

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

----- X
:
In re : Chapter 11
:
MF Global Holdings Ltd., *et al.*, : Case No. 11-15059 (MG)
:
Debtors. : (Jointly Administered)
:
----- X

**ORDER (I) APPROVING DISCLOSURE STATEMENT AND
THE FORM AND MANNER OF NOTICE OF THE DISCLOSURE STATEMENT,
(II) ESTABLISHING PROCEDURES FOR SOLICITATION AND TABULATION
OF VOTES TO ACCEPT OR REJECT THE PLAN,
(III) SCHEDULING HEARING ON CONFIRMATION OF THE PLAN,
(IV) APPROVING RELATED NOTICE AND OBJECTION PROCEDURES,
AND (V) APPROVING CERTAIN PRE-CONFIRMATION MATTERS**

This matter coming before the Court on the motion (the “**Motion**”)¹ [Docket No. 997] for entry of an order (I) approving the *Disclosure Statement for the Plan of Liquidation of MF Global Holdings Ltd., MF Global Finance USA Inc., and their Debtor Affiliates* filed on January 10, 2013 [Docket No. 995] (as amended by the *Disclosure Statement for the Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc.* [Docket No. 1029], and the *Disclosure Statement for the Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc.* [Docket Nos. 1068 and 1092] and as may be further amended in accordance herewith, the “**Disclosure Statement**”), (II) establishing procedures for solicitation and tabulation of votes

¹ Capitalized terms not otherwise defined herein have the meanings given to them in the Motion or the applicable exhibits to the Motion.

to accept or reject the plan, (III) scheduling a hearing on confirmation of the plan, (IV) approving related notice and objection procedures, and (V) approving certain pre-confirmation matters; and the Court having reviewed the Motion and having heard the statements of counsel regarding the relief requested in the Motion at hearings before the Court (collectively, the “**Hearing**”); and the Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and the Court finding that (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), (c) notice of the Motion and the Hearing was adequate under the circumstances, (d) the Disclosure Statement Notice is adequate under the circumstances and in compliance with title 11 of the United States Code (the “**Bankruptcy Code**”), the Federal Rules of Bankruptcy Procedure, and the Local Bankruptcy Rules; (e) the Disclosure Statement contains adequate information within the meaning of § 1125 of the Bankruptcy Code; (f) the Solicitation Procedures provide a fair and equitable voting process and are consistent with § 1126 of the Bankruptcy Code; (g) the Confirmation Procedures are fair and appropriate; and (h) approval of the Pre-Confirmation Matters is fair and appropriate; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein;

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. The Disclosure Statement is approved pursuant to § 1125 of the Bankruptcy Code.
3. The Plan Proponents are authorized to make non-material changes to the Disclosure Statement, the *Plan of Liquidation for MF Global Holdings Ltd., MF Global Finance*

USA Inc., and their Debtor Affiliates [Docket No. 996] (as amended by the *Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc.* [Docket No. 1031], and as amended by the *Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc.* [Docket Nos. 1070 and 1094] and as may be amended from time to time, the “**Plan**”), and related documents and appendices before distributing Solicitation Packages in accordance with the terms of this Order, limited to amendments to correct typographical, clerical and grammatical errors, and to make conforming amendments among the Disclosure Statement, the Plan and related documents; provided, however, that the Plan Proponents shall file copies with the Court of any changed pages redlined to show changes from the prior version.

4. The Disclosure Statement Notice in the form attached hereto as Exhibit A is approved.

5. The Solicitation Procedures (and the form and manner of notice thereof), including the form of Ballots attached hereto as Exhibit B, the Solicitation Packages, the Voting Record Date of **February 7, 2013** for Plan voting, and the Tabulation Rules attached hereto as Exhibit C are approved.

6. The Confirmation Procedures, including the Voting Deadline of **March 25, 2013 at 4:00 p.m.** prevailing Eastern time, the Confirmation Hearing Notice attached hereto as Exhibit D, the form and manner of service of the Confirmation Hearing Notice attached

hereto as Exhibit E, the Notice of Non-Voting Status attached hereto as Exhibit F, the Confirmation Objection Deadline, as described herein, are approved.

7. The “*Notice of (A) Executory Contracts and Unexpired Leases to be Assumed by the Debtors Pursuant to the Plan; (B) Cure Amounts, if Any; and (C) Related Procedures in Connection Therewith*” attached hereto as Exhibit G and the “*Notice of Rejection to Executory Contract and Unexpired Lease Counterparties*” attached hereto as Exhibit H are approved.

8. The Plan Proponents shall file all exhibits to the Plan with the Court and make them available for review on the Balloting Agent’s web site at <http://mfglobalcaseinfo.com/disclosure.php> no later than ten days before the Voting Deadline.

9. Any objections to Claims for voting purposes shall be filed by **March 6, 2013** in accordance with the procedures set forth in the Motion.

10. The Confirmation Hearing is scheduled to be held before the Honorable Martin Glenn, United States Bankruptcy Judge, in Room 501 of the United States Bankruptcy Court, One Bowling Green, New York, New York 10004 on **April 5, 2013 at 10:00 a.m.**, prevailing Eastern Time. The Confirmation Hearing may be continued from time to time by the Court without further notice other than the announcement of the adjourned date at the Confirmation Hearing or any continued hearing.

11. Objections to confirmation of the Plan, if any, must: (a) be in writing; (b) state the name and address of the objecting party and the nature of the Claim or Interest of such party; (c) state with particularity the basis and nature of any objection to the confirmation of the Plan; and

(d) be filed with the Court and served on the following parties so that they are received no later than
4:00 p.m., prevailing Eastern Time, on March 25, 2013:

- counsel for the Creditor Co-Proponents, JONES DAY, 555 South Flower Street, 50th Floor, Los Angeles, CA 90071 (Attn: Bruce Bennett, Bennett L. Spiegel, and Lori Sinanyan);
- counsel for the Chapter 11 Trustee, Co-Proponent, MORRISON & FOERSTER LLP, 1290 Avenue of the Americas, New York, NY 10104 (Attn: Brett H. Miller and Melissa A. Hager);
- the OFFICE OF THE UNITED STATES TRUSTEE, SOUTHERN DISTRICT OF NEW YORK, 33 Whitehall Street, 21st Floor, New York, New York 10004 (Attn: Brian Masumoto);
- counsel to the Official Committee of Unsecured Creditors, PROSKAUER ROSE LLP, Eleven Times Square, New York, NY 10036 (Attn: Martin J. Bienenstock).

12. The Plan Proponents shall file (a) any consolidated reply to any objections to the Plan and (b) the Tabulation Affidavit by **April 2, 2013 at 12:00 p.m.**, prevailing Eastern Time.

13. The Plan Proponents are authorized to take (or refrain from taking) any action and expend such funds as necessary or appropriate to implement the terms of, and the relief granted in, this Order without seeking further order of the Court.

14. The Pre-Confirmation Matters detailed in the Motion are approved and may take effect before the Plan becomes effective.

Dated: New York, New York
February 19, 2013

/s/Martin Glenn
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT A

DISCLOSURE STATEMENT NOTICE

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

----- X
:
In re : Chapter 11
:
MF Global Holdings Ltd., *et al.*, : Case No. 11-15059 (MG)
Debtors. :
: (Jointly Administered)
----- X

**NOTICE OF HEARING TO CONSIDER APPROVAL
OF PROPOSED DISCLOSURE STATEMENT**

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. On January 10, 2013, (a) the Plan of Liquidation for MF Global Holdings Ltd., MF Global Finance USA Inc., and their Debtor Affiliates, dated January 10, 2013 (as it may be amended or modified, the "Plan"); and (b) a related disclosure statement (as it may be amended or modified, the "Disclosure Statement") under § 1125 of Title 11 of the United States Code (the "Bankruptcy Code") were filed by the Plan Proponents (as defined in the Plan).
2. A hearing will be held before the Honorable Martin Glenn, United States Bankruptcy Court Judge, in Room 501 of the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), One Bowling Green, New York, New York 10004 on **February 14, 2013 at 10:00 a.m.** (prevailing Eastern Time) (the "Disclosure Statement Hearing") to consider the entry of an order, among other things, determining whether the Disclosure Statement contains "adequate information" within the meaning ascribed to such term in § 1125 of the Bankruptcy Code and approving the Disclosure Statement.
3. Objections and responses to approval of the Disclosure Statement or proposed modifications to the Disclosure Statement, if any, must: (a) be in writing; (b) conform to the Bankruptcy Rules and Local Rules; (c) state the name and address of the objecting party and the nature of the claim or interest of such party; (d) state with particularity the basis and nature of any objection or proposed modification and provide the specific language of any proposed modification, where possible; and (e) be filed with the Bankruptcy Court and served **so that they are received no later than 4:00 p.m., prevailing Eastern time, on February 7, 2013** by the parties identified below: (i) **Chambers of the Honorable Martin Glenn**, United States Bankruptcy Court Judge, One Bowling Green, New York, NY 10004; Courtroom 501; (ii) counsel to the Plan Proponents, **JONES DAY**, 555 South Flower Street, 50th Floor, Los Angeles, CA 90071 (Attn: Bruce Bennett, Bennett L. Spiegel, and Lori Sinanyan); (ii) counsel to the Chapter 11 Trustee, **MORRISON & FOERSTER LLP**, 1290 Avenue of the Americas, New York, NY 10104 (Attn: Brett H. Miller,

and Melissa A. Hager); (iii) the Debtors, c/o **MF GLOBAL HOLDINGS LTD.**, 717 Fifth Avenue, 9th Floor, New York, NY 10022 (Attn: Laurie Ferber, Esq.); (iv) the **OFFICE OF THE UNITED STATES TRUSTEE, SOUTHERN DISTRICT OF NEW YORK**, 33 Whitehall Street, 21st Floor, New York, NY 10004 (Attn: Brian Masumoto, Elisabetta G. Gasparini, and Linda Riffkin); and (v) counsel to the Official Committee of Unsecured Creditors, **PROSKAUER ROSE LLP**, Eleven Times Square, New York, NY 10036 (Attn: Martin J. Bienenstock).

IF AN OBJECTION OR RESPONSE TO APPROVAL OF THE DISCLOSURE STATEMENT IS NOT FILED AND SERVED STRICTLY AS PRESCRIBED HEREIN, THE OBJECTING PARTY MAY BE BARRED FROM OBJECTING TO THE ADEQUACY OF THE DISCLOSURE STATEMENT AND MAY NOT BE HEARD AT THE DISCLOSURE STATEMENT HEARING.

4. In accordance with Rule 3017(a) of the Federal Rules of Bankruptcy Procedure, copies of the Disclosure Statement and the Plan are available without charge to parties in interest via request made in writing to GCG, Inc., 1985 Marcus Ave, Ste. 200 Lake Success, NY 11042 (Attn: Jeffrey S. Stein). Copies of the Disclosure Statement, the Plan, and any exhibits to the Disclosure Statement or Plan are available for review and download without charge at <http://mfglobalcaseinfo.com/maincase.php>. In addition, the Disclosure Statement and Plan are on file with the Bankruptcy Court and may be examined by accessing the Bankruptcy Court's website: www.nysb.uscourts.gov. Note that a PACER password and login are needed to access documents on the Bankruptcy Court's website. A PACER password can be obtained at: www.pacer.psc.uscourts.gov.
5. THIS NOTICE IS NOT A SOLICITATION OF VOTES TO ACCEPT OR REJECT THE PLAN. VOTES ON THE PLAN MAY NOT BE SOLICITED UNLESS AND UNTIL THE PROPOSED DISCLOSURE STATEMENT IS APPROVED BY AN ORDER OF THE BANKRUPTCY COURT.
6. Any party in interest that is entitled to vote on the Plan will receive a copy of the Disclosure Statement, the Plan and various documents related thereto, unless otherwise ordered by the Bankruptcy Court.
7. The Disclosure Statement Hearing may be continued from time to time without further notice other than the announcement of the adjourned date(s) at the Disclosure Statement Hearing or any continued hearing.

Dated: January 10, 2013

/s/ Bennett L. Spiegel

Bruce Bennett

Bennett L. Spiegel

Lori Sinanyan

JONES DAY

555 South Flower Street, 50th Floor

Los Angeles, CA 90071

Tel: 213-243-2533

Fax: 213-243-2539

mfglobalbk@jonesday.com

ATTORNEYS FOR THE PLAN PROPONENTS

EXHIBIT B

FORM OF BALLOTS

Exhibit B(1)

Class 3[A/B] JPMorgan Secured Setoff Claims Form Ballot

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
:
In re : Chapter 11
:
MF GLOBAL HOLDINGS LTD., et al., : Case No. 11-15059 (MG)
:
Debtors. : (Jointly Administered)
:
-----X

**BALLOT FOR VOTING TO ACCEPT OR REJECT THE AMENDED JOINT PLAN OF LIQUIDATION PURSUANT TO
CHAPTER 11 OF THE BANKRUPTCY CODE FOR MF GLOBAL HOLDINGS LTD., MF GLOBAL FINANCE USA
INC., MF GLOBAL CAPITAL LLC, MF GLOBAL FX CLEAR LLC, MF GLOBAL MARKET SERVICES LLC, AND MF
GLOBAL HOLDINGS USA INC.**

**CLASS 3[A, B]: JPMORGAN SECURED SETOFF CLAIMS AGAINST
[_____]**

**THE VOTING DEADLINE TO ACCEPT OR REJECT THE PLAN IS 4:00 P.M., PREVAILING EASTERN TIME, ON
MARCH 25, 2013.**

This Ballot is submitted to you by the Plan Proponents to solicit your vote to accept or reject the *Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc.* (as it may be further amended or modified, the "Plan"). The Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") has approved the *Disclosure Statement for the Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc.*, dated February __, 2013 (as it may be further amended or modified, the "Disclosure Statement") as containing adequate information pursuant to § 1125 of the Bankruptcy Code, by entry of an order on [____], 2013 (the "Disclosure Statement Order"). Bankruptcy Court approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court. **If the Plan is confirmed by the Bankruptcy Court it will be binding on you whether or not you vote or whether or not you voted to accept the Plan.**

This Ballot is to be used for voting by Holders of Class 3[A, B] JPMorgan Secured Setoff Claims against [_____]. In order for your vote to be counted, the Ballot must be properly completed, executed, and returned to GCG, Inc. (the "Balloting Agent") so that it is **ACTUALLY RECEIVED** by 4:00 p.m. prevailing Eastern Time on March 25, 2013 (the "Voting Deadline"), unless such time is extended by the Plan Proponents or by order of the Bankruptcy Court. Ballots submitted by e-mail or facsimile transmission will not be accepted. Ballots should not be sent to the Plan Proponents, the Debtors or the Bankruptcy Court.

BEFORE completing this Ballot, please read and follow the below Voting Information And Instructions For Completing The Ballot carefully to ensure that you complete, execute, and return the Ballot properly. Capitalized terms used in this Ballot and the attached instructions that are not otherwise defined have the meanings given to them in the Plan or the Disclosure Statement. If you have any questions on how to properly complete this Ballot, please call the Balloting Agent at 1-888-454-9509 (toll free within the U.S.).

If you received solicitation package materials in CD-ROM format and desire paper copies, or if you need to obtain additional solicitation packages, you may (a) contact the Balloting Agent by telephone (toll free within the U.S.) at 1-888-454-9509, by e-mail at mfglobalinfo@gcginc.com, or by writing to MF Global Holdings Ltd., c/o GCG, Inc.: (i) by first-class mail at MF Global Holdings Ltd., et al., c/o GCG, Inc., P.O. Box 9846, Dublin, Ohio 43017-5746; or (ii) by hand delivery or overnight mail at MF Global Holdings Ltd., et al., c/o GCG, Inc., 5151 Blazer Parkway, Suite A, Dublin, Ohio 43017 or (b) downloading such documents (excluding the Ballots) from the restructuring website at <http://mfglobalcaseinfo.com>. Copies of these documents may also be obtained for a fee by visiting the Bankruptcy Court's website at <http://www.nysb.uscourts.gov>. Please be advised that the Balloting Agent is not permitted to provide legal advice.

Your JPMorgan Secured Setoff Claim has been placed in Class 3[A, B] under the Plan. If you hold JPMorgan Secured Setoff Claims in more than one Class, you will receive a Ballot for each Class in which you are entitled to vote. This Ballot may not be used for any purpose other than for casting a vote to accept or reject the Plan and making certain certifications with respect to the Plan. If you believe you have received this Ballot in error, or if you believe that you have received the wrong Ballot, please contact the Balloting Agent immediately at the address or telephone number set forth above.

PLEASE VERIFY ITEM 1 AND COMPLETE ITEMS 2 AND 3. IF NEITHER THE "ACCEPT" NOR "REJECT" BOX IS CHECKED IN ITEM 2, OR IF BOTH BOXES ARE CHECKED IN ITEM 2, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST. IF THIS BALLOT IS NOT SIGNED ON THE APPROPRIATE LINES BELOW, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST.

Item 1. Principal Amount of Class 3[A, B] – JPMorgan Secured Setoff Claims against [_____]. The undersigned hereby certifies that as of February 7, 2013 (the "Voting Record Date"), the undersigned held a Class 3[A, B] JPMorgan Secured Setoff Claim against [_____] in the amount below:

Class 3[A, B] – \$ _____

Item 2. Class 3[A, B] – JPMorgan Secured Setoff Claims Vote. The undersigned Holder of a JPMorgan Secured Setoff Claim as set forth in Item 1, above, votes to (please check one box):

☐ **ACCEPT** (vote FOR) the Plan

☐ **REJECT** (vote AGAINST) the Plan

Item 3. Certifications. By signing this Ballot, the undersigned certifies to the Bankruptcy Court and the Plan Proponents: (i) that it has received a copy of the Disclosure Statement and the other applicable solicitation materials; (ii) that the undersigned is the Holder of the JPMorgan Secured Setoff Claim being voted or has the power and authority to vote to accept or reject the Plan on behalf of the Holder of the JPMorgan Secured Setoff Claim; (iii) that it has cast the same vote with respect to all JPMorgan Secured Setoff Claims in a single Class; and (iv) that no other Ballots with respect to the amount of the JPMorgan Secured Setoff Claim identified in Item 1 have been cast or, if any other Ballots have been cast with respect to such JPMorgan Secured Setoff Claims, then any such earlier received Ballots are hereby revoked. The undersigned acknowledges that it understands that, if this Ballot is otherwise validly executed but does not indicate either acceptance or rejection of the Plan, this Ballot will not be counted as having been cast.

Signature

Street Address

Name of Holder (Print or Type)

City, State, Zip Code

Social Security or Federal Tax I.D. No. (optional)

Telephone Number

If by Authorized Agent, Name and Title

Email

Name of Institution

Date Completed

**PLEASE COMPLETE, EXECUTE AND DATE THIS BALLOT AND
RETURN THE ORIGINAL EXECUTED BALLOT PROMPTLY BUT IN ANY CASE PRIOR TO
THE VOTING DEADLINE IN THE ENVELOPE PROVIDED TO THE FOLLOWING ADDRESS:**

Via First Class or Regular Mail:

MF Global Holdings Ltd., et al.
c/o GCG, Inc.
P.O. Box 9846
Dublin, Ohio 43017-5746

Via Overnight Courier or Hand Delivery:

MF Global Holdings Ltd., et al.
c/o GCG, Inc.
5151 Blazer Parkway, Suite A
Dublin, Ohio 43017

VOTING INFORMATION AND INSTRUCTIONS FOR COMPLETING THE BALLOT

1. The Plan Proponents are soliciting the votes of Holders of JPMorgan Secured Setoff Claims with respect to the Plan attached as Exhibit A to the Disclosure Statement.
2. **The Bankruptcy Court may confirm the Plan and thereby bind you, if, among other things, the Plan is confirmed. Please review the Disclosure Statement for more information.**
3. To ensure that your vote is counted, you must: (a) verify the amount of your JPMorgan Secured Setoff Claim against [_____] in Item 1 of the Ballot, (b) in the boxes provided in Item 2 of the Ballot, clearly indicate your decision to either accept or reject the Plan, (c) complete the Ballot by providing all the information requested, and (d) execute, date and return the Ballot by mail, overnight delivery, or personal courier to GCG, Inc. (the "Balloting Agent") at the following address. An envelope addressed to the Balloting Agent is enclosed for your convenience.

Via First Class or Regular Mail:	Via Overnight Courier or Hand Delivery:
MF Global Holdings Ltd., et al. c/o GCG, Inc. P.O. Box 9846 Dublin, Ohio 43017-5746	MF Global Holdings Ltd., et al. c/o GCG, Inc. 5151 Blazer Parkway, Suite A Dublin, Ohio 43017
4. **Ballots must be actually received by the Balloting Agent by 4:00 p.m., prevailing Eastern Time, on March 25, 2013 (the "Voting Deadline").** If a Ballot is received after the Voting Deadline, it will not be counted.
5. If you hold JPMorgan Secured Setoff Claims against more than one Debtor, you may receive a separate Ballot for each such JPMorgan Secured Setoff Claim. **Each Ballot you receive is for voting only those JPMorgan Secured Setoff Claims described on the Ballot. Please complete and return each Ballot you receive. The attached Ballot is designated only for voting Class 3[A, B] JPMorgan Secured Setoff Claims against [_____].** You must vote all of your JPMorgan Secured Setoff Claims either to accept or reject the Plan.
6. **The following Ballots will NOT be counted:**
 - ◆ any Ballot received after the Voting Deadline unless (i) the Plan Proponents shall have granted in writing an extension of the Voting Deadline prior to the Voting Deadline with respect to such Ballot or (ii) the Bankruptcy Court shall have authorized the counting and/or consideration of such Ballot;
 - ◆ any Ballot that is illegible or contains insufficient information to permit the identification of the Holder of the JPMorgan Secured Setoff Claim;
 - ◆ any Ballot cast by a Holder that (A) does not hold a JPMorgan Secured Setoff Claim in a Class that is entitled to vote to accept or reject the Plan or (B) is not otherwise entitled to vote pursuant to the procedures described in the Disclosure Statement Order;
 - ◆ any Ballot sent to the Plan Proponents, the Debtors, the Bankruptcy Court or any other party (other than the Balloting Agent);
 - ◆ any inconsistent or duplicate Ballots that are simultaneously cast with respect to the same JPMorgan Secured Setoff Claim;
 - ◆ any Ballot transmitted to the Balloting Agent by facsimile, e-mail, or other means not specifically approved in the Disclosure Statement Order;
 - ◆ any unsigned Ballot;
 - ◆ any Ballot that does not contain an original signature; or
 - ◆ any Ballot not marked to accept or reject the Plan or marked both to accept and reject the Plan for all Claims of one Class.
7. If you cast more than one Ballot voting the same JPMorgan Secured Setoff Claim prior to the Voting Deadline, the latest properly-executed Ballot received by the Balloting Agent before the Voting Deadline (as determined by the Balloting Agent) will be deemed to reflect your intent to either accept or reject the Plan.
8. The Ballot does not constitute and shall not be deemed a Proof of Claim or JPMorgan Secured Setoff Claim or an assertion of a Claim or JPMorgan Secured Setoff Claim.
9. **Please be sure to sign and date your Ballot.** If you are signing a Ballot in your capacity as a trustee, executor, administrator, guardian, attorney in fact, officer of a corporation, or otherwise acting in a fiduciary or representative capacity, you must indicate such capacity when signing and, if required or requested by the Balloting Agent, the Plan Proponents, or the Bankruptcy Court, must submit proper evidence to the requesting party to so act on behalf of such Holder. In addition, please provide your name and mailing address if it is different from that set forth on the attached mailing label or if no such mailing label is attached to the Ballot.

