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*Counsel for MF Global Holdings Ltd.,
as Plan Administrator*

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

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	:	
In re	:	Chapter 11
	:	
MF GLOBAL HOLDINGS LTD., et al.,	:	Case No. 11-15059 (MG)
	:	
Debtors.	:	(Jointly Administered)
	:	
	:	
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**NOTICE OF PRESENTMENT OF THE PLAN ADMINISTRATOR’S APPLICATION
FOR ORDER (I) ESTABLISHING DEADLINE FOR FILING NON-DEBTOR
AFFILIATE INTERCOMPANY PROOFS OF CLAIM AND (II) APPROVING THE
FORM AND MANNER OF NOTICE THEREOF**

PLEASE TAKE NOTICE that upon the annexed *Plan Administrator’s Application for Order (I) Establishing Deadline for Filing Non-Debtor Affiliate Intercompany Proofs of Claim and (II) Approving the Form and Manner of Notice Thereof* (the “**Application**”), the undersigned will present the proposed order attached as Exhibit A to the Application to the Honorable Martin Glenn, Bankruptcy Judge of the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”), at One Bowling Green, Room 501, New York, New York 10004, for signature on **September 18, 2013 at 12:00 p.m. (Prevailing Eastern Time)**.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the relief requested in the Application (i) must comply with the Federal Rules of Bankruptcy Procedure, the Local Rules of the United States Bankruptcy Court for the Southern District of New York, (ii) must be set forth in writing describing the basis therefor, and (iii) shall be filed electronically with the Bankruptcy Court on the docket of *In re MF Global Holdings Ltd., et al*, Case No. 11-15059

(MG), in accordance with General Order M-399, by registered users of the Bankruptcy Court's case filing system and by all other parties in interest on a compact disc or flash drive.

PLEASE TAKE FURTHER NOTICE that unless a written objection, with proof of service, is timely filed upon:

(a) counsel to the Plan Administrator, Morrison & Foerster LLP, 1290 Avenue of the Americas, New York, New York 10404 (Attn: Brett H. Miller, Esq.), and

(b) the Office of the United States Trustee, 201 Varick Street, Suite 1006, New York, New York 10014, (Attn: Brian Masumoto, Esq.)

by **September 16, 2013 at 4:00 p.m. (Prevailing Eastern Time)**, there will not be a hearing and the proposed order may be signed.

PLEASE TAKE FURTHER NOTICE that if a written objection is timely filed, the Bankruptcy Court will schedule a hearing and the Plan Administrator will notify all other parties entitled to receive notice. The Plan Administrator and objecting parties are required to attend the hearing, and failure to attend in person or by counsel may result in relief being granted or denied upon default.

Dated: September 11, 2013
New York, New York

/s/ Brett H. Miller

MORRISON & FOERSTER LLP

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

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

PLAN ADMINISTRATOR’S APPLICATION FOR ORDER (I) ESTABLISHING DEADLINE FOR FILING NON-DEBTOR AFFILIATE INTERCOMPANY PROOFS OF CLAIM AND (II) APPROVING THE FORM AND MANNER OF NOTICE THEREOF

TO THE HONORABLE MARTIN GLENN,
UNITED STATES BANKRUPTCY JUDGE:

MF Global Holdings Ltd. (“**Holdings Ltd.**”), the Plan Administrator under the *Second Amended and Restated 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.* (the “**Second Amended and Restated Plan**”)¹ [Docket No. 1382], hereby submits this

¹ Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Second Amended and Restated Plan.

application (the “**Application**”) for entry of an order, in substantially the form attached hereto as Exhibit A (the “**NDA Bar Date Order**”), (i) establishing a deadline for the filing of proofs of claim by non-debtor affiliates,² wherever located throughout the world (each, an “**NDA**”, and collectively, the “**NDAs**”),³ wishing to assert a pre-petition claim, as defined in section 101(5) of title 11 of the United States Code (the “**Bankruptcy Code**”) (including secured claims and priority claims) (each, an “**NDA Claim**”, and collectively, the “**NDA Claims**”),⁴ and (ii) approving the form and manner of notice thereof. In support of the Application, the Plan Administrator respectfully represents as follows:

JURISDICTION

1. This Court has subject matter jurisdiction to consider this Application pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding under 28 U.S.C. § 157(b). Venue of these cases and this Application in this District is proper under 28 U.S.C. §§ 1408 and 1409.

