Edgar Filing: JEFFERIES GROUP INC /DE/ - Form 4

JEFFERIES Form 4 October 02,	GROUP INC /D 2007	E/									
FORM	14		an au			-			OMB AF	PROVAL	
UNITED STATES SECURITIES AN								OMB Number:	3235-0287		
Check t if no lor subject Section Form 4	nger STATEN 16.	Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP SECURITIES							Expires: January 31 2005 Estimated average burden hours per response 0.5		
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 Section 30(h) of the Investment Company Act of 1940								0.0			
(Print or Type	Responses)										
MACCHIAROLA FRANK J Symbol JEF					d Ticker or Tr OUP INC /	-		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
		N. 1.11. \	[JEF]					V D'	100	0	
	(First) (ERIES & COMPA MADISON AVE.			of Earliest T Day/Year) 2007	ransaction		-	_X_ Director Officer (give t elow)		Owner r (specify	
	(Street)	(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)			A	6. Individual or Joint/Group Filing(Check Applicable Line)					
NEW YOF	RK, NY 10022						_	X_Form filed by Or Form filed by Mo Person			
(City)	(State)	(Zip)	Tał	ole I - Non-	Derivative Se	curitie	es Acqui	red, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. 4. Securities Acquired (A) Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			red (A)	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)	
Common				Code V	Amount	(D)	Price \$				
Stock	09/30/2007			A <u>(1)</u>	1,199.898	А	, Ф 27.83	292,371	D		

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 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	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address							
	Director	10% Owner	Officer	Other			
MACCHIAROLA FRANK J C/O JEFFERIES & COMPANY, INC. 520 MADISON AVE., 12TH FLOOR NEW YORK, NY 10022	Х						
Signatures							
/s/ Roland T. Kelly, by power of attorney	10/02/2007						
**Signature of Reporting Person		Date					
Explanation of Poononooo							

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) Acquisition of deferred shares as a result of dividend reinvestment and deferral of compensation under the Jefferies Group, Inc. 1999 Directors' Stock Compensation Plan in a transaction exempt under Rule 16b-3(d)(1) & (2) under the Securities Exchange Act of 1934.

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.