PLEASE RETURN YOUR BALLOT PROMPTLY.

**IF YOU HAVE ANY QUESTIONS CONCERNING THIS BALLOT OR THE
VOTING PROCEDURES, PLEASE CONTACT THE BALLOTING AGENT
TOLL-FREE AT 1-888-454-9509 OR BY EMAIL AT MFGLOBALINFO@GCGINC.COM.**

THE BALLOTING AGENT IS NOT AUTHORIZED TO, AND WILL NOT, PROVIDE LEGAL ADVICE

<p>TO BE COUNTED TOWARD CONFIRMATION OF THE PLAN YOUR BALLOT MUST BE ACTUALLY RECEIVED BY THE VOTING DEADLINE, WHICH IS 4:00 P.M., PREVAILING EASTERN TIME, ON MARCH 25, 2013.</p>

Exhibit B(2)

Class 4[A, B, F] Convenience Claims Form Ballot

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re : Chapter 11
MF GLOBAL HOLDINGS LTD., et al., :
Debtors. : Case No. 11-15059 (MG)
: (Jointly Administered)
:
-----X

BALLOT FOR VOTING TO ACCEPT OR REJECT THE AMENDED JOINT PLAN OF LIQUIDATION PURSUANT TO CHAPTER 11 OF THE BANKRUPTCY CODE FOR MF GLOBAL HOLDINGS LTD., MF GLOBAL FINANCE USA INC., MF GLOBAL CAPITAL LLC, MF GLOBAL FX CLEAR LLC, MF GLOBAL MARKET SERVICES LLC, AND MF GLOBAL HOLDINGS USA INC.

CLASS 4[A, B, F]: CONVENIENCE CLAIMS AGAINST [_____]

THE VOTING DEADLINE TO ACCEPT OR REJECT THE PLAN IS 4:00 P.M., PREVAILING EASTERN TIME, ON MARCH 25, 2013.

This Ballot is submitted to you by the Plan Proponents to solicit your vote to accept or reject the *Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc.* (as it may be further amended or modified, the "Plan"). The Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") has approved the *Disclosure Statement for the Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc.*, dated February __, 2013 (as it may be further amended or modified, the "Disclosure Statement") as containing adequate information pursuant to § 1125 of the Bankruptcy Code, by entry of an order on [____], 2013 (the "Disclosure Statement Order"). Bankruptcy Court approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court. **If the Plan is confirmed by the Bankruptcy Court it will be binding on you whether or not you vote or whether or not you voted to accept the Plan.**

If you are, as of February 7, 2013 (the "Voting Record Date"), the Holder of a General Unsecured Claim against [____] and which is five hundred thousand dollars (\$500,000) or less in unpaid principal amount (a "Convenience Claim"), please use this Ballot to cast your vote to accept or reject the Plan.

This Ballot is to be used for voting by Holders of Class 4[A, B, F] Convenience Claims against [____]. In order for your vote to be counted, the Ballot must be properly completed, executed, and returned to GCG, Inc. (the "Balloting Agent") so that it is **ACTUALLY RECEIVED by 4:00 p.m. prevailing Eastern Time on March 25, 2013** (the "Voting Deadline"), unless such time is extended by the Plan Proponents or by order of the Bankruptcy Court. Ballots submitted by e-mail or facsimile transmission will not be accepted. Ballots should not be sent to the Plan Proponents, the Debtors or the Bankruptcy Court.

BEFORE completing this Ballot, please read and follow the below Voting Information And Instructions For Completing The Ballot carefully to ensure that you complete, execute, and return the Ballot properly. Capitalized terms used in this Ballot and the attached instructions that are not otherwise defined have the meanings given to them in the Plan or the Disclosure Statement. If you have any questions on how to properly complete this Ballot, please call the Balloting Agent at 1-888-454-9509 (toll free within the U.S.).

If you received solicitation package materials in CD-ROM format and desire paper copies, or if you need to obtain additional solicitation packages, you may (a) contact the Balloting Agent by telephone (toll free within the U.S.) at 1-888-454-9509, by e-mail at mfglobalinfo@gcginc.com, or by writing to MF Global Holdings Ltd., c/o GCG, Inc.: (i) by first-class mail at MF Global Holdings Ltd., et al., c/o GCG, Inc., P.O. Box 9846, Dublin, Ohio 43017-5746; or (ii) by hand delivery or overnight mail at MF Global Holdings Ltd., et al., c/o GCG, Inc., 5151 Blazer Parkway, Suite A, Dublin, Ohio 43017 or (b) downloading such documents (excluding the Ballots) from the restructuring website at <http://mfglobalcaseinfo.com>. Copies of these documents may also be

obtained for a fee by visiting the Bankruptcy Court's website at <http://www.nysb.uscourts.gov>. Please be advised that the Balloting Agent is not permitted to provide legal advice.

Your Convenience Claim has been placed in Class 4[A, B, F] under the Plan. If you hold Convenience Claims in more than one Class, you will receive a Ballot for each Class in which you are entitled to vote. This Ballot may not be used for any purpose other than for casting a vote to accept or reject the Plan and making certain certifications with respect to the Plan. If you believe you have received this Ballot in error, or if you believe that you have received the wrong Ballot, please contact the Balloting Agent immediately at the address or telephone number set forth above.

PLEASE VERIFY ITEM 1 AND COMPLETE ITEMS 2 AND 4, AND ITEM 3 (IF DESIRED). IF NEITHER THE "ACCEPT" NOR "REJECT" BOX IS CHECKED IN ITEM 2, OR IF BOTH BOXES ARE CHECKED IN ITEM 2, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST. IF THIS BALLOT IS NOT SIGNED ON THE APPROPRIATE LINES BELOW, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST.

Item 1. Principal Amount of Class 4[A, B, F] – Convenience Claims against [_____]. The undersigned hereby certifies that as of the Voting Record Date, the undersigned held a Class 4[A, B, F] Convenience Claim against [_____] in the amount below:

Class 4[A, B, F] – \$ _____

Item 2. Class 4[A, B, F] – Convenience Claims Vote. The undersigned Holder of a Convenience Claim as set forth in Item 1, above, votes to (please check one box):

☐ **ACCEPT** (vote FOR) the Plan

☐ **REJECT** (vote AGAINST) the Plan

Item 3. Voluntary Election For General Unsecured Claim Treatment. By checking the box below, the undersigned Holder of a Class 4 Convenience Claim elects to have its Claim treated as a Class 6 General Unsecured Claim under the Plan and to receive the treatment specified in Section III.B.[8/9] of the Plan. If the box below is **not** checked, such Holder's Convenience Claim will receive the treatment specified in Section III.B.5 of the Plan. **By checking the box below, regardless of which box you check in Item 2 above, you will be deemed to have voted to accept the Plan.**

☐ **ELECT** General Unsecured Claim Treatment

Your receipt of this Ballot is not an admission by the Plan Proponents that your Class 4 Convenience Claim is Allowed. If the validity or amount of your Class 4 Convenience Claim is in dispute, you have been provided this Ballot to preserve your ability to elect General Unsecured Claim treatment.

Item 4. Certifications. By signing this Ballot, the undersigned certifies to the Bankruptcy Court and the Plan Proponents: (i) that it has received a copy of the Disclosure Statement and the other applicable solicitation materials; (ii) that the undersigned is the Holder of the Convenience Claim being voted or has the power and authority to vote to accept or reject the Plan on behalf of the Holder of the Convenience Claim; (iii) that it has cast the same vote with respect to all Convenience Claims in a single Class; and (iv) that no other Ballots with respect to the amount of the Convenience Claim identified in Item 1 have been cast or, if any other Ballots have been cast with respect to such Convenience Claims, then any such earlier received Ballots are hereby revoked. The undersigned acknowledges that it understands that, if this Ballot is otherwise validly executed but does not indicate either acceptance or rejection of the Plan, this Ballot will not be counted as having been cast.

Signature

Street Address

Name of Holder (Print or Type)

City, State, Zip Code

Social Security or Federal Tax I.D. No. (optional)

Telephone Number

If by Authorized Agent, Name and Title

Email

Name of Institution

Date Completed

**PLEASE COMPLETE, EXECUTE AND DATE THIS BALLOT AND
RETURN THE ORIGINAL EXECUTED BALLOT PROMPTLY BUT IN ANY CASE PRIOR TO
THE VOTING DEADLINE IN THE ENVELOPE PROVIDED TO THE FOLLOWING ADDRESS:**

Via First Class or Regular Mail:	Via Overnight Courier or Hand Delivery:
MF Global Holdings Ltd., et al. c/o GCG, Inc. P.O. Box 9846 Dublin, Ohio 43017-5746	MF Global Holdings Ltd., et al. c/o GCG, Inc. 5151 Blazer Parkway, Suite A Dublin, Ohio 43017

VOTING INFORMATION AND INSTRUCTIONS FOR COMPLETING THE BALLOT

1. The Plan Proponents are soliciting the votes of Holders of Convenience Claims with respect to the Plan attached as Exhibit A to the Disclosure Statement.
2. **The Bankruptcy Court may confirm the Plan and thereby bind you, if, among other things, the Plan is confirmed. Please review the Disclosure Statement for more information.**
3. To ensure that your vote is counted, you must: (a) verify the amount of your Convenience Claim against [_____] in Item 1 of the Ballot, (b) in the boxes provided in Item 2 of the Ballot, clearly indicate your decision to either accept or reject the Plan, (c) complete the Ballot by providing all the information requested, (d) if desired, elect to have your Convenience Claim treated as a General Unsecured Claim (as discussed further in paragraph 4 below) and (e) execute, date and return the Ballot by mail, overnight delivery, or personal courier to GCG, Inc. (the "Balloting Agent") at the following address. An envelope addressed to the Balloting Agent is enclosed for your convenience.

Via First Class or Regular Mail:

MF Global Holdings Ltd., et al.
c/o GCG, Inc.
P.O. Box 9846
Dublin, Ohio 43017-5746

Via Overnight Courier or Hand Delivery:

MF Global Holdings Ltd., et al.
c/o GCG, Inc.
5151 Blazer Parkway, Suite A
Dublin, Ohio 43017

4. If you wish to have your Convenience Claim treated as a General Unsecured Claim, you must check the box to elect General Unsecured Class treatment in Item 3 of the Ballot. If the election in Item 3 is not made, the Claim will be treated as an Class 4 Convenience Claim in accordance with Section III.B.5 of the Plan. **By checking the box in Item 3 on the Ballot, regardless of which box you check in Item 2 on the Ballot, you will be deemed to have voted to accept the Plan.** The election for General Unsecured Claim treatment operates as follows:
 - a. Each Holder of an Allowed Convenience Claim that is less than or equal to \$500,000 that otherwise would be classified in Class 4 under the Plan (excluding any Intercompany Claims and Notes Claims) may elect to receive the treatment for a General Unsecured Claim pursuant to [Section III.B.8/9] of the Plan.
 - b. Intercompany Claims and Notes Claims are not eligible for Convenience Claim treatment.
5. **Ballots must be actually received by the Balloting Agent by 4:00 p.m., prevailing Eastern Time, on March 25, 2013 (the "Voting Deadline").** If a Ballot is received after the Voting Deadline, it will not be counted.
6. If you hold Convenience Claims against more than one Debtor, you may receive a separate Ballot for each such Convenience Claim. **Each Ballot you receive is for voting only those Convenience Claims described on the Ballot. Please complete and return each Ballot you receive. The attached Ballot is designated only for voting Class 4[A, B, F] Convenience Claims against [_____].** You must vote all of your Convenience Claims either to accept or reject the Plan.
7. **The following Ballots will NOT be counted:**
 - ♦ any Ballot received after the Voting Deadline unless (i) the Plan Proponents shall have granted in writing an extension of the Voting Deadline prior to the Voting Deadline with respect to such Ballot or (ii) the Bankruptcy Court shall have authorized the counting and/or consideration of such Ballot;
 - ♦ any Ballot that is illegible or contains insufficient information to permit the identification of the Holder of the Convenience Claim;
 - ♦ any Ballot cast by a Holder that (A) does not hold a Convenience Claim in a Class that is entitled to vote to accept or reject the Plan or (B) is not otherwise entitled to vote pursuant to the procedures described in the Disclosure Statement Order;
 - ♦ any Ballot sent to the Plan Proponents, the Debtors, the Bankruptcy Court or any other party (other than the Balloting Agent);
 - ♦ any inconsistent or duplicate Ballots that are simultaneously cast with respect to the same Convenience Claim;
 - ♦ any Ballot transmitted to the Balloting Agent by facsimile, e-mail, or other means not specifically approved in the Disclosure Statement Order;
 - ♦ any unsigned Ballot;
 - ♦ any Ballot that does not contain an original signature; or
 - ♦ any Ballot not marked to accept or reject the Plan or marked both to accept and reject the Plan for all Claims of one Class.

8. If you cast more than one Ballot voting the same Convenience Claim prior to the Voting Deadline, the latest properly-executed Ballot received by the Balloting Agent before the Voting Deadline (as determined by the Balloting Agent) will be deemed to reflect your intent to either accept or reject the Plan.
9. The Ballot does not constitute and shall not be deemed a Proof of Claim or Convenience Claim or an assertion of a Claim or Convenience Claim.
10. Please be sure to sign and date your Ballot. If you are signing a Ballot in your capacity as a trustee, executor, administrator, guardian, attorney in fact, officer of a corporation, or otherwise acting in a fiduciary or representative capacity, you must indicate such capacity when signing and, if required or requested by the Balloting Agent, the Plan Proponents, or the Bankruptcy Court, must submit proper evidence to the requesting party to so act on behalf of such Holder. In addition, please provide your name and mailing address if it is different from that set forth on the attached mailing label or if no such mailing label is attached to the Ballot.

PLEASE RETURN YOUR BALLOT PROMPTLY.

**IF YOU HAVE ANY QUESTIONS CONCERNING THIS BALLOT OR THE
VOTING PROCEDURES, PLEASE CONTACT THE BALLOTING AGENT
TOLL-FREE AT 1-888-454-9509 OR BY EMAIL AT MFGLOBALINFO@GCGINC.COM.**

THE BALLOTING AGENT IS NOT AUTHORIZED TO, AND WILL NOT, PROVIDE LEGAL ADVICE

<p>TO BE COUNTED TOWARD CONFIRMATION OF THE PLAN YOUR BALLOT MUST BE ACTUALLY RECEIVED BY THE VOTING DEADLINE, WHICH IS 4:00 P.M., PREVAILING EASTERN TIME, ON MARCH 25, 2013.</p>

Exhibit B(4)

Class 6A Beneficial Holder Form Ballot

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re : Chapter 11
MF GLOBAL HOLDINGS LTD., et al., :
Debtors. : Case No. 11-15059 (MG)
: (Jointly Administered)
: X
-----X

**BENEFICIAL BALLOT FOR VOTING TO ACCEPT OR REJECT THE AMENDED JOINT PLAN OF LIQUIDATION
FOR MF GLOBAL HOLDINGS LTD., MF GLOBAL FINANCE USA INC., MF GLOBAL CAPITAL LLC, MF GLOBAL
FX CLEAR LLC, MF GLOBAL MARKET SERVICES LLC, AND MF GLOBAL HOLDINGS USA INC.**

**CLASS 6A: GENERAL UNSECURED CLAIMS AGAINST HOLDINGS LTD.
BALLOT FOR BENEFICIAL HOLDERS**

**TO HAVE YOUR VOTE COUNTED, YOU MUST COMPLETE, EXECUTE, AND RETURN THIS BENEFICIAL
BALLOT EITHER TO YOUR BROKERAGE FIRM, BANK, OTHER NOMINEE, OR ITS AGENT (EACH, A
“NOMINEE”),¹ OR TO GCG, INC. (THE “BALLOTING AGENT”), AS DIRECTED.**

**IF YOU ARE DIRECTED TO RETURN YOUR BENEFICIAL BALLOT TO YOUR NOMINEE, YOUR NOMINEE WILL
TRANSMIT YOUR VOTE TO THE BALLOTING AGENT ON A MASTER BALLOT. YOU MUST RETURN THIS
COMPLETED BENEFICIAL BALLOT IN THE ENVELOPE PROVIDED TO YOUR NOMINEE WITH ENOUGH TIME
TO ALLOW FOR YOUR NOMINEE TO SUBMIT THE MASTER BALLOT SO THAT IT IS ACTUALLY RECEIVED
BY THE BALLOTING AGENT PRIOR TO 4:00 P.M. PREVAILING EASTERN TIME ON MARCH 25, 2013 (THE
“VOTING DEADLINE”).**

**IF YOU ARE DIRECTED TO RETURN YOUR BENEFICIAL BALLOT TO THE BALLOTING AGENT, YOU MUST
RETURN THIS BENEFICIAL BALLOT DIRECTLY TO THE BALLOTING AGENT IN THE ENVELOPE PROVIDED
SO THAT IT IS ACTUALLY RECEIVED BY THE BALLOTING AGENT PRIOR TO THE VOTING DEADLINE.**

This Beneficial Ballot is submitted to you by the Plan Proponents to solicit your vote to accept or reject the *Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc.* (as it may be further amended or modified, the “Plan”). The Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”) has approved the *Disclosure Statement for the Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc.*, dated February __, 2013 (as it may be further amended or modified, the “Disclosure Statement”) as containing adequate information pursuant to § 1125 of the Bankruptcy Code, by entry of an order on [___], 2013 (the “Disclosure Statement Order”). Bankruptcy Court approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court. **If the Plan is confirmed by the Bankruptcy Court it will be binding on you whether or not you vote or whether or not you voted to accept the Plan.**

You are receiving this Beneficial Ballot because you are a Holder of a Class 6A Notes Claim against Holdings Ltd., as defined in the Plan, as of the Voting Record Date (February 7, 2013). Accordingly, you have a right to vote to accept or reject the Plan. Please see Exhibit A to this Beneficial Ballot for a list of Notes (including the corresponding CUSIP(s)/ISIN(s)).

¹ A Nominee means a bank, broker, or other nominee in whose name Notes are transferred by agreement between such Nominee and the Beneficial Holder. A “Beneficial Holder” means a beneficial owner of Notes whose Claims have not been satisfied prior to the Voting Record Date pursuant to Bankruptcy Court order or otherwise, as reflected in the records maintained by the Nominee(s) (or its own records if it holds such Notes on its own behalf) holding Claims through Wilmington Trust, National Association, in its capacity as the Indenture Trustee for the Notes.

If you are directed to submit your Beneficial Ballot to your Nominee, submission of electronic instructions to your Nominee (if permitted by such Nominee) shall have the same effect as if you had completed and returned a physical Beneficial Ballot. By making an electronic submission, you are representing that you reviewed the Beneficial Ballot in its entirety and have received a copy of the Plan and Disclosure Statement for your review and consideration.

You should review the Disclosure Statement and Plan before you vote. You may wish to seek legal advice concerning the Plan and the treatment of your Claim(s) under the Plan.

BEFORE completing this Beneficial Ballot, please read and follow the below Voting Information And Instructions For Completing The Ballot carefully to ensure that you complete, execute, and return the Beneficial Ballot properly. Capitalized terms used in this Beneficial Ballot and the attached instructions that are not otherwise defined have the meanings given to them in the Plan or the Disclosure Statement. If you have any questions on how to properly complete this Beneficial Ballot, please call the Balloting Agent at 1-888-454-9509 (toll free within the U.S.).

If you received solicitation package materials in CD-ROM format and desire paper copies, or if you need to obtain additional solicitation packages, you may (a) contact the Balloting Agent by telephone (toll free within the U.S.) at 1-888-454-9509, by e-mail at mfglobalinfo@gcginc.com, or by writing to MF Global Holdings Ltd., c/o GCG, Inc.: (i) by first-class mail at MF Global Holdings Ltd., et al., c/o GCG, Inc., P.O. Box 9846, Dublin, Ohio 43017-5746; or (ii) by hand delivery or overnight mail at MF Global Holdings Ltd., et al., c/o GCG, Inc., 5151 Blazer Parkway, Suite A, Dublin, Ohio 43017 or (b) downloading such documents (excluding the Ballots) from the restructuring website at <http://mfglobalcaseinfo.com>. Copies of these documents may also be obtained for a fee by visiting the Bankruptcy Court's website at <http://www.nysb.uscourts.gov>. Please be advised that the Balloting Agent is not permitted to provide legal advice.

This Beneficial Ballot may not be used for any purpose other than for casting a vote to accept or reject the Plan and making certain certifications with respect to the Plan. If you believe you have received this Beneficial Ballot in error, or if you believe that you have received the wrong Ballot, please contact the Balloting Agent immediately at the address or telephone number set forth above.

YOU MUST COMPLETE ITEMS 1 (OR VERIFY IT IF THE AMOUNT HAS BEEN PRE-FILLED), 2 AND 3. YOU MUST COMPLETE ITEM 4, UNLESS YOUR BENEFICIAL BALLOT HAS ALREADY BEEN SIGNED OR PREVALIDATED BY YOUR VOTING NOMINEE. IF NEITHER THE "ACCEPT" NOR "REJECT" BOX IS CHECKED IN ITEM 2, OR IF BOTH BOXES ARE CHECKED IN ITEM 2, THIS BENEFICIAL BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST. IF THIS BENEFICIAL BALLOT IS NOT SIGNED ON THE APPROPRIATE LINES BELOW, THIS BENEFICIAL BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST.

Item 1. Amount of Class 6A Notes Claim Against Holdings Ltd. The undersigned hereby certifies that as of the Voting Record Date, the undersigned was the Beneficial Holder (or authorized signatory for a Beneficial Holder), or the Nominee of a Beneficial Holder, of the Notes in the following unpaid principal amount (please fill in the blank below). If your Notes are held by a Nominee on your behalf and you do not know the amount of Notes held, please contact your Nominee immediately.

Principal Amount: \$ _____

Item 2. Class 6A Notes Claim Vote. The undersigned Holder of a Class 6A Notes Claim against Holdings Ltd. as set forth in Item 1, above, votes to (please check one box):

☐ **ACCEPT** (vote FOR) the Plan

☐ **REJECT** (vote AGAINST) the Plan

Item 3. Certifications as to Notes Claims Held in Additional Accounts. By completing and returning this Beneficial Ballot, the undersigned Beneficial Holder certifies that either: (i) it has not submitted any other Ballots in respect of its Class 6A Notes Claim(s) held in other accounts or other record names, or (ii) it has provided the information specified in the following table for all other Class 6A Notes Claims for which it has submitted additional Ballots, each of which indicates the same vote to accept or reject the Plan (please use additional sheets of paper if necessary):

ONLY COMPLETE THIS SECTION IF YOU HAVE VOTED
CLASS 6A BENEFICIAL BALLOTS OTHER THAN THIS BALLOT

Name of Holder ²	Name of Nominee through which Other Notes are Held	Account Number with Other Nominee	Amount of Other Class 6A Claims Voted	Type of Claim Voted	CUSIP/ISIN or Other Class 6A Claims Voted (if applicable)
1.					
2.					
3.					
4.					
5.					
6.					

