicable vesting date.

/s/ Scott Zucker

03/17/2022

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.