BACKGROUND

2. On October 31, 2011, Holdings Ltd. and MF Global Finance USA, Inc. (“**FinCo**”) filed voluntary petitions in this Court for relief under chapter 11 of the Bankruptcy Code. On December 19, 2011, MF Global Capital LLC (“**Capital**”), MF Global FX Clear LLC (“**FX Clear**”) and MF Global Market Services LLC (“**Market Services**”) filed voluntary petitions in this Court for relief under chapter 11 of the Bankruptcy Code. On March 2, 2012, MF Global Holdings USA Inc. (individually, “**Holdings USA**”, and collectively with Holdings Ltd., FinCo, Capital, FX Clear and Market Services, the “**Debtors**”) filed a voluntary petition in this Court for relief under chapter 11 of the Bankruptcy Code. The Debtors’ cases (collectively,

² Affiliate shall have the meaning ascribed to it in section 101(2) of the Bankruptcy Code.

³ The NDAs do not include the Debtors (as defined below), MF Global Inc. or MF Global U.K. Ltd., with whom the Debtors already have reached agreements as to their various claims.

⁴ The NDA Claims do not include any Admin Claims (as defined below) because the NDAs were subject to the March 15, 2013 and August 5, 2013 Admin Claims bar dates established in the Chapter 11 Cases (as defined below). Therefore, the NDAs are time-barred from filing any claims against the Debtors asserting administrative priority.

the “**Chapter 11 Cases**”) are being jointly administered pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) [Docket Nos. 19, 298, 528]. No examiner has been appointed in the Chapter 11 Cases.

3. On November 7, 2011, the United States Trustee (the “**U.S. Trustee**”) appointed an unsecured creditors’ committee (the “**Committee**”) in the Holdings Ltd. and FinCo chapter 11 cases.

4. On November 21, 2011, the Committee, Holdings Ltd. and FinCo jointly moved this Court for an order directing the U.S. Trustee to appoint a chapter 11 trustee [Docket No. 131], which this Court entered on November 22, 2011 [Docket No. 156].

5. On November 28, 2011, this Court entered an order granting the U.S. Trustee’s application to appoint a chapter 11 trustee, pursuant to which Louis J. Freeh (the “**Trustee**”) was appointed as the chapter 11 trustee for Holdings Ltd. and FinCo [Docket No. 170].

6. By orders dated December 27, 2011 and March 8, 2012, this Court approved the appointment of the Trustee as the chapter 11 trustee for Capital, FX Clear, Market Services, and Holdings USA [Docket Nos. 306, 548].

7. On June 28, 2012, this Court entered the *Order (I) Establishing Deadline for Filing Proofs of Claim and (II) Approving the Form and Manner of Notice Thereof* [Docket No. 740] which established (i) August 22, 2012 at 5:00 p.m. (Prevailing Eastern Time) as the deadline for all persons and entities other than governmental units, as defined in section 101(27) of the Bankruptcy Code, to file a pre-petition proof of claim against the Debtors, including a claim pursuant to section 503(b)(9) of the Bankruptcy Code, and (ii) August 29, 2012 at 5:00 p.m. (Prevailing Eastern Time) as the deadline for governmental units to file a pre-petition proof

of claim against the Debtors. This order specifically carved out NDAs from the obligation of filing pre-petition claims against the Debtors on or before the August 22, 2012 bar date.⁵

8. To date, in excess of 2,000 unsecured, secured, priority, and administrative proofs of claim (collectively, “**Claims**”) have been filed in the Chapter 11 Cases, including late-filed Claims, with asserted liabilities of approximately \$11.6 billion, plus unliquidated amounts.

9. On February 15, 2013, this Court entered the *Order Pursuant to Sections 105 and 503 of the Bankruptcy Code and Bankruptcy Rules 2002 and 9007(I) Setting Bar Date for Filing Proofs of Claim Asserting Administrative Claims and (II) Approving Form and Notice Thereof* [Docket No. 1091], which established March 15, 2013 as the deadline to file any claims against the Debtors entitled to administrative priority pursuant to sections 365(d)(3), (5) or 503(b)(1)-(8) of the Bankruptcy Code (“**Admin Claims**”) that arose prior to March 1, 2013.

10. On April 5, 2013, this Court entered an order (the “**Confirmation Order**”) [Docket No. 1288] confirming the Amended and Restated 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 April 1, 2013 (the “**Amended and Restated Plan**”) [Docket No. 1267] (amending and restating 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 20, 2013 [Docket No. 1111], as subsequently supplemented, amended or modified, including by the Plan Adjustment [Docket No. 1182] and the Plan Supplement [Docket No. 1203]).