Item 4. Certifications. By signing this Ballot, the undersigned certifies to the Bankruptcy Court and the Plan Proponents: (i) that it has received a copy of the Plan, the Disclosure Statement and the other applicable solicitation materials and acknowledges that the solicitation is being made pursuant to the terms and conditions set forth therein; (ii) that either the undersigned is the Beneficial Holder of the Class 6A Notes Claim(s) being voted or is the authorized signatory for an Entity that is a Beneficial Holder of the Class 6A Notes Claim(s) being voted and in either case it is eligible to vote on the Plan; (iii) that it has cast the same vote with respect to all Class 6A Claim(s); and (iv) that no other Ballots with respect to the amount of the Notes identified in Item 1 have been cast. The undersigned acknowledges that it understands that, if this Ballot is otherwise validly executed but does not indicate either acceptance or rejection of the Plan, this Ballot will not be counted as having been cast.

Signature

Street Address

Name of Holder (Print or Type)

City, State, Zip Code

Social Security or Federal Tax I.D. No.

Telephone Number

If by Authorized Agent, Name and Title

Email

Name of Signatory

Date Completed

**PLEASE COMPLETE, EXECUTE AND DATE THIS BALLOT AND
RETURN THE ORIGINAL EXECUTED BALLOT PROMPTLY IN THE ENVELOPE PROVIDED:**

YOUR BALLOT OR THE MASTER BALLOT INCORPORATING THE VOTE CAST BY THIS BALLOT MUST BE ACTUALLY RECEIVED BY THE VOTING DEADLINE, WHICH IS MARCH 25, 2013, AT 4:00 P.M. PREVAILING EASTERN TIME TO BE COUNTED TOWARD CONFIRMATION OF THE PLAN. IF YOUR BENEFICIAL BALLOT OR THE MASTER BALLOT CAST ON YOUR BEHALF BY YOUR NOMINEE IS NOT RECEIVED BY THE BALLOTING AGENT ON OR BEFORE THE VOTING DEADLINE AND SUCH DEADLINE IS NOT EXTENDED, YOUR VOTE WILL NOT COUNT EITHER AS AN ACCEPTANCE OR REJECTION OF THE PLAN.

IF YOU ARE RETURNING THIS BENEFICIAL BALLOT TO YOUR NOMINEE, PLEASE ALLOW SUFFICIENT TIME FOR YOUR NOMINEE TO RECEIVE YOUR BALLOT AND PROCESS YOUR VOTE ON A MASTER BALLOT SUCH THAT THE MASTER BALLOT IS RECEIVED BY THE VOTING AGENT BEFORE THE VOTING DEADLINE.

² List your name if the Class 6A Notes Claim is held by you in record name or, if held in street name, please list the name of your Nominee.

VOTING INFORMATION AND INSTRUCTIONS FOR COMPLETING THE BALLOT

1. The Plan Proponents are soliciting the votes of Holders of Class 6A Notes Claims with respect to the Plan attached as Exhibit A to the Disclosure Statement.
2. **The Bankruptcy Court may confirm the Plan and thereby bind you, if, among other things, the Plan is confirmed. Please review the Disclosure Statement for more information.**
3. To ensure that your vote is counted, you must: (a) complete your Ballot in accordance with these instructions including providing all of the information required in Items 1 (or verify the amount in Item 1 if it is pre-filled), 3 and 4, (b) in the boxes provided in Item 2 of the Ballot, clearly indicate your decision to either accept or reject the Plan, and (c) execute, date and return your Ballot to the address set forth on the enclosed pre-addressed envelope in accordance with these instructions.
4. **Return of Ballots:** Your Ballot or the Master Ballot incorporating the vote cast on your Ballot, as applicable, must be returned to the Balloting Agent, so as to be **actually received** by the Balloting Agent on or before the Voting Deadline, which is 4:00 p.m. prevailing Eastern Time on March 25, 2013; provided, however, that prior to the expiration of the Voting Deadline, the Plan Proponents shall have the ability to extend the Voting Deadline in their sole discretion by filing with the Bankruptcy Court a notice of extension served on all parties entitled to notice. To ensure your vote is counted toward confirmation of the Plan, please read the following information carefully so that you understand where your Ballot must be sent in order for it to be received before the Voting Deadline:
 - **If your Nominee has NOT Pre-validated Your Beneficial Ballot:** You must return your Ballot in the return envelope addressed to your Nominee so that it is directly returned to your Nominee according to the accompanying instructions provided by your Nominee, and in any event in sufficient time to permit your Nominee to deliver a Master Ballot including your vote to the Balloting Agent such that it is actually received prior to the Voting Deadline.
 - **If your Nominee HAS Pre-validated Your Beneficial Ballot:** You must return your Ballot in the return envelope addressed to the Balloting Agent on or prior to the Voting Deadline.
5. **The following Ballots will NOT be counted:**
 - ♦ any Ballot received after the Voting Deadline unless (i) the Plan Proponents shall have granted in writing an extension of the Voting Deadline prior to the Voting Deadline with respect to such Ballot or (ii) the Bankruptcy Court shall have authorized the counting and/or consideration of such Ballot;
 - ♦ any Ballot that is illegible or contains insufficient information to permit the identification of the Holder;
 - ♦ any Ballot cast by a Holder that (A) does not hold a Class 6A Claim that is entitled to vote to accept or reject the Plan or (B) is not otherwise entitled to vote pursuant to the procedures described in the Disclosure Statement Order;
 - ♦ any Ballot sent to the Plan Proponents, the Debtors, the Bankruptcy Court, the Indenture Trustee in respect of the Notes, or any other party (other than the Balloting Agent or your Nominee, as applicable);
 - ♦ any inconsistent or duplicate Ballots that are simultaneously cast with respect to the same Notes;
 - ♦ any Ballot transmitted to the Balloting Agent or your Nominee, as applicable, by facsimile, e-mail, or other means not specifically approved in the Disclosure Statement Order;
 - ♦ any unsigned Ballot;
 - ♦ any Ballot that does not contain an amount of Claim denominated in U.S. currency;
 - ♦ any Ballot that does not contain an original signature; or
 - ♦ any Ballot not marked to accept or reject the Plan or marked both to accept and reject the Plan for all Claims of one Class.
6. The method of delivery of a Ballot to the Nominee or Balloting Agent, as applicable, is at the election and risk of each Holder of a Claim. Except as otherwise provided herein, such delivery will be deemed made only when the Balloting Agent actually receives the Master Ballot incorporating the Ballot or the originally executed Ballot, as applicable. Instead of effecting delivery by first-class mail, it is recommended, though not required, that Holders use an overnight or hand delivery service. In all cases, Holders should allow sufficient time to assure timely delivery.
7. You may only cast one Ballot with respect to your Notes. If you cast more than one Ballot voting the same Notes prior to the Voting Deadline, the last Ballot timely received by the Nominee or by the Balloting Agent shall be accepted and shall be deemed to reflect your intent to either accept or reject the Plan.

8. You must vote all of your Claims within Class 6A either to accept or reject the Plan and may not split your vote. Further, if a Holder has multiple Claims within Class 6A, the Plan Proponents may, in their discretion, aggregate the Claims of any particular Holder with multiple Claims within Class 6A for the purpose of counting votes.
9. The Ballot is not a letter of transmittal and may not be used for any purpose other than to vote to accept or reject the Plan and make certifications with respect to the Ballot. Accordingly, at this time, Holders of Class 6A Notes Claims should not surrender certificates or instruments representing or evidencing their Class 6A Notes Claims, and neither the Plan Proponents nor the Balloting Agent will accept delivery of any such certificates or instruments surrendered together with a Ballot.
10. The Ballot does not constitute and shall not be deemed a Proof of Claim or an assertion of a Claim.
11. Please be sure to sign and date your Ballot. If you are signing a Ballot in your capacity as a trustee, executor, administrator, guardian, attorney in fact, officer of a corporation, or otherwise acting in a fiduciary or representative capacity, you must indicate such capacity when signing and, if required or requested by the Balloting Agent, the Plan Proponents, or the Bankruptcy Court, must submit proper evidence to the requesting party to so act on behalf of such Holder. In addition, please provide your name and mailing address if it is different from that set forth on the attached mailing label or if no such mailing label is attached to the Ballot.
12. If you hold Claims in more than one Class under the Plan you may receive more than one Ballot coded for each different Class. Each Ballot votes only your Claims indicated on that Ballot, so please complete and return each Ballot and/or Ballot that you received.

PLEASE RETURN YOUR BALLOT PROMPTLY.

**IF YOU HAVE ANY QUESTIONS CONCERNING THIS BALLOT OR THE
VOTING PROCEDURES, PLEASE CONTACT THE BALLOTING AGENT
TOLL-FREE AT 1-888-454-9509 OR BY EMAIL AT MFGLOBALINFO@GCCINC.COM.
THE BALLOTING AGENT IS NOT AUTHORIZED TO, AND WILL NOT, PROVIDE LEGAL ADVICE**

**TO BE COUNTED TOWARD CONFIRMATION OF THE PLAN
YOUR BALLOT OR THE MASTER BALLOT INCORPORATING THE VOTE CAST
BY THIS BALLOT MUST BE ACTUALLY RECEIVED BY THE VOTING DEADLINE,
WHICH IS 4:00 P.M., PREVAILING EASTERN TIME, ON MARCH 25, 2013.**

EXHIBIT A TO CLASS 6A BENEFICIAL BALLOT

Your Nominee may have completed the table below to indicate the Notes to which this Beneficial Ballot pertains, or otherwise provided that information to you on a label or schedule attached to the Beneficial Ballot.

<u>Unsecured Notes</u>		
Class	Class Description	CUSIP(s)/ISIN(s)

Exhibit B(5)

Class 6A Form Master Ballot

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re : Chapter 11
MF GLOBAL HOLDINGS LTD., *et al.*, : Case No. 11-15059 (MG)
Debtors. : (Jointly Administered)
-----X

**MASTER BALLOT FOR VOTING TO ACCEPT OR REJECT THE AMENDED JOINT PLAN OF LIQUIDATION FOR
MF GLOBAL HOLDINGS LTD., MF GLOBAL FINANCE USA INC., MF GLOBAL CAPITAL LLC, MF GLOBAL FX
CLEAR LLC, MF GLOBAL MARKET SERVICES LLC, AND MF GLOBAL HOLDINGS USA INC.**

**CLASS 6A: GENERAL UNSECURED CLAIMS AGAINST HOLDINGS LTD.
MASTER BALLOT**

**THIS MASTER BALLOT MUST BE COMPLETED, EXECUTED, AND RETURNED SO AS TO BE ACTUALLY
RECEIVED BY GCG, INC. (THE "BALLOTING AGENT") PRIOR TO 4:00 P.M. PREVAILING EASTERN TIME ON
MARCH 25, 2013 (THE "VOTING DEADLINE").**

This Master Ballot is submitted in connection with the *Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc.* (as it may be further amended or modified, the "Plan"). The Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") has approved the *Disclosure Statement for the Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc.*, dated February __, 2013 (as it may be further amended or modified, the "Disclosure Statement") as containing adequate information pursuant to § 1125 of the Bankruptcy Code, by entry of an order on [___], 2013 (the "Disclosure Statement Order"). Bankruptcy Court approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court.

This master ballot (the "Master Ballot") is to be used by you as (i) a broker, dealer, commercial bank, trust company, or other agent nominee (each, a "Nominee")¹ of a Beneficial Holder of Class 6A Notes Claims or (ii) the proxy holder of a Nominee or Beneficial Holder of Class 6A Notes Claims, as defined in the Plan, as of the Voting Record Date (February 7, 2013). Nominees should use this Master Ballot to cast votes to accept or reject the Plan. Please see Exhibit A to this Master Ballot for a list of Notes (including the corresponding CUSIP(s)/ISIN(s)).

If the Plan is confirmed by the Bankruptcy Court it will be binding on all Beneficial Holders whether or not they vote and whether or not any votes are transmitted by this Master Ballot.

BEFORE completing this Master Ballot, please read and follow the below Voting Information And Instructions For Completing The Ballot carefully to ensure that you complete, execute, and return the Master Ballot properly. Capitalized terms used in this Master Ballot and the attached instructions that are not otherwise defined have the meanings given to them in the Plan or the Disclosure Statement. If you have any questions on how to properly complete this Master Ballot, please call the Balloting Agent at 1-888-454-9509.

¹ A Nominee means a bank, broker, or other nominee in whose name Notes are transferred by agreement between such Nominee and the Beneficial Holder. A "Beneficial Holder" means a beneficial owner of Notes whose Claims have not been satisfied prior to the Voting Record Date pursuant to Bankruptcy Court order or otherwise, as reflected in the records maintained by the Nominee(s) (or its own records if it holds such Notes on its own behalf) holding Claims through Wilmington Trust, National Association, in its capacity as the Indenture Trustee for the Notes.

If you received solicitation package materials in CD-ROM format and desire paper copies, or if you need to obtain additional solicitation packages, you may (a) contact the Balloting Agent by telephone at 1-888-454-9509, by e-mail at mfglobalinfo@gcginc.com, or by writing to MF Global Holdings Ltd., c/o GCG, Inc.: (i) by first-class mail at MF Global Holdings Ltd., et al., c/o GCG, Inc., P.O. Box 9846, Dublin, Ohio 43017-5746; or (ii) by hand delivery or overnight mail at MF Global Holdings Ltd., et al., c/o GCG, Inc., 5151 Blazer Parkway, Suite A, Dublin, Ohio 43017 or (b) downloading such documents (excluding the Ballots) from the restructuring website at <http://mfglobalcaseinfo.com/maincase.php>. Copies of these documents may also be obtained for a fee by visiting the Bankruptcy Court's website at <http://www.nysb.uscourts.gov>. Please be advised that the Balloting Agent is not permitted to provide legal advice.

This Master Ballot may not be used for any purpose other than for casting a vote to accept or reject the Plan and making certain certifications with respect to the Plan. If you believe you have received this Master Ballot in error, or if you believe that you have received the wrong Ballot, please contact the Balloting Agent immediately at the address or telephone number set forth above.

Within five (5) Business Days of receiving Beneficial Ballots and solicitation packages, you **must** distribute the Beneficial Ballots and the solicitation packages to all Beneficial Holders of Class 6A Notes Claims who hold their Notes as of the Voting Record Date and take any action required to enable each such Beneficial Holder to vote timely the Class 6A Notes Claims that it holds. Any Ballot returned to you by a Beneficial Holder of a Class 6A Notes Claim shall not be counted for purposes of accepting or rejecting the Plan until you properly complete and deliver, to the Balloting Agent, a Master Ballot that reflects the vote of such Beneficial Holders by 4:00 p.m. prevailing Eastern Time on March 25, 2013 or otherwise validate the Master Ballot in a manner acceptable to the Balloting Agent and provide appropriate instructions to the Beneficial Holders for completing and returning any pre-validated Ballots.

To have the votes of your Beneficial Holders count as either an acceptance or rejection of the Plan, you must complete and return this Master Ballot so that the Balloting Agent actually receives it on or before the Voting Deadline, which is 4:00 p.m. prevailing Eastern Time on March 25, 2013; provided, however, that prior to the expiration of the Voting Deadline, the Plan Proponents shall have the ability to extend the Voting Deadline in their sole discretion by filing with the Bankruptcy Court a notice of extension served on all parties entitled to notice.

PLEASE COMPLETE ITEMS 1, 2, 3 AND 4.

Item 1. Certification of Authority to Vote. The undersigned hereby certifies that as of the Voting Record Date, the undersigned (please check the applicable box):

- ☐ Is a Nominee for the Beneficial Holders of the aggregate principal amount of the Notes indicated on Exhibit A attached hereto or otherwise on this Master Ballot in the aggregate principal amount listed in Item 2 below, and is the registered holder or Nominee of such securities,
- ☐ Is acting under a power of attorney and/or agency agreement (a copy of which will be provided upon request) granted by a Nominee that is the registered Holder of the aggregate principal amount of Notes listed in Item 2 below, or
- ☐ Has been granted a proxy (an original of which is attached hereto) from (a) a Nominee, or (b) a Beneficial Holder, that is the registered Holder of the aggregate principal amount of Notes listed in Item 2 below, and accordingly, has full power and authority to vote to accept or reject the Plan, on behalf of the Beneficial Holders of the Notes described in Item 2 below.

Item 2. Class 6A Notes Claim Vote. The undersigned transmits the following votes of Beneficial Holders of Class 6A Notes Claims against Holdings Ltd., and certifies that the following Beneficial Holders of Class 6A Notes Claims, as identified by their respective customer account numbers set forth below, are Beneficial Holders of such Notes as of the Voting Record Date, and have delivered to the undersigned, as Nominee, properly executed Beneficial Ballots casting such votes.

Indicate in the appropriate column below the aggregate principal amount voted for each account, or attach such information to this Master Ballot in the form of the following table. Please note each Beneficial Holder must vote all of such Beneficial Holder's Class 6A Notes Claim to accept or to reject the Plan and may not split such vote. If such vote is split, such split votes will not be counted.

ITEM 2. VOTE ON PLAN		
Your Customer Account Number for Each Beneficial Holder of Voting Class 6A Notes Claims	Principal Amount of Unsecured Notes Voted to ACCEPT or REJECT Plan*	
	ACCEPT	REJECT
1.	\$	\$
2.	\$	\$
3.	\$	\$
4.	\$	\$
5.	\$	\$
6.	\$	\$
TOTALS:	\$	

* In order to vote on the Plan, the Beneficial Holder must have checked a box in Item 2 to ACCEPT or REJECT the Plan on its individual Beneficial Ballot. If the Beneficial Holder did not check a box, or checked both boxes, in Item 2 on its individual Beneficial Ballot, by order of the Bankruptcy Court its vote will not be counted.

Item 3. Certifications as to Transcription of Information from Item 3 of the Ballots for Class 6A Notes Claims Voted Through Other Beneficial Ballots. The undersigned certifies that the undersigned has transcribed in the following table the information provided by Beneficial Holders in Item 3 of each of the Beneficial Holder's original Beneficial Ballot, identifying any Class 6A Notes Claims for which such Beneficial Holders have submitted other Beneficial Ballots other than to the undersigned:

Your Customer Account Number for Each Beneficial Holder Who Completed Item 3 of the Beneficial Ballots	TRANSCRIBE FROM ITEM 3 OF THE BENEFICIAL BALLOTS:				
	Name of Other Nominee Through Which Other Notes are Held	Account Number with Other Nominee	Amount of Other Claims Voted	Type of Claims Voted	CUSIP/ISIN of Other Claims Voted (if applicable)
1.					
2.					
3.					
4.					
5.					
6.					
TOTALS:					

Item 4. Certifications. By signing this Master Ballot, the undersigned certifies to the Bankruptcy Court and the Plan Proponents:

- i. that the undersigned has received a copy of the Disclosure Statement, the Beneficial Ballot, and the solicitation package, has delivered the same to each Beneficial Holder of Notes as of the Voting Record Date and acknowledges that the solicitation is being made pursuant to the terms and conditions set forth therein;
- ii. that the undersigned has received a completed and signed Ballot from each Beneficial Holder listed in Item 2 of the Master Ballot;
- iii. that the undersigned is the registered Holder of the Notes being voted;
- iv. that the undersigned has been authorized by each such Beneficial Holder to vote on the Plan;
- v. that the undersigned has properly disclosed that: (A) the number of Beneficial Holders who completed Ballots; (B) the respective amounts of the Class 6A Notes Claim(s) owned, as the case may be, by each Beneficial Holder who completed a Ballot; (C) each such Beneficial Holder's respective vote concerning the Plan; (D) each such Beneficial Holder's certification as to other Class 6A Claims voted; and (E) the customer account or other identification number for each such Beneficial Holder;

- vi. that each such Beneficial Holder has certified to the undersigned that it is eligible to vote on the Plan;
- vii. that the undersigned will maintain Ballots and evidence of separate transactions returned by Beneficial Holders (whether properly completed or defective) for at least one year after the Effective Date and disclose all such information to the Bankruptcy Court or the Plan Proponents, as the case may be, if so ordered;
- viii. that the undersigned acknowledges that a vote to accept the Plan constitutes an acceptance of the treatment of such Class 6A Notes Claim(s) as described in the Plan; and
- ix. that the undersigned acknowledges and agrees that the Plan Proponents may make conforming changes to the Plan as may be reasonably necessary; provided, that the Plan Proponents will not re-solicit acceptances or rejections of the Plan in the event of such conforming changes.

Name of Nominee: _____
(Print or Type)

DTC Participant
Number:

Name of Proxy Holder
or Agent for Nominee: _____
(If other than Holder)

Social Security or
Federal Tax
Identification Number: _____

Signature: _____

Name of Signatory: _____

Title: _____

Address: _____

Telephone Number: _____

Email: _____

Date Completed: _____

**PLEASE COMPLETE, EXECUTE AND DATE THIS BALLOT AND
RETURN THE ORIGINAL EXECUTED BALLOT PROMPTLY BUT IN ANY CASE PRIOR TO
THE VOTING DEADLINE IN THE ENVELOPE PROVIDED OR TO THE FOLLOWING ADDRESSES:**

Via First Class or Regular Mail: MF Global Holdings Ltd., et al. c/o GCG, Inc. P.O. Box 9846 Dublin, Ohio 43017-5746	Via Overnight Courier or Hand Delivery: MF Global Holdings Ltd., et al. c/o GCG, Inc. 5151 Blazer Parkway, Suite A Dublin, Ohio 43017
---	--

**TO BE COUNTED TOWARD CONFIRMATION OF THE PLAN,
YOUR MASTER BALLOT MUST BE ACTUALLY RECEIVED BY THE VOTING DEADLINE,
WHICH IS MARCH 25, 2013, AT 4:00 P.M. PREVAILING EASTERN TIME.
IF YOUR MASTER BALLOT IS NOT RECEIVED BY THE BALLOTING AGENT
ON OR BEFORE THE VOTING DEADLINE, THE VOTES SET FORTH ON THE MASTER BALLOT
WILL NOT COUNT EITHER AS AN ACCEPTANCE OR REJECTION OF THE PLAN.**

VOTING INFORMATION AND INSTRUCTIONS FOR COMPLETING THE BALLOT

1. The Plan Proponents are soliciting the votes of Holders of Class 6A Notes Claims with respect to the Plan attached as Exhibit A to the Disclosure Statement.
2. **The Bankruptcy Court may confirm the Plan and thereby bind Beneficial Holders of Class 6A Notes Claims, if, among other things, the Plan is confirmed. Please review the Disclosure Statement for more information.**
3. If you are transmitting the vote of any Beneficial Holder other than yourself, you may either:
 - (a) Complete and execute the Beneficial Ballots (other than items 2 and 3), including the Nominee's name and Beneficial Holder account number, and deliver to the Beneficial Holder such "pre-validated" Beneficial Ballots, along with the solicitation package and other materials requested to be forwarded. The Beneficial Holder should complete items 2 and 3 of its pre-validated Beneficial Ballot and return the completed Beneficial Ballot to the Balloting Agent so as to be received before the Voting Deadline,

OR

- (b) For any Beneficial Ballot you do not "pre-validate":

Deliver the Beneficial Ballot to the Beneficial Holder, along with the solicitation package and other materials requested to be forwarded, and take the necessary actions to enable such Beneficial Holder to (i) complete and execute such Beneficial Ballot voting to accept or reject the Plan and completing the other items as appropriate; and (ii) return the completed, executed Beneficial Ballot to you in sufficient time to enable you to complete the Master Ballot and deliver it to the Balloting Agent so as to be received before the Voting Deadline of 4:00 p.m. (prevailing Eastern Time), on March 25, 2013 at the following addresses:

Via First Class or Regular Mail:	Via Overnight Courier or Hand Delivery:
MF Global Holdings Ltd., et al. c/o GCG, Inc. P.O. Box 9846 Dublin, Ohio 43017-5746	MF Global Holdings Ltd., et al. c/o GCG, Inc. 5151 Blazer Parkway, Suite A Dublin, Ohio 43017

4. **Return of Ballots:** The Master Ballot incorporating the vote cast on your Ballot must be returned to the Balloting Agent, so as to be actually received by the Balloting Agent on or before the Voting Deadline, which is 4:00 p.m. prevailing Eastern Time on March 25, 2013; provided, however, that prior to the expiration of the Voting Deadline, the Plan Proponents shall have the ability to extend the Voting Deadline in their sole discretion by filing with the Bankruptcy Court a notice of extension served on all parties entitled to notice.
5. Within five (5) Business Days of your receipt of the Beneficial Ballots and the solicitation packages, you must distribute the Beneficial Ballots and the solicitation package to all Beneficial Holders of Class 6A Notes Claims who hold their Notes as of the Voting Record Date, and take any action required to enable each such Holder to vote timely the Claims that it holds. Any Ballot returned to you by a Beneficial Holder of a Class 6A Notes Claim shall not be counted for purposes of accepting or rejecting the Plan until you properly complete and deliver, to the Balloting Agent, a Master Ballot that reflects the vote of such Holders by the Voting Deadline, which is 4:00 p.m. prevailing Eastern Time on March 25, 2013.
6. With regard to any Ballots returned to you by a Beneficial Holder, you must: (a) compile and validate the votes and other relevant information of each such Beneficial Holder on the Master Ballot using the customer name or account number assigned by you to each such Beneficial Holder; (b) execute the Master Ballot; (c) transmit such Master Ballot to the Balloting Agent by the Voting Deadline; and (d) retain such Ballots in your files for a period of at least one year after the Effective Date of the Plan. You may be ordered to produce the Ballots to the Plan Proponents or the Bankruptcy Court.
7. If a Master Ballot is received by the Balloting Agent after the Voting Deadline, it will not be counted. Except as otherwise provided herein, the delivery of a Master Ballot to the Balloting Agent will be deemed made only when the Balloting Agent actually receives the originally executed Master Ballot. The method of delivery of a Ballot to the Balloting Agent, as applicable, is at the election and risk of each Nominee. Except as otherwise provided herein, such delivery will be deemed made only when the Balloting Agent actually receives the Master Ballot. Instead of effecting delivery by first-class mail, it is recommended, though not required, that Nominees use an overnight or hand delivery service. In all cases, Nominees should allow sufficient time to assure timely delivery.
8. If multiple Master Ballots are received from the same Nominee with respect to the same Ballot belonging to a Beneficial Holder of a Claim prior to the Voting Deadline, the last properly completed Master Ballot timely received will supersede and revoke any earlier received Master Ballot. If you receive more than one Beneficial Ballot from a Holder of a Class 6A

- Notes Claim, the latest dated Beneficial Ballot you receive before you submit the Master Ballot shall be deemed to supersede any prior Beneficial Ballots submitted by the Holder and you should complete the Master Ballot accordingly.
9. This Master Ballot is not a letter of transmittal and may not be used for any purpose other than to vote to accept or reject the Plan and make certifications with respect to the Master Ballot and Beneficial Ballots. Accordingly, at this time, Holders of Class 6A Notes Claims should not surrender certificates or instruments representing or evidencing their Class 6A Notes Claims, and the Nominee should not accept delivery of any such certificates or instruments surrendered together with a Beneficial Ballot.
 10. The Master Ballot does not constitute and shall not be deemed a Proof of Claim or an assertion of a Claim.
 11. Please be sure to sign and date your Master Ballot. You should indicate that you are signing a Master Ballot in your capacity as a trustee, executor, administrator, guardian, attorney in fact, officer of a corporation or otherwise acting in a fiduciary or representative capacity and, if required or requested by the Balloting Agent, the Plan Proponents, or the Bankruptcy Court, must submit proper evidence to the requesting party to so act on behalf of such Beneficial Holder. In addition, please provide your name and mailing address if it is different from that set forth on the attached mailing label or if no such mailing label is attached to the Master Ballot.
 12. If you are both the Nominee and the Beneficial Holder of any of the Class 6A Notes Claims and you wish to vote such Claims, you may return a Beneficial Ballot or Master Ballot for such Claims.
 13. To ensure that the votes on the Master Ballot are counted, you must: (a) complete your Master Ballot in accordance with these instructions; (b) clearly indicate the decision either to accept or reject the Plan in the boxes provided in Item 2 of the Master Ballot; and (c) clearly sign and return your Master Ballot to the address set forth on the enclosed pre-addressed envelope.
 14. If you believe that you have received this Master Ballot in error, please contact the Balloting Agent immediately.
 15. The following rules shall apply to Master Ballots: (i) votes cast by Beneficial Holders through a Nominee will be applied against the positions held by such Entities in the Notes as of the Voting Record Date, as evidenced by the record and depository listings. Votes submitted by a Nominee, whether pursuant to a Master Ballot or pre-validated Beneficial Ballots, will not be counted in excess of the record amount of the Notes held by such Nominee; (ii) to the extent that conflicting votes or "overvotes" are submitted by a Nominee, whether pursuant to a Master Ballot or pre-validated Beneficial Ballots, the Balloting Agent will attempt to reconcile discrepancies with the Nominees; (iii) to the extent that "overvotes" on a Master Ballot or pre-validated Ballots are not reconcilable prior to the preparation of the vote certification, the Balloting Agent will apply the votes to accept and reject the Plan in the same proportion as the votes to accept and reject the Plan submitted on the Master Ballot or pre-validated Beneficial Ballots that contained the "overvote," but only to the extent of the Nominee's position in the Notes; and (iv) for purposes of tabulating votes, each Nominee or Beneficial Holder will be deemed to have voted the principal amount relating to such Note, although the Balloting Agent may be asked to adjust such principal amount to reflect the amount of the Claim, including pre-petition interest.
 16. A Holder must vote all of its Claims within a particular Class either to accept or reject the Plan and may not split its vote. Accordingly, a Master Ballot or a Beneficial Ballot on behalf of a Holder's Claims within the same Class purporting to partially reject and partially accept the Plan will not be counted.
 17. Unless otherwise directed by the Bankruptcy Court, delivery of a defective or irregular Master Ballot will not be deemed to have been made until such defect or irregularity has been cured or waived by the Plan Proponents. Any waiver by the Plan Proponents of defects or irregularities in any Ballot will be detailed in the Tabulation Affidavit filed with the Bankruptcy Court by the Balloting Agent. Neither the Plan Proponents, nor any other Person or Entity, will be under any duty to provide notification of defects or irregularities with respect to delivered Master Ballots other than as provided in the Voting Report, nor will any of them incur any liability for failure to provide such notification.
 18. Holdings Ltd. will, upon request, reimburse you for customary mailing and handling expenses incurred by you in forwarding the Beneficial Ballots and other enclosed materials to the Beneficial Holders for whom you are the Nominee. No fees or commissions or other remuneration will be payable to any broker, dealer or other Person for soliciting Beneficial Ballots with respect to the Plan.
 19. **The following Master Ballots will NOT be counted:**
 - ◆ any Master Ballot received after the Voting Deadline unless (i) the Plan Proponents shall have granted in writing an extension of the Voting Deadline prior to the Voting Deadline with respect to such Master Ballot or (ii) the Bankruptcy Court shall have authorized the counting and/or consideration of such Master Ballot;
 - ◆ any Master Ballot that is illegible or contains insufficient information to permit the identification of the Holders;
 - ◆ any Master Ballot sent to the Plan Proponents, the Indenture Trustee for the Notes, the Debtors, the Bankruptcy Court or any other party (other than the Balloting Agent);
 - ◆ any inconsistent or duplicate Master Ballots that are simultaneously cast with respect to the same Claims;

- ◆ any Master Ballot transmitted to the Balloting Agent by facsimile, e-mail, or other means not specifically approved in the Disclosure Statement Order;
- ◆ any unsigned Master Ballot;
- ◆ any Master Ballot that does not contain an amount of Claim denominated in U.S. currency;
- ◆ any Master Ballot that does not contain an original signature.

PLEASE RETURN YOUR BALLOT PROMPTLY.

**IF YOU HAVE ANY QUESTIONS CONCERNING THIS BALLOT OR THE
VOTING PROCEDURES, PLEASE CONTACT THE BALLOTING AGENT
TOLL-FREE AT 1-888-454-9509 OR BY EMAIL AT MFGLOBALINFO@GCGINC.COM.**

THE BALLOTING AGENT IS NOT AUTHORIZED TO, AND WILL NOT, PROVIDE LEGAL ADVICE

**TO BE COUNTED TOWARD CONFIRMATION OF THE PLAN
THE MASTER BALLOT INCORPORATING THE VOTE(S) CAST
BY BENEFICIAL BALLOTS MUST BE ACTUALLY RECEIVED BY THE VOTING DEADLINE,
WHICH IS 4:00 P.M., PREVAILING EASTERN TIME, ON MARCH 25, 2013.**

Exhibit B(6)

Class 6[A/B/F] General Unsecured Claims Form Ballot

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re : Chapter 11
MF GLOBAL HOLDINGS LTD., et al., :
Debtors. : Case No. 11-15059 (MG)
: (Jointly Administered)
:
-----X

**BALLOT FOR VOTING TO ACCEPT OR REJECT THE AMENDED JOINT PLAN OF LIQUIDATION PURSUANT TO
CHAPTER 11 OF THE BANKRUPTCY CODE FOR MF GLOBAL HOLDINGS LTD., MF GLOBAL FINANCE USA
INC., MF GLOBAL CAPITAL LLC, MF GLOBAL FX CLEAR LLC, MF GLOBAL MARKET SERVICES LLC, AND MF
GLOBAL HOLDINGS USA INC.**

**CLASS 6[A, B, F]: GENERAL UNSECURED CLAIMS AGAINST
[_____]**

**THE VOTING DEADLINE TO ACCEPT OR REJECT THE PLAN IS 4:00 P.M., PREVAILING EASTERN TIME, ON
MARCH 25, 2013.**

This Ballot is submitted to you by the Plan Proponents to solicit your vote to accept or reject the *Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc.* (as it may be further amended or modified, the "Plan"). The Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") has approved the *Disclosure Statement for the Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc.*, dated February __, 2013 (as it may be further amended or modified, the "Disclosure Statement") as containing adequate information pursuant to § 1125 of the Bankruptcy Code, by entry of an order on [____], 2013 (the "Disclosure Statement Order"). Bankruptcy Court approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court. **If the Plan is confirmed by the Bankruptcy Court it will be binding on you whether or not you vote or whether or not you voted to accept the Plan.**

This Ballot is to be used for voting by holders of Class 6[A, B, F] General Unsecured Claims against [_____]. In order for your vote to be counted, the Ballot must be properly completed, executed, and returned to GCG, Inc. (the "Balloting Agent") so that it is **ACTUALLY RECEIVED by 4:00 p.m. prevailing Eastern Time on March 25, 2013** (the "Voting Deadline"), unless such time is extended by the Plan Proponents or by order of the Bankruptcy Court. Ballots submitted by e-mail or facsimile transmission will not be accepted. Ballots should not be sent to the Plan Proponents, the Debtors or the Bankruptcy Court.

BEFORE completing this Ballot, please read and follow the below Voting Information And Instructions For Completing The Ballot carefully to ensure that you complete, execute, and return the Ballot properly. Capitalized terms used in this Ballot and the attached instructions that are not otherwise defined have the meanings given to them in the Plan or the Disclosure Statement. If you have any questions on how to properly complete this Ballot, please call the Balloting Agent at 1-888-454-9509 (toll free within the U.S.).

If you received solicitation package materials in CD-ROM format and desire paper copies, or if you need to obtain additional solicitation packages, you may (a) contact the Balloting Agent by telephone (toll free within the U.S.) at 1-888-454-9509, by e-mail at mfglobalinfo@gcginc.com, or by writing to MF Global Holdings Ltd., c/o GCG, Inc.: (i) by first-class mail at MF Global Holdings Ltd., et al., c/o GCG, Inc., P.O. Box 9846, Dublin, Ohio 43017-5746; or (ii) by hand delivery or overnight mail at MF Global Holdings Ltd., et al., c/o GCG, Inc., 5151 Blazer Parkway, Suite A, Dublin, Ohio 43017 or (b) downloading such documents (excluding the Ballots) from the restructuring website at <http://mfglobalcaseinfo.com>. Copies of these documents may also be obtained for a fee by visiting the Bankruptcy Court's website at <http://www.nysb.uscourts.gov>. Please be advised that the Balloting Agent is not permitted to provide legal advice.

Your General Unsecured Claim has been placed in Class 6[A, B, F] under the Plan. If you hold General Unsecured Claims in more than one Class, you will receive a Ballot for each Class in which you are entitled to vote. This Ballot may not be used for any purpose other than for casting a vote to accept or reject the Plan and making certain certifications with respect to the Plan. If you believe you have received this Ballot in error, or if you believe that you have received the wrong Ballot, please contact the Balloting Agent immediately at the address or telephone number set forth above.

PLEASE VERIFY ITEM 1 AND COMPLETE ITEMS 2 AND 4, AND ITEM 3 (IF DESIRED). IF NEITHER THE "ACCEPT" NOR "REJECT" BOX IS CHECKED IN ITEM 2, OR IF BOTH BOXES ARE CHECKED IN ITEM 2, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST. IF THIS BALLOT IS NOT SIGNED ON THE APPROPRIATE LINES BELOW, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST. IF THE "REJECT" BOX IS CHECKED IN ITEM 2 AND AN AMENDED PROOF OF CLAIM IS FILED IN ACCORDANCE WITH ITEM 3, THIS BALLOT WILL BE DEEMED TO BE A VOTE TO ACCEPT THE PLAN.

Item 1. Principal Amount of Class 6[A, B, F] – General Unsecured Claims against [_____]. The undersigned hereby certifies that as of February 7, 2013 (the "Voting Record Date"), the undersigned held a Class 6[A, B, F] General Unsecured Claim against [_____] consisting of (please fill in the blank below):

Class 6[A, B, F] – \$ _____

Item 2. Class 6[A, B, F] – General Unsecured Claims Vote. The undersigned Holder of a General Unsecured Claim as set forth in Item 1, above, votes to (please check one box):

☐ **ACCEPT** (vote FOR) the Plan

☐ **REJECT** (vote AGAINST) the Plan

Item 3. Voluntary Election For Convenience Claim Treatment. If desired, you may elect to have your Class 6[A, B, F] General Unsecured Claim treated as a Class 4 [A,B,F] Convenience Claim under the Plan and to receive the treatment specified in Section III.B.5 of the Plan. In order to receive treatment as a Class 4[A, B, F] Convenience Claim you must file with the Balloting Agent an amended Proof of Claim reducing the Face Amount of your Claim to no more than \$500,000 and serve such amended Proof of Claim on the Plan Proponents' counsel such that it is received at least five (5) days prior to the Voting Deadline. **By filing such amended Proof of Claim, you will be deemed to have voted to accept the Plan.**

Your receipt of this Ballot is not an admission by the Plan Proponents that your Class 6 General Unsecured Claim is Allowed.

Item 4. Certifications. By signing this Ballot, the undersigned certifies to the Bankruptcy Court and the Plan Proponents: (i) that it has received a copy of the Disclosure Statement and the other applicable solicitation materials; (ii) that the undersigned is the Holder of the General Unsecured Claim being voted or has the power and authority to vote to accept or reject the Plan on behalf of the Holder of the General Unsecured Claim; (iii) that it has cast the same vote with respect to all General Unsecured Claims in a single Class; and (iv) that no other Ballots with respect to the amount of the General Unsecured Claim identified in Item 1 have been cast or, if any other Ballots have been cast with respect to such General Unsecured Claim, then any such earlier received Ballots are hereby revoked. The undersigned acknowledges that it understands that, if this Ballot is otherwise validly executed but does not indicate either acceptance or rejection of the Plan, this Ballot will not be counted as having been cast.

Signature

Street Address

Name of Holder (Print or Type)

City, State, Zip Code

Social Security or Federal Tax I.D. No. (optional)

Telephone Number

If by Authorized Agent, Name and Title

Email

Name of Institution

Date Completed

**PLEASE COMPLETE, EXECUTE AND DATE THIS BALLOT AND
RETURN THE ORIGINAL EXECUTED BALLOT PROMPTLY BUT IN ANY CASE PRIOR TO
THE VOTING DEADLINE IN THE ENVELOPE PROVIDED TO THE FOLLOWING ADDRESS:**

Via First Class or Regular Mail: MF Global Holdings Ltd., et al. c/o GCG, Inc. P.O. Box 9846 Dublin, Ohio 43017-5746	Via Overnight Courier or Hand Delivery: MF Global Holdings Ltd., et al. c/o GCG, Inc. 5151 Blazer Parkway, Suite A Dublin, Ohio 43017
---	--

VOTING INFORMATION AND INSTRUCTIONS FOR COMPLETING THE BALLOT

1. The Plan Proponents are soliciting the votes of Holders of General Unsecured Claims with respect to the Plan attached as Exhibit A to the Disclosure Statement.
2. **The Bankruptcy Court may confirm the Plan and thereby bind you, if, among other things, the Plan is confirmed. Please review the Disclosure Statement for more information.**
3. To ensure that your vote is counted, you must: (a) verify the amount of your General Unsecured Claim against [_____] in Item 1 of the Ballot, (b) in the boxes provided in Item 2 of the Ballot, clearly indicate your decision to either accept or reject the Plan, (c) complete the Ballot by providing all the information requested, (d) if desired, elect to have your General Unsecured Claim treated as a Convenience Claim (discussed further in paragraph 4 below) and (e) execute, date and return the Ballot by mail, overnight delivery, or personal courier to GCG, Inc. (the "Balloting Agent") at the following address. An envelope addressed to the Balloting Agent is enclosed for your convenience.

Via First Class or Regular Mail:

MF Global Holdings Ltd., et al.
c/o GCG, Inc.
P.O. Box 9846
Dublin, Ohio 43017-5746

Via Overnight Courier or Hand Delivery:

MF Global Holdings Ltd., et al.
c/o GCG, Inc.
5151 Blazer Parkway, Suite A
Dublin, Ohio 43017

4. If the Claim you are voting on the Ballot is greater than \$500,000 and you wish to reduce your Claim to \$500,000 (to the extent such Claim exceeds \$500,000) and receive treatment of that Claim as a Convenience Claim, file with the Balloting Agent an amended Proof of Claim reducing the Face Amount of your Claim to no more than \$500,000 and serve such amended Proof of Claim on the Plan Proponents' counsel such that it is received at least five (5) days prior to the Voting Deadline. **By filing such amended Proof of Claim, you will be deemed to have voted to accept the Plan.** The election for Convenience Claim treatment operates as follows:
 - a. Each Holder of an Allowed General Unsecured Claim in excess of \$500,000 that otherwise would be classified in Class 6 under the Plan (excluding any Intercompany Claims and Notes Claims) may elect to reduce the amount of such Claim to \$500,000 and receive the treatment for a Convenience Claim pursuant to Section III.B.5 of the Plan.
 - b. Intercompany Claims and Notes Claims are not eligible for Convenience Claim treatment.
5. **Ballots must be actually received by the Balloting Agent by 4:00 p.m., prevailing Eastern Time, on March 25, 2013 (the "Voting Deadline").** If a Ballot is received after the Voting Deadline, it will not be counted.
6. If you hold General Unsecured Claims against more than one Debtor, you may receive a separate Ballot for each such General Unsecured Claim. **Each Ballot you receive is for voting only those General Unsecured Claims described on the Ballot. Please complete and return each Ballot you receive. The attached Ballot is designated only for voting Class 6[A, B, F] General Unsecured Claims against [_____].** You must vote all of your General Unsecured Claims either to accept or reject the Plan.
7. **The following Ballots will NOT be counted:**
 - ♦ any Ballot received after the Voting Deadline unless (i) the Plan Proponents shall have granted in writing an extension of the Voting Deadline prior to the Voting Deadline with respect to such Ballot or (ii) the Bankruptcy Court shall have authorized the counting and/or consideration of such Ballot;
 - ♦ any Ballot that is illegible or contains insufficient information to permit the identification of the Holder of the General Unsecured Claim;
 - ♦ any Ballot cast by a Holder that (A) does not hold a General Unsecured Claim in a Class that is entitled to vote to accept or reject the Plan or (B) is not otherwise entitled to vote pursuant to the procedures described in the Disclosure Statement Order;
 - ♦ any Ballot sent to the Plan Proponents, the Debtors, the Bankruptcy Court or any other party (other than the Balloting Agent);
 - ♦ any inconsistent or duplicate Ballots that are simultaneously cast with respect to the same General Unsecured Claim;
 - ♦ any Ballot transmitted to the Balloting Agent by facsimile, e-mail, or other means not specifically approved in the Disclosure Statement Order;
 - ♦ any unsigned Ballot;
 - ♦ any Ballot that does not contain an original signature; or
 - ♦ any Ballot not marked to accept or reject the Plan or marked both to accept and reject the Plan for all Claims of one Class.

8. If you cast more than one Ballot voting the same General Unsecured Claim prior to the Voting Deadline, the latest properly-executed Ballot received by the Balloting Agent before the Voting Deadline (as determined by the Balloting Agent) will be deemed to reflect your intent to either accept or reject the Plan.
9. The Ballot does not constitute and shall not be deemed a Proof of Claim or General Unsecured Claim or an assertion of a Claim or General Unsecured Claim.
10. Please be sure to sign and date your Ballot. If you are signing a Ballot in your capacity as a trustee, executor, administrator, guardian, attorney in fact, officer of a corporation, or otherwise acting in a fiduciary or representative capacity, you must indicate such capacity when signing and, if required or requested by the Balloting Agent, the Plan Proponents, or the Bankruptcy Court, must submit proper evidence to the requesting party to so act on behalf of such Holder. In addition, please provide your name and mailing address if it is different from that set forth on the attached mailing label or if no such mailing label is attached to the Ballot.

PLEASE RETURN YOUR BALLOT PROMPTLY.

**IF YOU HAVE ANY QUESTIONS CONCERNING THIS BALLOT OR THE
VOTING PROCEDURES, PLEASE CONTACT THE BALLOTING AGENT
TOLL-FREE AT 1-888-454-9509 OR BY EMAIL AT MFGLOBALINFO@GCGINC.COM.**

THE BALLOTING AGENT IS NOT AUTHORIZED TO, AND WILL NOT, PROVIDE LEGAL ADVICE

**TO BE COUNTED TOWARD CONFIRMATION OF THE PLAN
YOUR BALLOT MUST BE ACTUALLY RECEIVED BY THE VOTING DEADLINE,
WHICH IS 4:00 P.M., PREVAILING EASTERN TIME, ON MARCH 25, 2013.**

Exhibit B(7)

Class 6[C/D/E] General Unsecured Claims Form Ballot

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re : Chapter 11
MF GLOBAL HOLDINGS LTD., et al., :
Debtors. : Case No. 11-15059 (MG)
: (Jointly Administered)
:
-----X

**BALLOT FOR VOTING TO ACCEPT OR REJECT THE AMENDED JOINT PLAN OF LIQUIDATION PURSUANT TO
CHAPTER 11 OF THE BANKRUPTCY CODE FOR MF GLOBAL HOLDINGS LTD., MF GLOBAL FINANCE USA
INC., MF GLOBAL CAPITAL LLC, MF GLOBAL FX CLEAR LLC, MF GLOBAL MARKET SERVICES LLC, AND MF
GLOBAL HOLDINGS USA INC.**

**CLASS 6[C, D, E]: GENERAL UNSECURED CLAIMS AGAINST
[_____]**

**THE VOTING DEADLINE TO ACCEPT OR REJECT THE PLAN IS 4:00 P.M., PREVAILING EASTERN TIME, ON
MARCH 25, 2013.**

This Ballot is submitted to you by the Plan Proponents to solicit your vote to accept or reject the *Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc.* (as it may be further amended or modified, the "Plan"). The Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") has approved the *Disclosure Statement for the Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc.*, dated February __, 2013 (as it may be further amended or modified, the "Disclosure Statement") as containing adequate information pursuant to § 1125 of the Bankruptcy Code, by entry of an order on [____], 2013 (the "Disclosure Statement Order"). Bankruptcy Court approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court. **If the Plan is confirmed by the Bankruptcy Court it will be binding on you whether or not you vote or whether or not you voted to accept the Plan.**

This Ballot is to be used for voting by holders of Class 6[C, D, E] General Unsecured Claims against [_____]. In order for your vote to be counted, the Ballot must be properly completed, executed, and returned to GCG, Inc. (the "Balloting Agent") so that it is **ACTUALLY RECEIVED by 4:00 p.m. prevailing Eastern Time on March 25, 2013** (the "Voting Deadline"), unless such time is extended by the Plan Proponents or by order of the Bankruptcy Court. Ballots submitted by e-mail or facsimile transmission will not be accepted. Ballots should not be sent to the Plan Proponents, the Debtors or the Bankruptcy Court.

BEFORE completing this Ballot, please read and follow the below Voting Information And Instructions For Completing The Ballot carefully to ensure that you complete, execute, and return the Ballot properly. Capitalized terms used in this Ballot and the attached instructions that are not otherwise defined have the meanings given to them in the Plan or the Disclosure Statement. If you have any questions on how to properly complete this Ballot, please call the Balloting Agent at 1-888-454-9509 (toll free within the U.S.).

If you received solicitation package materials in CD-ROM format and desire paper copies, or if you need to obtain additional solicitation packages, you may (a) contact the Balloting Agent by telephone (toll free within the U.S.) at 1-888-454-9509, by e-mail at mfglobalinfo@gcginc.com, or by writing to MF Global Holdings Ltd., c/o GCG, Inc.: (i) by first-class mail at MF Global Holdings Ltd., et al., c/o GCG, Inc., P.O. Box 9846, Dublin, Ohio 43017-5746; or (ii) by hand delivery or overnight mail at MF Global Holdings Ltd., et al., c/o GCG, Inc., 5151 Blazer Parkway, Suite A, Dublin, Ohio 43017 or (b) downloading such documents (excluding the Ballots) from the restructuring website at <http://mfglobalcaseinfo.com>. Copies of these documents may also be obtained for a fee by visiting the Bankruptcy Court's website at <http://www.nysb.uscourts.gov>. Please be advised that the Balloting Agent is not permitted to provide legal advice.

Your General Unsecured Claim has been placed in Class 6[C, D, E] under the Plan. If you hold General Unsecured Claims in more than one Class, you will receive a Ballot for each Class in which you are entitled to vote. This Ballot may not be used for any purpose other than for casting a vote to accept or reject the Plan and making certain certifications with respect to the Plan. If you believe you have received this Ballot in error, or if you believe that you have received the wrong Ballot, please contact the Balloting Agent immediately at the address or telephone number set forth above.

PLEASE VERIFY ITEM 1 AND COMPLETE ITEMS 2 AND 3. IF NEITHER THE "ACCEPT" NOR "REJECT" BOX IS CHECKED IN ITEM 2, OR IF BOTH BOXES ARE CHECKED IN ITEM 2, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST. IF THIS BALLOT IS NOT SIGNED ON THE APPROPRIATE LINES BELOW, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST.

Item 1. Principal Amount of Class 6[C, D, E] – General Unsecured Claims against [_____]. The undersigned hereby certifies that as of February 7, 2013 (the "Voting Record Date"), the undersigned held a Class 6[C, D, E] General Unsecured Claim against [_____] in the amount below:

Class 6[C, D, E] – \$_____

Item 2. Class 6[C, D, E] – General Unsecured Claims Vote. The undersigned Holder of a General Unsecured Claim as set forth in Item 1, above, votes to (please check one box):

☐ **ACCEPT** (vote FOR) the Plan

☐ **REJECT** (vote AGAINST) the Plan

Item 3. Certifications. By signing this Ballot, the undersigned certifies to the Bankruptcy Court and the Plan Proponents: (i) that it has received a copy of the Disclosure Statement and the other applicable solicitation materials; (ii) that the undersigned is the Holder of the General Unsecured Claim being voted or has the power and authority to vote to accept or reject the Plan on behalf of the Holder of the General Unsecured Claim; (iii) that it has cast the same vote with respect to all General Unsecured Claims in a single Class; and (iv) that no other Ballots with respect to the amount of the General Unsecured Claim identified in Item 1 have been cast or, if any other Ballots have been cast with respect to such General Unsecured Claims, then any such earlier received Ballots are hereby revoked. The undersigned acknowledges that it understands that, if this Ballot is otherwise validly executed but does not indicate either acceptance or rejection of the Plan, this Ballot will not be counted as having been cast.

Signature

Street Address

Name of Holder (Print or Type)

City, State, Zip Code

Social Security or Federal Tax I.D. No. (optional)

Telephone Number

If by Authorized Agent, Name and Title

Email

Name of Institution

Date Completed

**PLEASE COMPLETE, EXECUTE AND DATE THIS BALLOT AND
RETURN THE ORIGINAL EXECUTED BALLOT PROMPTLY BUT IN ANY CASE PRIOR TO
THE VOTING DEADLINE IN THE ENVELOPE PROVIDED TO THE FOLLOWING ADDRESS:**

Via First Class or Regular Mail:

MF Global Holdings Ltd., et al.
c/o GCG, Inc.
P.O. Box 9846
Dublin, Ohio 43017-5746

Via Overnight Courier or Hand Delivery:

MF Global Holdings Ltd., et al.
c/o GCG, Inc.
5151 Blazer Parkway, Suite A
Dublin, Ohio 43017

VOTING INFORMATION AND INSTRUCTIONS FOR COMPLETING THE BALLOT

1. The Plan Proponents are soliciting the votes of Holders of General Unsecured Claims with respect to the Plan attached as Exhibit A to the Disclosure Statement.
2. **The Bankruptcy Court may confirm the Plan and thereby bind you, if, among other things, the Plan is confirmed. Please review the Disclosure Statement for more information.**
3. To ensure that your vote is counted, you must: (a) verify the amount of your General Unsecured Claim against [_____] in Item 1 of the Ballot, (b) in the boxes provided in Item 2 of the Ballot, clearly indicate your decision to either accept or reject the Plan, (c) complete the Ballot by providing all the information requested, and (d) execute, date and return the Ballot by mail, overnight delivery, or personal courier to GCG, Inc. (the "Balloting Agent") at the following address. An envelope addressed to the Balloting Agent is enclosed for your convenience.

Via First Class or Regular Mail:	Via Overnight Courier or Hand Delivery:
MF Global Holdings Ltd., et al. c/o GCG, Inc. P.O. Box 9846 Dublin, Ohio 43017-5746	MF Global Holdings Ltd., et al. c/o GCG, Inc. 5151 Blazer Parkway, Suite A Dublin, Ohio 43017
4. **Ballots must be actually received by the Balloting Agent by 4:00 p.m., prevailing Eastern Time, on March 25, 2013 (the "Voting Deadline").** If a Ballot is received after the Voting Deadline, it will not be counted.
5. If you hold General Unsecured Claims against more than one Debtor, you may receive a separate Ballot for each such General Unsecured Claim. **Each Ballot you receive is for voting only those General Unsecured Claims described on the Ballot. Please complete and return each Ballot you receive. The attached Ballot is designated only for voting Class 6[C, D, E] General Unsecured Claims against [_____].** You must vote all of your General Unsecured Claims either to accept or reject the Plan.
6. **The following Ballots will NOT be counted:**
 - ◆ any Ballot received after the Voting Deadline unless (i) the Plan Proponents shall have granted in writing an extension of the Voting Deadline prior to the Voting Deadline with respect to such Ballot or (ii) the Bankruptcy Court shall have authorized the counting and/or consideration of such Ballot;
 - ◆ any Ballot that is illegible or contains insufficient information to permit the identification of the Holder of the General Unsecured Claim;
 - ◆ any Ballot cast by a Holder that (A) does not hold a General Unsecured Claim in a Class that is entitled to vote to accept or reject the Plan or (B) is not otherwise entitled to vote pursuant to the procedures described in the Disclosure Statement Order;
 - ◆ any Ballot sent to the Plan Proponents, the Debtors, the Bankruptcy Court or any other party (other than the Balloting Agent);
 - ◆ any inconsistent or duplicate Ballots that are simultaneously cast with respect to the same General Unsecured Claim;
 - ◆ any Ballot transmitted to the Balloting Agent by facsimile, e-mail, or other means not specifically approved in the Disclosure Statement Order;
 - ◆ any unsigned Ballot;
 - ◆ any Ballot that does not contain an original signature; or
 - ◆ any Ballot not marked to accept or reject the Plan or marked both to accept and reject the Plan for all Claims of one Class.
7. If you cast more than one Ballot voting the same General Unsecured Claim prior to the Voting Deadline, the latest properly-executed Ballot received by the Balloting Agent before the Voting Deadline (as determined by the Balloting Agent) will be deemed to reflect your intent to either accept or reject the Plan.
8. The Ballot does not constitute and shall not be deemed a Proof of Claim or General Unsecured Claim or an assertion of a Claim or General Unsecured Claim.
9. Please be sure to sign and date your Ballot. If you are signing a Ballot in your capacity as a trustee, executor, administrator, guardian, attorney in fact, officer of a corporation, or otherwise acting in a fiduciary or representative capacity, you must indicate such capacity when signing and, if required or requested by the Balloting Agent, the Plan Proponents, or the Bankruptcy Court, must submit proper evidence to the requesting party to so act on behalf of such Holder. In addition, please provide your name and mailing address if it is different from that set forth on the attached mailing label or if no such mailing label is attached to the Ballot.

PLEASE RETURN YOUR BALLOT PROMPTLY.

**IF YOU HAVE ANY QUESTIONS CONCERNING THIS BALLOT OR THE
VOTING PROCEDURES, PLEASE CONTACT THE BALLOTING AGENT
TOLL-FREE AT 1-888-454-9509 OR BY EMAIL AT MFGLOBALINFO@GCGINC.COM.**

THE BALLOTING AGENT IS NOT AUTHORIZED TO, AND WILL NOT, PROVIDE LEGAL ADVICE

<p>TO BE COUNTED TOWARD CONFIRMATION OF THE PLAN YOUR BALLOT MUST BE ACTUALLY RECEIVED BY THE VOTING DEADLINE, WHICH IS 4:00 P.M., PREVAILING EASTERN TIME, ON MARCH 25, 2013.</p>

Exhibit B(8)

Class 7[A/B/C/D/E/F] Subordinated Claims Form Ballot

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re : Chapter 11
MF GLOBAL HOLDINGS LTD., et al., :
Debtors. : Case No. 11-15059 (MG)
: (Jointly Administered)
:
-----X

**BALLOT FOR VOTING TO ACCEPT OR REJECT THE AMENDED JOINT PLAN OF LIQUIDATION PURSUANT TO
CHAPTER 11 OF THE BANKRUPTCY CODE FOR MF GLOBAL HOLDINGS LTD., MF GLOBAL FINANCE USA
INC., MF GLOBAL CAPITAL LLC, MF GLOBAL FX CLEAR LLC, MF GLOBAL MARKET SERVICES LLC, AND MF
GLOBAL HOLDINGS USA INC.**

**CLASS 7[A, B, C, D, E, F]: SUBORDINATED CLAIMS AGAINST
[_____]**

**THE VOTING DEADLINE TO ACCEPT OR REJECT THE PLAN IS 4:00 P.M., PREVAILING EASTERN TIME, ON
MARCH 25, 2013.**

This Ballot is submitted to you by the Plan Proponents to solicit your vote to accept or reject the *Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc.* (as it may be further amended or modified, the "Plan"). The Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") has approved the *Disclosure Statement for the Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc.*, dated February __, 2013 (as it may be further amended or modified, the "Disclosure Statement") as containing adequate information pursuant to § 1125 of the Bankruptcy Code, by entry of an order on [____], 2013 (the "Disclosure Statement Order"). Bankruptcy Court approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court. **If the Plan is confirmed by the Bankruptcy Court it will be binding on you whether or not you vote or whether or not you voted to accept the Plan.**

This Ballot is to be used for voting by holders of Class 7[A, B, C, D, E, F] Subordinated Claims against [_____]. In order for your vote to be counted, the Ballot must be properly completed, executed, and returned to GCG, Inc. (the "Balloting Agent") so that it is **ACTUALLY RECEIVED by 4:00 p.m. prevailing Eastern Time on March 25, 2013** (the "Voting Deadline"), unless such time is extended by the Plan Proponents or by order of the Bankruptcy Court. Ballots submitted by e-mail or facsimile transmission will not be accepted. Ballots should not be sent to the Plan Proponents, the Debtors or the Bankruptcy Court.

BEFORE completing this Ballot, please read and follow the below Voting Information And Instructions For Completing The Ballot carefully to ensure that you complete, execute, and return the Ballot properly. Capitalized terms used in this Ballot and the attached instructions that are not otherwise defined have the meanings given to them in the Plan or the Disclosure Statement. If you have any questions on how to properly complete this Ballot, please call the Balloting Agent at 1-888-454-9509 (toll free within the U.S.).

If you received solicitation package materials in CD-ROM format and desire paper copies, or if you need to obtain additional solicitation packages, you may (a) contact the Balloting Agent by telephone (toll free within the U.S.) at 1-888-454-9509, by e-mail at mfglobalinfo@gcginc.com, or by writing to MF Global Holdings Ltd., c/o GCG, Inc.: (i) by first-class mail at MF Global Holdings Ltd., et al., c/o GCG, Inc., P.O. Box 9846, Dublin, Ohio 43017-5746; or (ii) by hand delivery or overnight mail at MF Global Holdings Ltd., et al., c/o GCG, Inc., 5151 Blazer Parkway, Suite A, Dublin, Ohio 43017 or (b) downloading such documents (excluding the Ballots) from the restructuring website at <http://mfglobalcaseinfo.com>. Copies of these documents may also be obtained for a fee by visiting the Bankruptcy Court's website at <http://www.nysb.uscourts.gov>. Please be advised that the Balloting Agent is not permitted to provide legal advice.

Your Subordinated Claim has been placed in Class 7[A, B, C, D, E, F] under the Plan. If you hold Subordinated Claims in more than one Class, you will receive a Ballot for each Class in which you are entitled to vote. This Ballot may not be used for any purpose other than for casting a vote to accept or reject the Plan and making certain certifications with respect to the Plan. If you believe you have received this Ballot in error, or if you believe that you have received the wrong Ballot, please contact the Balloting Agent immediately at the address or telephone number set forth above.

PLEASE VERIFY ITEM 1 AND COMPLETE ITEMS 2 AND 3. IF NEITHER THE "ACCEPT" NOR "REJECT" BOX IS CHECKED IN ITEM 2, OR IF BOTH BOXES ARE CHECKED IN ITEM 2, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST. IF THIS BALLOT IS NOT SIGNED ON THE APPROPRIATE LINES BELOW, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST.

Item 1. Principal Amount of Class 7[A, B, C, D, E, F] – Subordinated Claims against [_____]. The undersigned hereby certifies that as of February 7, 2013 (the "Voting Record Date"), the undersigned held a Class 7[A, B, C, D, E, F] Subordinated Claim against [_____] in the amount below:

Class 7[A, B, C, D, E, F] – \$_____

Item 2. Class 7[A, B, C, D, E, F] – Subordinated Claims Vote. The undersigned Holder of a Subordinated Claim as set forth in Item 1, above, votes to (please check one box):

☐ **ACCEPT** (vote FOR) the Plan

☐ **REJECT** (vote AGAINST) the Plan

Item 3. Certifications. By signing this Ballot, the undersigned certifies to the Bankruptcy Court and the Plan Proponents: (i) that it has received a copy of the Disclosure Statement and the other applicable solicitation materials; (ii) that the undersigned is the Holder of the Subordinated Claim being voted or has the power and authority to vote to accept or reject the Plan on behalf of the Holder of the Subordinated Claim; (iii) that it has cast the same vote with respect to all Subordinated Claims in a single Class; and (iv) that no other Ballots with respect to the amount of the Subordinated Claim identified in Item 1 have been cast or, if any other Ballots have been cast with respect to such Subordinated Claims, then any such earlier received Ballots are hereby revoked. The undersigned acknowledges that it understands that, if this Ballot is otherwise validly executed but does not indicate either acceptance or rejection of the Plan, this Ballot will not be counted as having been cast.

Signature

Street Address

Name of Holder (Print or Type)

City, State, Zip Code

Social Security or Federal Tax I.D. No. (optional)

Telephone Number

If by Authorized Agent, Name and Title

Email

Name of Institution

Date Completed

**PLEASE COMPLETE, EXECUTE AND DATE THIS BALLOT AND
RETURN THE ORIGINAL EXECUTED BALLOT PROMPTLY BUT IN ANY CASE PRIOR TO
THE VOTING DEADLINE IN THE ENVELOPE PROVIDED TO THE FOLLOWING ADDRESS:**

Via First Class or Regular Mail:

MF Global Holdings Ltd., et al.
c/o GCG, Inc.
P.O. Box 9846
Dublin, Ohio 43017-5746

Via Overnight Courier or Hand Delivery:

MF Global Holdings Ltd., et al.
c/o GCG, Inc.
5151 Blazer Parkway, Suite A
Dublin, Ohio 43017

VOTING INFORMATION AND INSTRUCTIONS FOR COMPLETING THE BALLOT

1. The Plan Proponents are soliciting the votes of Holders of Subordinated Claims with respect to the Plan attached as Exhibit A to the Disclosure Statement.
2. **The Bankruptcy Court may confirm the Plan and thereby bind you, if, among other things, the Plan is confirmed. Please review the Disclosure Statement for more information.**
3. To ensure that your vote is counted, you must: (a) verify the amount of your Subordinated Claim against [_____] in Item 1 of the Ballot, (b) in the boxes provided in Item 2 of the Ballot, clearly indicate your decision to either accept or reject the Plan, (c) complete the Ballot by providing all the information requested, and (d) execute, date and return the Ballot by mail, overnight delivery, or personal courier to GCG, Inc. (the "Balloting Agent") at the following address. An envelope addressed to the Balloting Agent is enclosed for your convenience.

Via First Class or Regular Mail:	Via Overnight Courier or Hand Delivery:
MF Global Holdings Ltd., et al. c/o GCG, Inc. P.O. Box 9846 Dublin, Ohio 43017-5746	MF Global Holdings Ltd., et al. c/o GCG, Inc. 5151 Blazer Parkway, Suite A Dublin, Ohio 43017
4. **Ballots must be actually received by the Balloting Agent by 4:00 p.m., prevailing Eastern Time, on March 25, 2013 (the "Voting Deadline").** If a Ballot is received after the Voting Deadline, it will not be counted.
5. If you hold Subordinated Claims against more than one Debtor, you may receive a separate Ballot for each such Subordinated Claim. **Each Ballot you receive is for voting only those Subordinated Claims described on the Ballot. Please complete and return each Ballot you receive. The attached Ballot is designated only for voting Class 7[A, B, C, D, E, F] Subordinated Claims against [_____].** You must vote all of your Subordinated Claims either to accept or reject the Plan.
6. **The following Ballots will NOT be counted:**
 - ◆ any Ballot received after the Voting Deadline unless (i) the Plan Proponents shall have granted in writing an extension of the Voting Deadline prior to the Voting Deadline with respect to such Ballot or (ii) the Bankruptcy Court shall have authorized the counting and/or consideration of such Ballot;
 - ◆ any Ballot that is illegible or contains insufficient information to permit the identification of the Holder of the Subordinated Claim;
 - ◆ any Ballot cast by a Holder that (A) does not hold a Subordinated Claim in a Class that is entitled to vote to accept or reject the Plan or (B) is not otherwise entitled to vote pursuant to the procedures described in the Disclosure Statement Order;
 - ◆ any Ballot sent to the Plan Proponents, the Debtors, the Bankruptcy Court or any other party (other than the Balloting Agent);
 - ◆ any inconsistent or duplicate Ballots that are simultaneously cast with respect to the same Subordinated Claim;
 - ◆ any Ballot transmitted to the Balloting Agent by facsimile, e-mail, or other means not specifically approved in the Disclosure Statement Order;
 - ◆ any unsigned Ballot;
 - ◆ any Ballot that does not contain an original signature; or
 - ◆ any Ballot not marked to accept or reject the Plan or marked both to accept and reject the Plan for all Claims of one Class.
7. If you cast more than one Ballot voting the same Subordinated Claim prior to the Voting Deadline, the latest properly-executed Ballot received by the Balloting Agent before the Voting Deadline (as determined by the Balloting Agent) will be deemed to reflect your intent to either accept or reject the Plan.
8. The Ballot does not constitute and shall not be deemed a Proof of Claim or Subordinated Claim or an assertion of a Claim or Subordinated Claim.
9. Please be sure to sign and date your Ballot. If you are signing a Ballot in your capacity as a trustee, executor, administrator, guardian, attorney in fact, officer of a corporation, or otherwise acting in a fiduciary or representative capacity, you must indicate such capacity when signing and, if required or requested by the Balloting Agent, the Plan Proponents, or the Bankruptcy Court, must submit proper evidence to the requesting party to so act on behalf of such Holder. In addition, please provide your name and mailing address if it is different from that set forth on the attached mailing label or if no such mailing label is attached to the Ballot.

PLEASE RETURN YOUR BALLOT PROMPTLY.

**IF YOU HAVE ANY QUESTIONS CONCERNING THIS BALLOT OR THE
VOTING PROCEDURES, PLEASE CONTACT THE BALLOTING AGENT
TOLL-FREE AT 1-888-454-9509 OR BY EMAIL AT MFGLOBALINFO@GCGINC.COM.**

THE BALLOTING AGENT IS NOT AUTHORIZED TO, AND WILL NOT, PROVIDE LEGAL ADVICE

<p>TO BE COUNTED TOWARD CONFIRMATION OF THE PLAN YOUR BALLOT MUST BE ACTUALLY RECEIVED BY THE VOTING DEADLINE, WHICH IS 4:00 P.M., PREVAILING EASTERN TIME, ON MARCH 25, 2013.</p>

Exhibit B(9)

Class 9[B/C/D/E/F] Common Interest Form Ballot

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re : Chapter 11
MF GLOBAL HOLDINGS LTD., et al., :
Debtors. : Case No. 11-15059 (MG)
: (Jointly Administered)
: X
-----X

BALLOT FOR VOTING TO ACCEPT OR REJECT THE AMENDED JOINT PLAN OF LIQUIDATION PURSUANT TO CHAPTER 11 OF THE BANKRUPTCY CODE FOR MF GLOBAL HOLDINGS LTD., MF GLOBAL FINANCE USA INC., MF GLOBAL CAPITAL LLC, MF GLOBAL FX CLEAR LLC, MF GLOBAL MARKET SERVICES LLC, AND MF GLOBAL HOLDINGS USA INC.

CLASS 9[B, C, D, E, F]: COMMON INTERESTS IN [_____]

THE VOTING DEADLINE TO ACCEPT OR REJECT THE PLAN IS 4:00 P.M., PREVAILING EASTERN TIME, ON MARCH 25, 2013.

This Ballot is submitted to you by the Plan Proponents to solicit your vote to accept or reject the *Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc.* (as it may be further amended or modified, the "Plan"). The Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") has approved the *Disclosure Statement for the Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc.*, dated February __, 2013 (as it may be further amended or modified, the "Disclosure Statement") as containing adequate information pursuant to § 1125 of the Bankruptcy Code, by entry of an order on [____], 2013 (the "Disclosure Statement Order"). Bankruptcy Court approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court. **If the Plan is confirmed by the Bankruptcy Court it will be binding on you whether or not you vote or whether or not you voted to accept the Plan.**

This Ballot is to be used for voting by Holders of Class 9[B, C, D, E, F] Common Interests in [_____]. In order for your vote to be counted, the Ballot must be properly completed, executed, and returned to GCG, Inc. (the "Balloting Agent") so that it is **ACTUALLY RECEIVED by 4:00 p.m. Prevailing Eastern Time on March 25, 2013** (the "Voting Deadline"), unless such time is extended by the Plan Proponents or by order of the Bankruptcy Court. Ballots submitted by e-mail or facsimile transmission will not be accepted. Ballots should not be sent to the Plan Proponents, the Debtors or the Bankruptcy Court.

BEFORE completing this Ballot, please read and follow the below Voting Information And Instructions For Completing The Ballot carefully to ensure that you complete, execute, and return the Ballot properly. Capitalized terms used in this Ballot and the attached instructions that are not otherwise defined have the meanings given to them in the Plan or the Disclosure Statement. If you have any questions on how to properly complete this Ballot, please call the Balloting Agent at 1-888-454-9509 (toll free within the U.S.).

If you received solicitation package materials in CD-ROM format and desire paper copies, or if you need to obtain additional solicitation packages, you may (a) contact the Balloting Agent by telephone (toll free within the U.S.) at 1-888-454-9509, by e-mail at mfglobalinfo@gcginc.com, or by writing to MF Global Holdings Ltd., c/o GCG, Inc.: (i) by first-class mail at MF Global Holdings Ltd., et al., c/o GCG, Inc., P.O. Box 9846, Dublin, Ohio 43017-5746; or (ii) by hand delivery or overnight mail at MF Global Holdings Ltd., et al., c/o GCG, Inc., 5151 Blazer Parkway, Suite A, Dublin, Ohio 43017 or (b) downloading such documents (excluding the Ballots) from the restructuring website at <http://mfglobalcaseinfo.com>. Copies of these documents may also be obtained for a fee by visiting the Bankruptcy Court's website at <http://www.nysb.uscourts.gov>. Please be advised that the Balloting Agent is not permitted to provide legal advice.

Your Common Interest has been placed in Class 9[B, C, D, E, F] under the Plan. If you hold Common Interests in more than one Class, you will receive a Ballot for each Class in which you are entitled to vote. This Ballot may not be used for any purpose other than for casting a vote to accept or reject the Plan and making certain certifications with respect to the Plan. If you believe you have received this Ballot in error, or if you believe that you have received the wrong Ballot, please contact the Balloting Agent immediately at the address or telephone number set forth above.

PLEASE COMPLETE ITEMS 1, 2 AND 3. IF NEITHER THE "ACCEPT" NOR "REJECT" BOX IS CHECKED IN ITEM 2, OR IF BOTH BOXES ARE CHECKED IN ITEM 2, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST. IF THIS BALLOT IS NOT SIGNED ON THE APPROPRIATE LINES BELOW, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST.

Item 1. Amount of Class 9[B, C, D, E, F] – Common Interests in [_____]. The undersigned hereby certifies that as of February 7, 2013 (the "Voting Record Date"), the undersigned held a Class 9[B, C, D, E, F] Common Interest in [_____] consisting of (please fill in the blank below):

_____ shares of common stock of [_____] / a _____% membership interest in [_____]

Item 2. Class 9[B, C, D, E, F] – Common Interests Vote. The undersigned Holder of a Common Interest as set forth in Item 1, above, votes to (please check one box):

☐ **ACCEPT** (vote FOR) the Plan

☐ **REJECT** (vote AGAINST) the Plan

Item 3. Certifications. By signing this Ballot, the undersigned certifies to the Bankruptcy Court and the Plan Proponents: (i) that it has received a copy of the Disclosure Statement and the other applicable solicitation materials; (ii) that the undersigned is the Holder of the Common Interest being voted or has the power and authority to vote to accept or reject the Plan on behalf of the Holder of the Common Interest; (iii) that it has cast the same vote with respect to all Common Interests in a single Class; and (iv) that no other Ballots with respect to the amount of the Common Interest identified in Item 1 have been cast or, if any other Ballots have been cast with respect to such Common Interests, then any such earlier received Ballots are hereby revoked. The undersigned acknowledges that it understands that, if this Ballot is otherwise validly executed but does not indicate either acceptance or rejection of the Plan, this Ballot will not be counted as having been cast.

Signature

Street Address

Name of Holder (Print or Type)

City, State, Zip Code

Social Security or Federal Tax I.D. No. (optional)

Telephone Number

If by Authorized Agent, Name and Title

Email

Name of Institution

Date Completed

**PLEASE COMPLETE, EXECUTE AND DATE THIS BALLOT AND
RETURN THE ORIGINAL EXECUTED BALLOT PROMPTLY BUT IN ANY CASE PRIOR TO
THE VOTING DEADLINE IN THE ENVELOPE PROVIDED TO THE FOLLOWING ADDRESS:**

Via First Class or Regular Mail: MF Global Holdings Ltd., et al. c/o GCG, Inc. P.O. Box 9846 Dublin, Ohio 43017-5746	Via Overnight Courier or Hand Delivery: MF Global Holdings Ltd., et al. c/o GCG, Inc. 5151 Blazer Parkway, Suite A Dublin, Ohio 43017
--	---

VOTING INFORMATION AND INSTRUCTIONS FOR COMPLETING THE BALLOT

1. The Plan Proponents are soliciting the votes of Holders of Common Interests with respect to the Plan attached as Exhibit A to the Disclosure Statement.
2. **The Bankruptcy Court may confirm the Plan and thereby bind you, if, among other things, the Plan is confirmed. Please review the Disclosure Statement for more information.**
3. To ensure that your vote is counted, you must: (a) fill in the blank identifying your Common Interest in [_____] in Item 1 of the Ballot, (b) in the boxes provided in Item 2 of the Ballot, clearly indicate your decision to either accept or reject the Plan, (c) complete the Ballot by providing all the information requested, and (d) execute, date and return the Ballot by mail, overnight delivery, or personal courier to GCG, Inc. (the "Balloting Agent") at the following address. An envelope addressed to the Balloting Agent is enclosed for your convenience.

Via First Class or Regular Mail:	Via Overnight Courier or Hand Delivery:
MF Global Holdings Ltd., et al. c/o GCG, Inc. P.O. Box 9846 Dublin, Ohio 43017-5746	MF Global Holdings Ltd., et al. c/o GCG, Inc. 5151 Blazer Parkway, Suite A Dublin, Ohio 43017
4. **Ballots must be actually received by the Balloting Agent by 4:00 p.m., Eastern Time, on March 25, 2013 (the "Voting Deadline").** If a Ballot is received after the Voting Deadline, it will not be counted.
5. If you hold Common Interests in more than one Debtor, you may receive a separate Ballot for each such Common Interest. **Each Ballot you receive is for voting only those Common Interests described on the Ballot. Please complete and return each Ballot you receive. The attached Ballot is designated only for voting Class 9[B, C, D, E, F] Common Interests in [_____].** You must vote all of your Common Interests either to accept or reject the Plan.
6. **The following Ballots will NOT be counted:**
 - ◆ any Ballot received after the Voting Deadline unless (i) the Plan Proponents shall have granted in writing an extension of the Voting Deadline prior to the Voting Deadline with respect to such Ballot or (ii) the Bankruptcy Court shall have authorized the counting and/or consideration of such Ballot;
 - ◆ any Ballot that is illegible or contains insufficient information to permit the identification of the Holder of the Common Interest;
 - ◆ any Ballot cast by a Holder that (A) does not hold a Common Interest in a Class that is entitled to vote to accept or reject the Plan or (B) is not otherwise entitled to vote pursuant to the procedures described in the Disclosure Statement Order;
 - ◆ any Ballot sent to the Plan Proponents, the Debtors, the Bankruptcy Court or any other party (other than the Balloting Agent);
 - ◆ any inconsistent or duplicate Ballots that are simultaneously cast with respect to the same Common Interest;
 - ◆ any Ballot transmitted to the Balloting Agent by facsimile, e-mail, or other means not specifically approved in the Disclosure Statement Order;
 - ◆ any unsigned Ballot;
 - ◆ any Ballot that does not contain an original signature; or
 - ◆ any Ballot not marked to accept or reject the Plan or marked both to accept and reject the Plan for all Claims of one Class.
7. If you cast more than one Ballot voting the same Common Interest prior to the Voting Deadline, the latest properly-executed Ballot received by the Balloting Agent before the Voting Deadline (as determined by the Balloting Agent) will be deemed to reflect your intent to either accept or reject the Plan.
8. The Ballot does not constitute and shall not be deemed a Proof of Interest or Common Interest or an assertion of a Common Interest.
9. Please be sure to sign and date your Ballot. If you are signing a Ballot in your capacity as a trustee, executor, administrator, guardian, attorney in fact, officer of a corporation, or otherwise acting in a fiduciary or representative capacity, you must indicate such capacity when signing and, if required or requested by the Balloting Agent, the Plan Proponents, or the Bankruptcy Court, must submit proper evidence to the requesting party to so act on behalf of such Holder. In addition, please provide your name and mailing address if it is different from that set forth on the attached mailing label or if no such mailing label is attached to the Ballot.

PLEASE RETURN YOUR BALLOT PROMPTLY.

**IF YOU HAVE ANY QUESTIONS CONCERNING THIS BALLOT OR THE
VOTING PROCEDURES, PLEASE CONTACT THE BALLOTING AGENT
TOLL-FREE AT 1-888-454-9509 OR BY EMAIL AT MFGLOBALINFO@GCGINC.COM.
THE BALLOTING AGENT IS NOT AUTHORIZED TO, AND WILL NOT, PROVIDE LEGAL ADVICE**

**TO BE COUNTED TOWARD CONFIRMATION OF THE PLAN
YOUR BALLOT MUST BE ACTUALLY RECEIVED BY THE VOTING DEADLINE,
WHICH IS 4:00 P.M., PREVAILING EASTERN TIME, ON MARCH 25, 2013.**

EXHIBIT C

TABULATION RULES

**PROPOSED TABULATION RULES FOR
CLAIMS AND INTERESTS ENTITLED TO VOTE ON THE PLAN**

- a. Unless otherwise provided in the Tabulation Rules described below, a Claim will be deemed temporarily allowed for voting purposes at the full stated amount claimed by the Holder of such Claim in any Proof of Claim Filed by the applicable Bar Date (or otherwise deemed timely Filed under applicable law) to the extent that the Proof of Claim specifies a fixed or liquidated amount (with additional contingent or unliquidated amounts being temporarily disallowed for voting purposes).
- b. If a Claim is deemed allowed in accordance with the Plan, such Claim will be allowed for voting purposes in the deemed allowed amount set forth in the Plan.
- c. If a Claim, for which a Proof of Claim has been timely Filed, is (i) marked or identified as contingent or unliquidated on its face; (ii) Filed in a zero or unknown amount; or (iii) does not otherwise specify a fixed or liquidated amount, such contingent or unliquidated Claim will be temporarily allowed for voting purposes in the amount of \$1.00.
- d. If a Claim has been estimated or otherwise allowed for voting purposes by order of the Bankruptcy Court, or by an agreement between the Plan Proponents and the creditor estimating or otherwise Allowing a Claim for voting purposes (an “**Estimation Agreement**”), such Claim will be temporarily allowed for voting purposes in the amount so estimated or allowed by the Bankruptcy Court. The following shall apply to Estimation Agreements:

(1) With respect to any Estimation Agreement, the Plan Proponents must File a notice of such Estimation Agreement (an “**Estimation Notice**”) with the Bankruptcy Court and serve such Estimation Notice on the affected creditor and the following parties (collectively, the “**Notice Parties**”):

the OFFICE OF THE UNITED STATES TRUSTEE, SOUTHERN DISTRICT OF NEW YORK, 33 Whitehall Street, 21st Floor, New York, New York 10004 (Attn: Brian Masumoto) and

counsel to the Official Committee of Unsecured Creditors, PROSKAUER ROSE LLP, Eleven Times Square, New York, NY 10036 (Attn: Martin J. Bienenstock).

(2) Each Estimation Notice: (i) may address a single Claim or multiple Claims; (ii) shall describe the pertinent terms of the Estimation Agreement between the parties (including the amount(s) in which the Holder’s Claim(s) will be temporarily allowed for voting purposes); and (iii) provide that the Notice Parties may File written objections to the Estimation Agreement described therein (an “**Estimation Objection**”) and serve such objection on the Plan Proponents and the other Notice Parties no later than seven days after service of the Estimation Notice (the “**Estimation Objection Deadline**”).

(3) If no Estimation Objection is Filed and served by the Estimation Objection Deadline with respect to a particular Estimation Agreement, the Claim(s) addressed in the

relevant Estimation Agreement will be temporarily allowed for voting purposes as set forth in the Estimation Agreement without further action of the parties or the Bankruptcy Court.

(4) If an Estimation Objection is timely Filed and served, and such Estimation Objection is not resolved consensually by the parties, the Claim(s) addressed in the relevant Estimation Agreement will not be temporarily allowed for voting purposes as set forth therein unless approved by an order of the Bankruptcy Court. The Plan Proponents or the claimant may schedule any such Estimation Objection and the related Estimation Agreement for hearing before the Bankruptcy Court. Along with any notice of hearing on a contested Estimation Agreement, the Plan Proponents may File additional briefing in support of the agreement.

- e. If a Claim is (i) either (A) not listed in the Schedules or (B) listed in the Schedules as contingent, unliquidated or disputed and (ii) a Proof of Claim was not timely Filed or deemed timely Filed by an order of the Bankruptcy Court prior to the Voting Deadline, unless the Plan Proponents have consented otherwise in writing, such Claim will be disallowed for voting purposes pursuant to Bankruptcy Rule 3003(c)(2).¹
- f. If the Plan Proponents have Filed and served an objection to a Claim by **March 6, 2013**, such Claim will be temporarily allowed or disallowed for voting purposes in accordance with the relief sought in the objection. If an objection does not identify the proposed amount of a Claim (*e.g.*, if the Claim remains subject to estimation or liquidation), then such Claim will be temporarily allowed for voting purposes in the amount of \$1.00.
- g. If the automatic stay has been modified by an order of the Bankruptcy Court at least 15 days before the Voting Deadline to permit a Claim to be adjudicated, in whole or in part, in another court (including an appellate court), such Claim will be temporarily allowed for voting purposes in the amount of \$1.00.
- h. If a Claim Holder identifies a Claim amount on its Ballot that is less than the amount otherwise calculated in accordance with the Tabulation Rules, the Claim will be temporarily allowed for voting purposes in the lesser amount identified on such Ballot.
- i. (1) any Ballot that is properly completed, executed and timely returned to the Balloting Agent but does not indicate an acceptance or rejection of the Plan, or indicates both an acceptance and rejection of the Plan, will not be counted; (2) if a Claim or Interest Holder casts more than one Ballot voting the same Claim or Interest before the Voting Deadline, the latest-dated properly executed Ballot received before the Voting Deadline will be deemed to reflect the voter's intent and, thus, will supersede any prior Ballots;² (3) creditors will be required to vote all of their Claims or Interests, as the case may be,

¹ Bankruptcy Rule 3003(c)(2) provides that "[a]ny creditor or equity security holder whose claim or interest is not scheduled or scheduled as disputed, contingent, or unliquidated shall file a proof of claim or interest within the time prescribed by subdivision (c)(3) of this rule; any creditor who fails to do so shall not be treated as a creditor with respect to such claim for the purposes of voting and distribution."

² Likewise, if a beneficial holder of a Class 6A Notes Claim submits more than one Beneficial Ballot to its Nominee, (i) the latest dated Beneficial Ballot received before the submission deadline imposed by the Nominee shall be deemed to supersede any prior Beneficial Ballots submitted by the Holder; and (ii) the Nominee shall complete the Master Ballot accordingly.

within a particular Class under the Plan either to accept or reject the Plan and may not split their votes; and (4) where any portion of a single Claim has been transferred to a transferee, all Holders of any portion of such single Claim will be (i) treated as a single creditor for purposes of the numerosity requirements in § 1126(c) of the Bankruptcy Code (and for the other voting and solicitation procedures set forth herein) and (ii) required to vote every portion of such Claim collectively to either accept or reject the Plan. In the event that (1) a Ballot, (2) a group of Ballots within a Class received from a single creditor or (3) a group of Ballots received from the various Holders of multiple portions of a single Claim partially rejects and partially accepts the Plan, such Ballots shall not be counted.

- j. For purposes of voting, classification, and treatment under the Plan, each Claim Holder that holds or has Filed more than one (1) Claim against a Debtor in an Impaired Class will be treated as if such Holder has only one (1) Claim against that Debtor in each applicable Class; and the total dollar amount of such Holder's Claims in each applicable Class will be the sum of the aggregated Claims of such Holder in each applicable Class.
- k. The Confirmation Hearing Notice will be sent to all other parties included in the Debtors' creditor matrix that do not fall within any of the foregoing paragraphs.
- l. A Solicitation Package need not be mailed to any Person to whom the Debtors mailed a Disclosure Statement Approval Notice if such notice was returned marked "undeliverable" or "moved – no forwarding address" or for a similar reason, and the Debtors have made reasonably efforts to update the address; provided, however, that a Solicitation Package must be mailed if the Debtors have been informed in writing by such Person of that Person's new address.
- m. A Solicitation Package or other solicitation-related notice that is returned marked "undeliverable" or "moved – no forwarding address" or for a similar reason need not be re-mailed unless the Debtors have been informed in writing by such person of that person's new address.
- n. The following additional procedures shall apply with respect to tabulating Master Ballots and, where applicable, pre-validated Beneficial Ballots:

(1) votes cast by Holders of Class 6A Notes Claims through Nominees will be applied to the applicable positions held by such Nominees as of the Voting Record Date, as evidenced by the record and depository listings. Votes submitted by a Nominee shall not be counted in excess of the amount of debt securities held by such Nominee as of the Voting Record Date;

(2) if conflicting votes or "over-votes" are submitted by a Nominee, whether pursuant to a Master Ballot or pre-validated Beneficial Ballot, the Plan Proponents and Balloting Agent shall use reasonable efforts to reconcile discrepancies with the Nominee;

(3) if "over-votes" are submitted by a Nominee on a Master Ballot or pre-validated Beneficial Ballot which are not reconciled prior to the preparation of the Tabulation Affidavit, the votes to accept and to reject the Plan shall be approved in the same proportion as the votes to

accept and to reject the Plan submitted by the Nominee on a Master Ballot or pre-validated Beneficial Ballot, but only to the extent of the Nominee's Voting Record Date position in the debt securities;

(4) for the purposes of tabulating votes, each beneficial holder shall be deemed (regardless of whether such Holder includes interest in the amount voted on its Beneficial Ballot) to have voted only the principal amount of its Notes; any principal amounts thus voted will be thereafter adjusted by the Balloting Agent, on a proportionate basis with a view to the amount of Notes actually voted, to reflect the corresponding Notes Claim amount, including any accrued but unpaid pre-petition interest, with respect to the Notes thus voted; and

(5) a single Nominee may complete and deliver to the Balloting Agent multiple Master Ballots. Votes reflected on multiple Master Ballots shall be counted except to the extent that they are duplicative of other Master Ballots. If two or more Master Ballots are inconsistent, the last properly completed Master Ballot received prior to the Voting Deadline shall, to the extent of such inconsistency, supersede any prior Master Ballot.

EXHIBIT D

CONFIRMATION HEARING NOTICE

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

----- X
:
In re : Chapter 11
:
MF GLOBAL HOLDINGS LTD., *et al.*, : Case No. 11-15059 (MG)
:
Debtors. : (Jointly Administered)
:
----- X

**NOTICE OF (A) DEADLINE FOR CASTING VOTES TO
ACCEPT OR REJECT AMENDED JOINT PLAN OF LIQUIDATION,
(B) HEARING TO CONSIDER CONFIRMATION OF AMENDED
JOINT PLAN OF LIQUIDATION AND (C) RELATED MATTERS**

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. The Plan Proponents Filed: (a) the Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc. (as the same may be amended or modified, the “**Plan**”) on February 12, 2013; and (b) the related Disclosure Statement for the Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc. (as the same may be amended or modified, the “**Disclosure Statement**”) on February 12, 2013.¹

2. Pursuant to an order of the Bankruptcy Court dated February [•], 2013 (the “**Solicitation Procedures Order**”), the Disclosure Statement and certain related materials (collectively, the “**Solicitation Materials**”) have been approved for solicitation of votes to accept or reject the Plan.

3. A hearing to consider confirmation of the Plan (the “**Confirmation Hearing**”) will be held before the Honorable Martin Glenn, United States Bankruptcy Judge, in Room 501 of the United States Bankruptcy Court, One Bowling Green, New York, New York 10004 (the “**Bankruptcy Court**”) on **April 5, 2013, at 10:00 a.m.**, prevailing Eastern Time.

¹ References to Exhibits and capitalized terms not otherwise defined in this Notice have the meanings given to them in the *Motion of the Plan Proponents for an Order (I) Approving Disclosure Statement and the Form and Manner of Notice of the Disclosure Statement, (II) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject the Plan, (III) Scheduling Hearing on Confirmation of the Plan, (IV) Approving Related Notice and Objection Procedures, and (V) Approving Certain Pre-Confirmation Matters* (the “**Motion**”), filed on January 10, 2013, or, if not defined therein, in the Plan. Copies of the Motion are available upon request from the Plan Proponents’ counsel.

4. Pursuant to the Solicitation Procedures Order, the Bankruptcy Court approved certain procedures for tabulation of votes to accept or reject the Plan. If you are the Holder of a Claim against or Interest in one of the Debtors as of **February 7, 2013** (the record date as established by the Solicitation Procedures Order) in a Class entitled to vote on the Plan, you have received with this Notice a ballot form (a “**Ballot**”) and voting instructions appropriate for your Claim or Interest, as well as a copy of the Disclosure Statement and related solicitation materials. The following procedures apply with respect to voting your Claim or Interest:

a. For your vote to accept or reject the Plan to be counted, you must complete all required information on the Ballot, execute the Ballot and return the completed Ballot to the address indicated on the Ballot so that it is received by **4:00 p.m., prevailing Eastern time, on March 25, 2013** (the “**Voting Deadline**”).² Any failure to follow the voting instructions included with the Ballot or to return a properly completed Ballot so that it is received by the Voting Deadline may disqualify your Ballot and your vote. **You are encouraged to read the voting instructions carefully and review the Disclosure Statement before you vote.**

b. Your Claim or Interest has been temporarily allowed solely for purposes of voting to accept or reject the Plan in accordance with the following tabulation rules approved by the Bankruptcy Court in the Solicitation Procedures Order (collectively, the “**Tabulation Rules**”):

- (i) Unless otherwise provided in the Tabulation Rules described below, a Claim will be deemed temporarily allowed for voting purposes at the full stated amount claimed by the Holder of such Claim in any Proof of Claim Filed by the applicable Bar Date (or otherwise deemed timely Filed under applicable law) to the extent that the Proof of Claim specifies a fixed or liquidated amount. Any additional contingent or unliquidated amounts will be temporarily disallowed for voting purposes.
- (ii) If a Claim is deemed allowed in accordance with the Plan, such Claim will be allowed for voting purposes in the deemed allowed amount set forth in the Plan.
- (iii) If a Claim, for which a Proof of Claim has been timely Filed, is (i) marked or identified as contingent or unliquidated on its face or (ii) does not otherwise specify a fixed or liquidated amount, such contingent or unliquidated Claim will be temporarily allowed for voting purposes in the amount of \$1.00.
- (iv) If a Claim has been estimated or otherwise allowed for voting purposes by order of the Bankruptcy Court, or by an agreement

² If you hold a Class 6A Notes Claim, you may be required to submit your completed Beneficial Ballot to your Nominee in enough time for your Nominee to send a Master Ballot recording your vote to the Balloting Agent by the Voting Deadline, as directed by your Nominee.

between the Plan Proponents and the creditor estimating or otherwise Allowing a Claim for voting purposes (an “**Estimation Agreement**”), such Claim will be temporarily allowed for voting purposes in the amount so estimated or allowed by the Bankruptcy Court. The following shall apply to Estimation Agreements:

(1) With respect to any Estimation Agreement, the Plan Proponents must File a notice of such Estimation Agreement (an “**Estimation Notice**”) with the Bankruptcy Court and serve such Estimation Notice on the affected creditor and the following parties (collectively, the “**Notice Parties**”):

A. the OFFICE OF THE UNITED STATES TRUSTEE, SOUTHERN DISTRICT OF NEW YORK, 33 Whitehall Street, 21st Floor, New York, New York 10004
(Attn: Brian Masumoto) and

B. counsel to the Official Committee of Unsecured Creditors, PROSKAUER ROSE LLP, Eleven Times Square, New York, NY 10036 (Attn: Martin J. Bienenstock).

(2) Each Estimation Notice: (i) may address a single Claim or multiple Claims; (ii) shall describe the pertinent terms of the Estimation Agreement between the parties (including the amount(s) in which the Holder’s Claim(s) will be temporarily allowed for voting purposes); and (iii) provide that the Notice Parties may File written objections to the Estimation Agreement described therein (an “**Estimation Objection**”) and serve such objection on the Plan Proponents and the other Notice Parties no later than seven days after service of the Estimation Notice (the “**Estimation Objection Deadline**”).

(3) If no Estimation Objection is Filed and served by the Estimation Objection Deadline with respect to a particular Estimation Agreement, the Claim(s) addressed in the relevant Estimation Agreement will be temporarily allowed for voting purposes as set forth in the Estimation Agreement without further action of the parties or the Bankruptcy Court.

(4) If an Estimation Objection is timely Filed and served, and such Estimation Objection is not resolved consensually by the parties, the Claim(s) addressed in the relevant Estimation Agreement will not be temporarily allowed for voting purposes as set forth therein unless approved by an order of the Bankruptcy Court. The Plan Proponents or the claimant may schedule any such Estimation Objection and the related Estimation Agreement for hearing before the Bankruptcy Court. Along with any notice of hearing on a contested Estimation Agreement, the Plan Proponents may File additional briefing in support of the agreement.

(v) If a Claim is (i) either (A) not listed in the Schedules or (B) listed in the Schedules as contingent, unliquidated or disputed and (ii) a Proof of Claim was not timely Filed or deemed timely Filed by an order of the Bankruptcy Court prior to the Voting Deadline, unless the Plan Proponents have consented otherwise in writing, such

Claim will be disallowed for voting purposes pursuant to Bankruptcy Rule 3003(c)(2).³

- (vi) If the Plan Proponents have Filed and served an objection to a Claim by **March 6, 2013**, such Claim will be temporarily allowed or disallowed for voting purposes in accordance with the relief sought in the objection. If an objection does not identify the proposed amount of a Claim (*e.g.*, if the Claim remains subject to estimation or liquidation), then such Claim will be temporarily allowed for voting purposes in the amount of \$1.00.
- (vii) If the automatic stay has been modified by an order of the Bankruptcy Court at least 15 days before the Voting Deadline to permit a Claim to be adjudicated, in whole or in part, in another court (including an appellate court), such Claim will be temporarily allowed for voting purposes in the amount of \$1.00.
- (viii) If a Claim Holder identifies a Claim amount on its Ballot that is less than the amount otherwise calculated in accordance with the Tabulation Rules, the Claim will be temporarily allowed for voting purposes in the lesser amount identified on such Ballot.
- (ix) (1) any Ballot that is properly completed, executed and timely returned to the Balloting Agent but does not indicate an acceptance or rejection of the Plan, or indicates both an acceptance and rejection of the Plan, will not be counted; (2) if a Claim or Interest Holder casts more than one Ballot voting the same Claim or Interest before the Voting Deadline, the latest-dated properly executed Ballot received before the Voting Deadline will be deemed to reflect the voter's intent and, thus, will supersede any prior Ballots;⁴ (3) creditors will be required to vote all of their Claims or Interests, as the case may be, within a particular Class under the Plan either to accept or reject the Plan and may not split their votes; and (4) where any portion of a single Claim has been transferred to a transferee, all Holders of any portion of such single Claim will be (i) treated as a single creditor for purposes of the numerosity requirements in § 1126(c) of the Bankruptcy Code (and for the other voting and solicitation procedures set forth herein)

³ Bankruptcy Rule 3003(c)(2) provides that "[a]ny creditor or equity security holder whose claim or interest is not scheduled or scheduled as disputed, contingent, or unliquidated shall file a proof of claim or interest within the time prescribed by subdivision (c)(3) of this rule; any creditor who fails to do so shall not be treated as a creditor with respect to such claim for the purposes of voting and distribution."

⁴ Likewise, if a beneficial holder of a Class 6A Notes Claim submits more than one Beneficial Ballot to its Nominee, (i) the latest dated Beneficial Ballot received before the submission deadline imposed by the Nominee shall be deemed to supersede any prior Beneficial Ballots submitted by the Holder; and (ii) the Nominee shall complete the Master Ballot accordingly.

and (ii) required to vote every portion of such Claim collectively to either accept or reject the Plan. In the event that (1) a Ballot, (2) a group of Ballots within a Class received from a single creditor or (3) a group of Ballots received from the various Holders of multiple portions of a single Claim partially rejects and partially accepts the Plan, such Ballots shall not be counted.

(x) The following additional procedures shall apply with respect to tabulating Master Ballots and, where applicable, pre-validated Beneficial Ballots:

(1) votes cast by Holders of Class 6A Notes Claims through Nominees will be applied to the applicable positions held by such Nominees as of the Voting Record Date, as evidenced by the record and depository listings. Votes submitted by a Nominee shall not be counted in excess of the amount of debt securities held by such Nominee as of the Voting Record Date;

(2) if conflicting votes or “over-votes” are submitted by a Nominee, whether pursuant to a Master Ballot or pre-validated Beneficial Ballot, the Plan Proponents and Balloting Agent shall use reasonable efforts to reconcile discrepancies with the Nominee;

(3) if “over-votes” are submitted by a Nominee on a Master Ballot or pre-validated Beneficial Ballot which are not reconciled prior to the preparation of the Tabulation Affidavit, the votes to accept and to reject the Plan shall be approved in the same proportion as the votes to accept and to reject the Plan submitted by the Nominee on a Master Ballot or pre-validated Beneficial Ballot, but only to the extent of the Nominee’s Voting Record Date position in the debt securities;

(4) for the purposes of tabulating votes, each beneficial holder shall be deemed (regardless of whether such Holder includes interest in the amount voted on its Beneficial Ballot) to have voted only the principal amount of its Notes; any principal amounts thus voted will be thereafter adjusted by the Balloting Agent, on a proportionate basis with a view to the amount of Notes actually voted, to reflect the corresponding Notes Claim amount, including any accrued but unpaid pre-petition interest, with respect to the Notes thus voted; and

(5) a single Nominee may complete and deliver to the Balloting Agent multiple Master Ballots. Votes reflected on multiple Master Ballots shall be counted except to the extent that they are duplicative of other Master Ballots. If two or more Master Ballots are inconsistent, the last properly completed Master Ballot received prior to the Voting Deadline shall, to the extent of such inconsistency, supersede any prior Master Ballot.

c. The temporary allowance of your Claim or Interest for voting purposes does not constitute an allowance of your Claim or Interest for purposes of receiving Distributions under the Plan and is without prejudice to the rights of the Plan Proponents in any other context, including the right of the Plan Proponents to contest the amount, validity or classification of any Claim or Interest for purposes of allowance and Distribution under the Plan. If you wish to challenge (i) the classification of your Claim

or Interest for voting purposes or (ii) the allowance of your Claim or Interest for voting purposes in accordance with the Tabulation Rules, you must File a motion, pursuant to Bankruptcy Rule 3018(a), for an order temporarily allowing your Claim or Interest in a different amount or classification for purposes of voting to accept or reject the Plan and serve such motion on the Plan Proponents' counsel identified below so that it is received by the later of (i) **March 18, 2013** or (ii) ten days after the date of service of a notice of objection, if any, to your Claim or Interest. Unless the Bankruptcy Court orders otherwise, your Claim or Interest will not be counted for voting purposes in excess of the amount determined in accordance with the Tabulation Rules.

5. Classes 1A, 1B, 1C, 1D, 1E and 1F (Priority Non-Tax Claims), and 2A, 2B, 2C, 2D, 2E and 2F (Secured Claims) under the Plan are Unimpaired and, therefore, are conclusively presumed to accept the Plan in accordance with § 1126(f) of the Bankruptcy Code. Classes 8A and 9A are Impaired under the Plan and are receiving no distribution under the Plan. Therefore, the Plan Proponents have determined not to solicit the votes of Holders of Allowed Class 8A Preferred Interests and Class 9A Common Interests and such Holders shall be conclusively deemed to have rejected the Plan and are not entitled to vote to accept or reject the Plan. For these reasons, solicitation of Classes 1A, 1B, 1C, 1D, 1E, 1F, 2A, 2B, 2C, 2D, 2E, 2F, 8A, 9A (collectively, the "**Non-Voting Classes**") under the Plan is not required, and no Ballots have been proposed for creditors in these classes. Each Holder of a Claim or Interest in the Non-Voting Classes that is not a Debtor or an Affiliate of a Debtor will receive a Notice of Non-Voting Status.

6. Objections, if any, to the confirmation of the Plan must: (a) be in writing; (b) state the name and address of the objecting party and the nature of the Claim or Interest of such party; (c) state with particularity the basis and nature of any objection; and (d) be Filed with the Bankruptcy Court and served on the following parties so that they are received no later than **4:00 p.m.**, prevailing Eastern Time, on **March 25, 2013**:

a. counsel for the Creditor Co-Proponents, JONES DAY, 555 South Flower Street, 50th Floor, Los Angeles, CA 90071 (Attn: Bruce Bennett, Bennett L. Spiegel, and Lori Sinanyan);

b. counsel to the Chapter 11 Trustee, Co-Proponent, MORRISON & FOERSTER LLP, 1290 Avenue of the Americas, New York, NY 10104 (Attn: Brett H. Miller and Melissa A. Hager);

c. the OFFICE OF THE UNITED STATES TRUSTEE, SOUTHERN DISTRICT OF NEW YORK, 33 Whitehall Street, 21st Floor, New York, New York 10004 (Attn: Brian Masumoto); and

d. counsel to the Official Committee of Unsecured Creditors, PROSKAUER ROSE LLP, Eleven Times Square, New York, NY 10036 (Attn: Martin J. Bienenstock).

7. Requests for copies of the Disclosure Statement and the Plan (excluding certain voluminous exhibits thereto) by parties in interest may be made to: (a) the Plan

Proponents' Balloting Agent, at MF Global Holdings Ltd., c/o GCG, Inc., 5151 Blazer Parkway, Suite A, Dublin, Ohio 43017, (b) Creditor Co-Proponents' Counsel at Jones Day, 555 South Flower Street, 50th Floor, Los Angeles, CA 90071, Attn: Susan Perry, or (c) mfglobalinfo@gcginc.com. In addition, any party may review the Plan, the Disclosure Statement and related exhibits without charge at <http://mfglobalcaseinfo.com/disclosure.php>.

8. The Confirmation Hearing may be continued from time to time without further notice other than the announcement of the adjourned date at the Confirmation Hearing or any continued hearing.

Dated: February ___, 2013

[BY ORDER OF THE COURT]

JONES DAY Bruce Bennett Bennett L. Spiegel Lori Sinanyan 555 South Flower Street, Fiftieth Floor Los Angeles, CA 90071 Tel: (213) 243-2533 Fax: (213) 243-2539 Counsel for the Creditor Co-Proponents	MORRISON & FOERSTER LLP Brett H. Miller Melissa A. Hager Craig A. Damast John A. Pintarelli William M. Hildbold 1290 Avenue of the Americas New York, New York 10104 Tel: (212) 468-8000 Fax: (212) 468-7900 Counsel for the Chapter 11 Trustee, Co-Proponent
--	--

EXHIBIT E

THE SOLICITATION PACKAGE AND GENERAL PROCEDURES

THE SOLICITATION PACKAGE AND GENERAL PROCEDURES

- a. The Solicitation Package, comprised of the materials required to be provided to Holders of Claims and Interests under Bankruptcy Rule 3017(d), will be mailed to appropriate parties in interest after the Bankruptcy Court has approved the contents of the Disclosure Statement as containing adequate information, as required by § 1125 of the Bankruptcy Code. Specifically, the Plan Proponents will mail Solicitation Packages or cause such Solicitation Packages to be mailed by U.S. mail, postage prepaid, to Holders of Claims or Interests in classes entitled to vote on the Plan. Such Solicitation Packages will contain copies of: (a) a cover letter describing (1) the contents of the Solicitation Package, (2) the contents of any enclosed CD-ROM and instructions for use of the CD-ROM and (3) information about how to obtain, at no charge, hard copies of any materials provided on the CD-ROM; (b) the Confirmation Hearing Notice; (c) the Disclosure Statement together with the exhibits thereto, including the Plan, that have been Filed with the Court before the date of the mailing, except as set forth below,¹ and (d) for Holders of Claims and Interests in voting Classes, an appropriate form of Ballot, a postage prepaid Ballot return envelope, and such other materials as the Bankruptcy Court may direct. Solicitation Packages for Holders of Claims or Interests in the Non-Voting Classes under the Plan will include only the Confirmation Hearing Notice and the Notice of Non-Voting Status. For all Persons or Entities identified in the Debtors' Schedules D, E and F that have not filed a proof of claim for an unsecured claim amount, the Plan Proponents will only send the Confirmation Hearing Notice. For those contract counterparties identified on the Debtors' Schedule G, the Plan Proponents will only send the Confirmation Hearing Notice and either an assumption notice or rejection notice, as applicable.
- b. Except as described above, and except with regard to Class 6A Notes Claims, the Solicitation Packages will be mailed not less than 28 days prior to the Confirmation Objection Deadline to: (a) all Persons or Entities that have Filed Proofs of Claim on or before the Voting Record Date (or their transferees); (b) all Holders of Interests in Classes 9B, 9C, 9D, 9E, and 9F; (c) all other parties in interest that have Filed requests

¹ To reduce substantially the administrative costs associated with printing and mailing such voluminous documents, the Plan Proponents may elect to serve the Disclosure Statement and the Plan (including exhibits) via CD-ROM instead of in printed format to all parties (while reserving the right to serve printed copies of the Solicitation Packages, as described below). This procedure has been approved in other large chapter 11 cases in this District. See, e.g., *In re Hawker Beechcraft, Inc.*, No. 12-11873 (SMB) (Bankr. S.D.N.Y. Dec. 5, 2012); *In re Mark IV Indus., Inc.*, No. 09-12795 (SMB) (Bankr. S.D.N.Y. July 30, 2009); *In re Frontier Airlines Holdings, Inc.*, No. 08-11298 (REG) (Bankr. S.D.N.Y. July 22, 2009); *In re Nw. Airlines Corp.*, No. 05-17930 (Bankr. S.D.N.Y. Mar. 30, 2007).

In addition to the service procedures outlined above (and to accommodate creditors who wish to review exhibits not included in the Solicitation Packages in the event of paper service): (a) the Plan, the Disclosure Statement and, once they are filed, all exhibits to both documents will be made available at no charge via the internet at <http://mfglobalcaseinfo.com/disclosure.php>; (b) the Plan Proponents will provide parties in interest (at no charge) with CD-ROM copies of the Plan and Disclosure Statement (excluding any publicly-filed exhibits) upon written request; and (c) the Plan Proponents will separately file copies of all exhibits to the Plan and Disclosure Statement with the Court no later than ten days before the Confirmation Hearing.

for notice in accordance with Bankruptcy Rule 2002 in the Chapter 11 Cases on or before the Voting Record Date; (d) the U.S. Trustee; (e) the United States Securities and Exchange Commission at the locations required by Bankruptcy Rule 2002(j); and (f) the Internal Revenue Service at the locations required by Bankruptcy Rule 2002(j).

Solicitation Packages will be mailed to known Holders of Claims against the Debtors at the following addresses: (a) for Persons or Entities that have Filed Proofs of Claim, at the address provided on the face of the Filed Proof of Claim; (b) for persons or entities listed on the Debtors' Schedules, at the most current address contained in the Debtors' books and records; (c) at the address for a Claim transferee set forth in a valid notice of transfer of Claim; and (d) for parties receiving notice due to the filing of a notice of appearance, the address provided in any requests for notice Filed in accordance with Bankruptcy Rule 2002.

- c. Entities that hold a Claim as a nominee for the benefit of one or more holders of the Notes (each a "**Nominee**") will be provided with (1) Solicitation Packages for each beneficial holder represented by the Nominee as of the Voting Record Date, which will contain a Ballot for each beneficial holder substantially in the form annexed hereto as part of Exhibit B(4) (the "**Beneficial Ballot**"), and (2) a master ballot, substantially in the form annexed hereto as part of Exhibit B (5) (the "**Master Ballot**").
- d. A Nominee will have two options as to the acceptance or rejection of the Plan by the beneficial holders who hold their Notes through such Nominee. The Nominee may elect to (1) "pre-validate" the Beneficial Ballot, *i.e.*, forward the Solicitation Package to the beneficial holder as of the Voting Record Date and instruct the beneficial holder to return the executed Beneficial Ballot to the Balloting Agent, or (2) forward the Solicitation Package to the beneficial holder as of the Voting Record Date with instructions for the beneficial holder to return the executed Beneficial Ballot to the Nominee. In either instance, the Nominee shall provide the beneficial holder with the appropriate material within five business days of receipt of the Solicitation Packages.
- e. Holdings Ltd. will, upon request, reimburse Nominees for customary mailing and handling expenses incurred by them in forwarding the Beneficial Ballots and other enclosed materials to the beneficial holders for which they are the Nominee. No fees or commissions or other remuneration will be payable to any broker, dealer or other person for soliciting Beneficial Ballots with respect to the Plan.

EXHIBIT F

NOTICE OF NON-VOTING STATUS

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

----- X
:
In re : Chapter 11
:
MF GLOBAL HOLDINGS LTD., *et al.*, : Case No. 11-15059 (MG)
:
Debtors. : (Jointly Administered)
:
----- X

**NOTICE OF NON-VOTING STATUS UNDER
AMENDED JOINT PLAN OF LIQUIDATION**

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. On October 31, 2011, December 19, 2011, and March 2, 2012, the above captioned debtors (collectively, the “**Debtors**”) Filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”).

2. On February [•], 2013, the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) entered the *Order (I) Approving Disclosure Statement and the Form and Manner of Notice of the Disclosure Statement, (II) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject the Plan, (III) Scheduling Hearing on Confirmation of the Plan, (IV) Approving Related Notice and Objection Procedures, and (V) Approving Certain Pre-Confirmation Matters* (Docket No. [•]) (the “**Solicitation Procedures Order**”).

3. Among other things, the Solicitation Procedures Order: (a) approved the Disclosure Statement for the Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc., dated February __, 2013 (Docket No. [•]) (as the same may be amended or modified, the “**Disclosure Statement**”); (b) established certain procedures (collectively, the “**Solicitation Procedures**”) for the solicitation and tabulation of votes to accept or reject the Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc., dated February __, 2013 (Docket No. [•]) (as the same may be amended or modified, the “**Plan**”);¹ (c) approved the contents of the proposed solicitation packages to be distributed to the Debtors’ stakeholders and other parties in interest who are entitled to vote in connection with the solicitation of votes on the Plan (collectively, the “**Solicitation Packages**”); and (d) scheduled a

¹ Capitalized terms not otherwise defined herein have the meanings given to them in the Plan.

hearing on confirmation of the Plan (the “**Confirmation Hearing**”) and approved certain related notice and objection procedures.

4. Pursuant to Rule 3017(d) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) and/or the Solicitation Procedures Order, the Plan Proponents: (a) are required to provide Solicitation Packages to all Holders of Claims or Interests entitled to vote on the Plan; and (b) are not required to provide Solicitation Packages to Holders of Claims or Interests in Classes under the Plan that are conclusively presumed to either accept or reject the Plan (collectively, the “**Non-Voting Classes**”).

5. UNDER THE TERMS OF THE PLAN, YOUR CLAIM(S) AGAINST OR INTEREST(S) IN THE DEBTORS ARE:

(A) IN CLASS 1A, 1B, 1C, 1D, 1E, OR 1F (PRIORITY NON-TAX CLAIMS) OR CLASS 2A, 2B, 2C, 2D, 2E OR 2F (SECURED CLAIMS) AND ARE NOT IMPAIRED AND, THEREFORE, PURSUANT TO § 1126(f) OF THE BANKRUPTCY CODE, YOU ARE (I) CONCLUSIVELY PRESUMED TO HAVE ACCEPTED THE PLAN; AND (II) NOT ENTITLED TO VOTE TO ACCEPT OR REJECT THE PLAN; OR

(B) IN CLASS 8A (PREFERRED INTERESTS IN MF GLOBAL HOLDINGS LTD.) OR CLASS 9A (COMMON INTEREST(S) IN MF GLOBAL HOLDINGS LTD.) AND ARE IMPAIRED AND RECEIVING NO DISTRIBUTION UNDER THE PLAN. THEREFORE, THE PLAN PROPONENTS HAVE DETERMINED NOT TO SOLICIT YOUR VOTES AND YOU ARE (I) DEEMED TO HAVE REJECTED THE PLAN; AND (II) NOT ENTITLED TO VOTE TO ACCEPT OR REJECT THE PLAN.

Accordingly, pursuant to the Solicitation Procedures approved in the Solicitation Procedures Order, you are receiving this Notice in lieu of a Solicitation Package containing, among other things, copies of the Disclosure Statement and the Plan. Should you wish to obtain a copy of either the Disclosure Statement or the Plan, copies of either document (including any exhibits thereto) are available at no charge via the internet at <http://mfglobalcaseinfo.com/disclosure.php>. Copies of either the Disclosure Statement or the Plan (excluding any publicly-Filed exhibits thereto) are also available upon a written request made to: (a) the Plan Proponents’ Balloting Agent, at MF Global Holdings Ltd., c/o GCG, Inc., 5151 Blazer Parkway, Suite A, Dublin, Ohio 43017, (b) the Creditor Co-Proponents’ Counsel at Jones Day, 555 South Flower Street, 50th Floor, Los Angeles, CA 90071, Attn: Susan Perry, or (c) mfglobalinfo@gcginc.com.

6. If you wish to challenge the Plan’s classification of your Claim or Interest, you must File a motion, pursuant to Bankruptcy Rule 3018(a) (a “**Rule 3018 Motion**”), for an order temporarily allowing your Claim or Interest in a different classification or amount for purposes of voting to accept or reject the Plan and serve such motion on the Plan Proponents so that it is received by the later of (a) **March 18, 2013** or (b) ten days after the date of service of a notice of an objection, if any, to your Claim or Interest. In accordance with Bankruptcy Rule 3018, as to any creditor or interest holder filing a Rule 3018 Motion, such creditor’s or interest holder’s Ballot will not be counted unless temporarily allowed by the Bankruptcy Court for

voting purposes, after notice and a hearing prior to **March 25, 2013** (i.e., the last date fixed for creditors and interest holders to vote to accept or reject the Plan). Rule 3018 Motions that are not timely Filed and served in the manner as set forth above will not be considered.

7. The Confirmation Hearing will be held before the Honorable Martin Glenn, United States Bankruptcy Judge, in Room 501 of the Bankruptcy Court, One Bowling Green, New York, New York 10004 on **April 5, 2013, at 10:00 a.m.** prevailing Eastern Time. The Confirmation Hearing may be continued from time to time without further notice other than the announcement of the adjourned date at the Confirmation Hearing or any continued hearing.

8. Objections, if any, to the confirmation of the Plan must: (a) be in writing; (b) state the name and address of the objecting party and the nature of the claim or interest of such party; (c) state with particularity the basis and nature of any objection; and (d) be Filed with the Bankruptcy Court at the address set forth in the preceding paragraph and served on the following parties so that they are received no later than **4:00 p.m., prevailing Eastern Time, on March 25, 2013:**

- counsel for the Creditor Co-Proponents, JONES DAY, 555 South Flower Street, 50th Floor, Los Angeles, CA 90071 (Attn: Bruce Bennett, Bennett L. Spiegel, and Lori Sinanyan);
- counsel to the Chapter 11 Trustee, Co-Proponent, MORRISON & FOERSTER LLP, 1290 Avenue of the Americas, New York, NY 10104 (Attn: Brett H. Miller and Melissa A. Hager);
- the OFFICE OF THE UNITED STATES TRUSTEE, SOUTHERN DISTRICT OF NEW YORK, 33 Whitehall Street, 21st Floor, New York, New York 10004 (Attn: Brian Masumoto); and
- counsel to the Official Committee of Unsecured Creditors, PROSKAUER ROSE LLP, Eleven Times Square, New York, NY 10036 (Attn: Martin J. Bienenstock).

Dated: February ___, 2013

[BY ORDER OF THE COURT]

JONES DAY Bruce Bennett Bennett L. Spiegel Lori Sinanyan 555 South Flower Street, Fiftieth Floor Los Angeles, CA 90071 Tel: (213) 243-2533 Fax: (213) 243-2539 Counsel for the Creditor Co-Proponents	MORRISON & FOERSTER LLP Brett H. Miller Melissa A. Hager Craig A. Damast John A. Pintarelli William M. Hildbold 1290 Avenue of the Americas New York, New York 10104 Tel: (212) 468-8000 Fax: (212) 468-7900 Counsel for the Chapter 11 Trustee, Co-Proponent
--	--

Exhibit G

NOTICE OF ASSUMPTION

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

----- X
:
In re : Chapter 11
:
MF GLOBAL HOLDINGS LTD., *et al.*, : Case No. 11-15059 (MG)
:
Debtors. : (Jointly Administered)
:
----- X

**NOTICE OF (A) EXECUTORY CONTRACTS AND
UNEXPIRED LEASES TO BE ASSUMED BY THE DEBTORS
PURSUANT TO THE PLAN; (B) CURE AMOUNTS, IF ANY;
AND (C) RELATED PROCEDURES IN CONNECTION THEREWITH**

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. On October 31, 2011, December 19, 2011, and March 2, 2012, the above captioned debtors (collectively, the “**Debtors**”) filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”).

2. On February [•], 2013, the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) entered the *Order (I) Approving Disclosure Statement and the Form and Manner of Notice of the Disclosure Statement, (II) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject the Plan, (III) Scheduling Hearing on Confirmation of the Plan, (IV) Approving Related Notice and Objection Procedures, and (V) Approving Certain Pre-Confirmation Matters* (Docket No. [•]) (the “**Solicitation Procedures Order**”).

3. Among other things, the Solicitation Procedures Order: (a) approved the *Disclosure Statement for the Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc.*, dated February 12, 2013 (Docket No. [•]) (as the same may be amended or modified, the “**Disclosure Statement**”); (b) established certain procedures for the solicitation and tabulation of votes to accept or reject the *Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc.*, dated February 12, 2013 (Docket No. [•]) (as the same may be amended or modified, the “**Plan**”);¹ (c) approved the contents of the proposed solicitation packages to be distributed to the Debtors’ stakeholders and other parties in interest who are entitled to vote in connection with the solicitation of votes on the Plan; and (d) scheduled a

¹ Capitalized terms not otherwise defined herein have the meanings given to them in the Plan.

hearing on confirmation of the Plan (the “**Confirmation Hearing**”) and approved certain related notice and objection procedures.

4. The Plan Proponents have filed the *List of Assumed Executory Contracts and Unexpired Leases* (the “**Assumption Schedule**”) with the Bankruptcy Court as an exhibit to the Plan Supplement on [____], 2013, as contemplated under the Plan.

5. You are receiving this notice because the Debtors’ records reflect that you are a party to a contract or lease that is listed on the Assumption Schedule. Therefore, you are advised to review carefully the information contained in this notice and the related provisions of the Plan, including the Assumption Schedule.

6. The Plan Proponents are proposing to assume the Executory Contract(s) and Unexpired Lease(s) listed below to which you are a party:²

Counterparty Name	Description of Contract	Amount Required to Cure Default Thereunder, if any

7. Section 365(b)(1) of the Bankruptcy Code requires a chapter 11 debtor to cure, or provide adequate assurance that it will promptly cure, any defaults under executory contracts and unexpired leases at the time of assumption. Accordingly, the Plan Proponents have conducted a thorough review of the Debtors’ books and records and have determined the amounts required to cure defaults, if any, under the Executory Contract(s) and Unexpired Lease(s), which amounts are listed in the table above. Please note that if no amount is stated for a particular Executory Contract or Unexpired Lease, the Plan Proponents believe that there is no cure amount outstanding for such contract or lease.

8. Absent any pending dispute, the monetary amounts required to cure any existing defaults arising under the Executory Contract(s) and Unexpired Lease(s) identified above will be satisfied, pursuant to section 365(b)(1) of the Bankruptcy Code, by the Plan Administrator in Cash on the Effective Date or as soon thereafter as practicable. In the event of a dispute, however, payment of the cure amount would be made following the entry of a Final Order(s) resolving the dispute and approving the assumption. If an objection to the proposed assumption or related cure amount is sustained by the Bankruptcy Court, however, the Plan Proponents, in

² Neither the exclusion nor inclusion of any Executory Contract or Unexpired Lease on the Assumption Schedule, nor anything contained in the Plan or each Debtor’s schedule of assets and liabilities, shall constitute an admission by the Plan Proponents that any such contract or lease is in fact an executory contract or unexpired lease capable of assumption, that the Debtors have any liability thereunder or that such contract or lease is necessarily a binding and enforceable agreement. Further, the Plan Proponents expressly reserve the right to (a) remove any contract or lease from the Assumption Schedule and reject such contract or lease pursuant to the terms of the Plan and (b) contest any Cure Amount Claim asserted in connection with assumption of any Executory Contract or Unexpired Lease.

their sole option, may elect to reject such Executory Contract or Unexpired Lease in lieu of assuming it.

9. Copies of the Disclosure Statement or the Plan (including any exhibits thereto) are available at no charge via the internet at <http://mfglobalcaseinfo.com/disclosure.php>. Copies of either the Disclosure Statement or the Plan (excluding any publicly-filed exhibits thereto) are also available upon a written request made to: (a) the Plan Proponents' Balloting Agent, at MF Global Holdings Ltd., c/o GCG, Inc., 5151 Blazer Parkway, Suite A, Dublin, Ohio 43017, (b) the Creditor Co-Proponents' Counsel at Jones Day, 555 South Flower Street, 50th Floor, Los Angeles, CA 90071, Attn: Susan Perry, or (c) mfglobalinfo@gcginc.com.

10. The Confirmation Hearing will be held before the Honorable Martin Glenn, United States Bankruptcy Judge, in Room 501 of the Bankruptcy Court, One Bowling Green, New York, New York 10004 on **April 5, 2013, at 10:00 a.m.** prevailing Eastern Time. The Confirmation Hearing may be continued from time to time without further notice other than the announcement of the adjourned date at the Confirmation Hearing or any continued hearing.

11. Parties that desire to object to the assumption of the Executory Contract(s) and Unexpired Lease(s) identified above and/or any proposed cure amounts related thereto or to the Plan generally must File an objection to the Plan by the deadline for filing objections thereto. Objections, if any, to the confirmation of the Plan must: (a) be in writing; (b) state the name and address of the objecting party and the nature of the claim or interest of such party; (c) state with particularity the basis and nature of any objection; and (d) be Filed with the Bankruptcy Court at the address set forth in the preceding paragraph and served on the following parties so that they are received no later than **4:00 p.m., prevailing Eastern Time, on March 25, 2013 (the "Objection Deadline")**:

- counsel for the Creditor Co-Proponents, JONES DAY, 555 South Flower Street, 50th Floor, Los Angeles, CA 90071 (Attn: Bruce Bennett, Bennett L. Spiegel, and Lori Sinanyan);
- counsel to the Chapter 11 Trustee, Co-Proponent, MORRISON & FOERSTER LLP, 1290 Avenue of the Americas, New York, NY 10104 (Attn: Brett H. Miller and Melissa A. Hager);
- the OFFICE OF THE UNITED STATES TRUSTEE, SOUTHERN DISTRICT OF NEW YORK, 33 Whitehall Street, 21st Floor, New York, New York 10004 (Attn: Brian Masumoto); and
- counsel to the Official Committee of Unsecured Creditors, PROSKAUER ROSE LLP, Eleven Times Square, New York, NY 10036 (Attn: Martin J. Bienenstock).

12. Any objections to the assumption of the Executory Contract(s) and Unexpired Lease(s) identified above and/or related cure or adequate assurances proposed in connection with the Plan that remain unresolved as of the Confirmation Hearing will be heard at the Confirmation Hearing (or such other date as fixed by the Court).

ASSUMPTION OF ANY EXECUTORY CONTRACT OR UNEXPIRED LEASE PURSUANT TO THE PLAN OR OTHERWISE SHALL RESULT IN THE FULL RELEASE AND SATISFACTION OF ANY CLAIMS OR DEFAULTS, WHETHER MONETARY OR NONMONETARY, INCLUDING DEFAULTS OF PROVISIONS RESTRICTING THE CHANGE IN CONTROL OR OWNERSHIP INTEREST COMPOSITION OR OTHER BANKRUPTCY-RELATED DEFAULTS, ARISING UNDER ANY ASSUMED EXECUTORY CONTRACT OR UNEXPIRED LEASE AT ANY TIME BEFORE THE DATE THE DEBTORS ASSUME SUCH EXECUTORY CONTRACT OR UNEXPIRED LEASE. ANY PROOFS OF CLAIM FILED WITH RESPECT TO AN EXECUTORY CONTRACT OR UNEXPIRED LEASE THAT HAS BEEN ASSUMED SHALL BE DEEMED DISALLOWED AND EXPUNGED, WITHOUT FURTHER NOTICE TO OR ACTION, ORDER OR APPROVAL OF THE BANKRUPTCY COURT.

13. Absent your filing an objection by the Objection Deadline, the assumption of the Executory Contract or Unexpired Lease shall become effective as of the Effective Date, without further notice, hearing, or order of the Bankruptcy Court.

DATED: FEBRUARY __, 2013

[BY ORDER OF THE COURT]

<u>/s/ Bruce Bennett</u> JONES DAY Bruce Bennett Bennett L. Spiegel Lori Sinanyan 555 South Flower Street, Fiftieth Floor Los Angeles, CA 90071 Tel: (213) 243-2533 Fax: (213) 243-2539 Counsel for the Creditor Co-Proponents	<u>/s/ Brett H. Miller</u> MORRISON & FOERSTER LLP Brett H. Miller Melissa A. Hager Craig A. Damast John A. Pintarelli William M. Hildbold 1290 Avenue of the Americas New York, New York 10104 Tel: (212) 468-8000 Fax: (212) 468-7900 Counsel for the Chapter 11 Trustee, Co-Proponent
--	--

Exhibit H

NOTICE OF REJECTION

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----	X
	:
In re	:
	:
MF GLOBAL HOLDINGS LTD., <i>et al.</i> ,	:
	:
Debtors.	:
	:
-----	X

Chapter 11
Case No. 11-15059 (MG)
(Jointly Administered)

**NOTICE OF REJECTION TO EXECUTORY CONTRACT
AND UNEXPIRED LEASE COUNTERPARTIES**

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. On October 31, 2011, December 19, 2011, and March 2, 2012, the above captioned debtors (collectively, the “**Debtors**”) filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”).

2. On February [•], 2013, the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) entered the *Order (I) Approving Disclosure Statement and the Form and Manner of Notice of the Disclosure Statement, (II) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject the Plan, (III) Scheduling Hearing on Confirmation of the Plan, (IV) Approving Related Notice and Objection Procedures, and (V) Approving Certain Pre-Confirmation Matters* (Docket No. [•]) (the “**Solicitation Procedures Order**”).

3. Among other things, the Solicitation Procedures Order: (a) approved the *Disclosure Statement for the Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc.*, dated February 12, 2013 (Docket No. [•]) (as the same may be amended or modified, the “**Disclosure Statement**”); (b) established certain procedures for the solicitation and tabulation of votes to accept or reject the *Amended Joint Plan of Liquidation Pursuant To Chapter 11 of the Bankruptcy Code for MF Global Holdings Ltd., MF Global Finance USA Inc., MF Global Capital LLC, MF Global FX Clear LLC, MF Global Market Services LLC, and MF Global Holdings USA Inc.*, dated February 12, 2013 (Docket No. [•]) (as the same may be amended or modified, the “**Plan**”);¹ (c) approved the contents of the proposed solicitation packages to be distributed to the Debtors’ stakeholders and other parties in interest who are entitled to vote in connection with the solicitation of votes on the Plan; and (d) scheduled a hearing on confirmation of the Plan (the “**Confirmation Hearing**”) and approved certain related notice and objection procedures.

¹ Capitalized terms not otherwise defined herein have the meanings given to them in the Plan.

4. Pursuant to Article VIII of the Plan *as currently drafted and subject to the Plan being confirmed by final order of the Bankruptcy Court*, each Executory Contract or Unexpired Lease of the Debtors shall be deemed automatically rejected in accordance with the provisions and requirements of sections 365 and 1123 of the Bankruptcy Code as of the Effective Date, unless any such Executory Contract or Unexpired Lease: (a) was assumed, assumed and assigned, rejected, expired or terminated pursuant to its own terms during the Chapter 11 Cases; (b) is subject of a motion to assume Filed on or before the Confirmation Date; or (d) is identified on Exhibit VIII.E.1 to the Plan as an Executory Contract or Unexpired Lease to be assumed under the Plan.

YOU ARE RECEIVING THIS NOTICE BECAUSE THE DEBTORS' RECORDS REFLECT THAT YOU MAY BE OR ARE A PARTY TO AN EXECUTORY CONTRACT OR UNEXPIRED LEASE THAT WILL BE REJECTED PURSUANT TO THE PLAN. THEREFORE, YOU ARE ADVISED TO REVIEW CAREFULLY THE INFORMATION CONTAINED IN THIS NOTICE AND THE RELATED PROVISIONS OF THE PLAN, INCLUDING THE PLAN SUPPLEMENT.

5. Proofs of Claim with respect to Claims arising from the rejection of Executory Contracts or Unexpired Leases, if any, must be filed with the Bankruptcy Court within **30 days** after service of the Confirmation Order approving the rejection of such Executory Contract or Unexpired Lease. Any such Claims not Filed within such time shall be forever barred from assertion against the Debtors or their Estates.

6. Copies of the Disclosure Statement or the Plan (including any exhibits thereto) are available at no charge via the internet at <http://mfglobalcaseinfo.com/disclosure.php>. Copies of either the Disclosure Statement or the Plan (excluding any publicly-filed exhibits thereto) are also available upon a written request made to: (a) the Plan Proponents' Balloting Agent, at MF Global Holdings Ltd., c/o GCG, Inc., 5151 Blazer Parkway, Suite A, Dublin, Ohio 43017, (b) the Creditor Co-Proponents' Counsel at Jones Day, 555 South Flower Street, 50th Floor, Los Angeles, CA 90071, Attn: Susan Perry, or (c) mfglobalinfo@gcginc.com.

7. The Confirmation Hearing will be held before the Honorable Martin Glenn, United States Bankruptcy Judge, in Room 501 of the Bankruptcy Court, One Bowling Green, New York, New York 10004 on **April 5, 2013, at 10:00 a.m.** prevailing Eastern Time. The Confirmation Hearing may be continued from time to time without further notice other than the announcement of the adjourned date at the Confirmation Hearing or any continued hearing.

8. Parties that desire to object to the rejection of a specific Executory Contract or Unexpired Lease must File an objection to the Plan by the deadline for filing objections thereto. Objections, if any, to the confirmation of the Plan must: (a) be in writing; (b) state the name and address of the objecting party and the nature of the claim or interest of such party; (c) state with particularity the basis and nature of any objection; and (d) be Filed with the Bankruptcy Court at the address set forth in the preceding paragraph and served on the following parties so that they are received no later than **4:00 p.m., prevailing Eastern Time, on March 25, 2013 (the "Objection Deadline")**:

- counsel for the Creditor Co-Proponents, JONES DAY, 555 South Flower Street, 50th Floor, Los Angeles, CA 90071 (Attn: Bruce Bennett, Bennett L. Spiegel, and Lori Sinanyan);
- counsel to the Chapter 11 Trustee, Co-Proponent, MORRISON & FOERSTER LLP, 1290 Avenue of the Americas, New York, NY 10104 (Attn: Brett H. Miller and Melissa A. Hager);
- the OFFICE OF THE UNITED STATES TRUSTEE, SOUTHERN DISTRICT OF NEW YORK, 33 Whitehall Street, 21st Floor, New York, New York 10004 (Attn: Brian Masumoto); and
- counsel to the Official Committee of Unsecured Creditors, PROSKAUER ROSE LLP, Eleven Times Square, New York, NY 10036 (Attn: Martin J. Bienenstock).

9. Absent your filing an objection by the Objection Deadline, the rejection of the Executory Contract or Unexpired Lease shall become effective as of the Effective Date, without further notice, hearing, or order of the Bankruptcy Court.

DATED: FEBRUARY ___, 2013

[BY ORDER OF THE COURT]

<u>/s/ Bruce Bennett</u> JONES DAY Bruce Bennett Bennett L. Spiegel Lori Sinanyan 555 South Flower Street, Fiftieth Floor Los Angeles, CA 90071 Tel: (213) 243-2533 Fax: (213) 243-2539 Counsel for the Creditor Co-Proponents	<u>/s/ Brett H. Miller</u> MORRISON & FOERSTER LLP Brett H. Miller Melissa A. Hager Craig A. Damast John A. Pintarelli William M. Hildbold 1290 Avenue of the Americas New York, New York 10104 Tel: (212) 468-8000 Fax: (212) 468-7900 Counsel for the Chapter 11 Trustee, Co-Proponent
--	--