⁵ Various NDAs throughout the world are involved in their own liquidation proceedings and are not within the control of the Plan Administrator. Out of an abundance of caution, the Plan Administrator files this Application to ensure that all NDA Claims are filed and reconciled.

11. On May 2, 2013, this Court entered the Order Granting the Plan Proponents' Motion for Entry of an Order Approving Nonmaterial Modifications to the Plan Pursuant to Section 1127(b) of the Bankruptcy Code (the "**Plan Modification Order**") [Docket No. 1376].

12. On May 3, 2013, the Plan Proponents filed the Second Amended and Restated Plan, which reflects the nonmaterial modifications to the Amended and Restated Plan as approved by the Plan Modification Order.

13. The Plan Modification Order, among other things, provides that the Confirmation Order remains in effect and applies to the Second Amended and Restated Plan, such that the Second Amended and Restated Plan is deemed confirmed by the Confirmation Order.

14. Pursuant to the Second Amended and Restated Plan, claimants asserting Admin Claims arising after March 1, 2013 but prior to June 4, 2013 must have filed their Admin Claims prior to August 5, 2013.

15. The Effective Date of the Second Amended and Restated Plan occurred on June 4, 2013. As of the Effective Date, Holdings Ltd. became the Plan Administrator under the Second Amended and Restated Plan. Also as of the Effective Date, pursuant to the Confirmation Order, the Trustee fulfilled all of his duties under section 1106 of the Bankruptcy Code and, accordingly, was discharged from all further obligations.

16. The Plan Administrator's duties and powers include reviewing, reconciling, compromising, settling or objecting to Claims and resolving such objections as set forth in the Second Amended and Restated Plan, free of any restrictions of the Bankruptcy Code or the Bankruptcy Rules. *See* Second Amended and Restated Plan, section IV.A.C. As of the Effective Date, only the Plan Administrator has the authority to file, settle, compromise, withdraw or

litigate to judgment objections to Claims. *See* Second Amended and Restated Plan, section VII.B.1.

RELIEF REQUESTED

17. By this Application, the Plan Administrator requests that, pursuant to section 502(b)(9) of the Bankruptcy Code and Bankruptcy Rule 3003(c)(3), the Court:

- a. establish November 4, 2013 at 5:00 p.m. (Prevailing Eastern Time) as the deadline for each NDA to file an NDA Claim against any of the Debtors (the “**NDA Bar Date**”);
- b. approve a proposed NDA Claim form, substantially in the form attached as Annex 1 to the proposed NDA Bar Date Order (the “**NDA Claim Form**”);
- c. approve proposed procedures for filing NDA Claims; and
- d. approve proposed procedures for notice of the NDA Bar Date, including, among other things, procedures for mailing notice to the NDAs substantially in the form attached as Annex 2 to the proposed NDA Bar Date Order (the “**NDA Bar Date Notice**”).

THE NDA BAR DATE

18. Bankruptcy Rule 3003(c)(3) provides that the Court shall fix the time within which proofs of claim must be filed in a chapter 11 case pursuant to section 501 of the Bankruptcy Code. Bankruptcy Rule 2002(p)(2) requires that, “[u]nless the court for cause orders otherwise, a creditor with a foreign address to which notices under this rule are mailed shall be given at least 30 days’ notice of the time fixed for filing a proof of claim under Rule 3002(c) or Rule 3003(c).” Fed. R. Bankr. P. 2002(p)(2).

19. Requests for bar date orders must conform substantially to the standard order and notice provided in the Second Amended Procedural Guidelines for Filing Requests for Bar Orders in the United States Bankruptcy Court for the Southern District of New York, dated

November 29, 2009, established by the Board of Judges for the Southern District of New York (General Order M-386, Amending General Order M-350) (the “**Procedural Guidelines**”).

THE NDA CLAIM FORM

20. With the assistance of GCG, Inc. (“**GCG**”), the official noticing and claims agent for the Plan Administrator, a proposed NDA Claim Form has been prepared. The proposed NDA Claim Form is based on Official Form No. 10 but is tailored to the Debtors. Each NDA whose claim is listed on the Debtors’ schedules of assets and liabilities (the “**Schedules**”) will receive in the mail an NDA Claim Form with instructions for filing an NDA Claim and correcting any incorrect name and address information. To the extent feasible, the NDA Claim Form will be further customized when sent to an NDA to reflect certain information about the NDA and the Debtor(s) against which that NDA may have a claim.

REQUIREMENTS FOR PREPARING AND FILING NDA CLAIMS

21. The proposed NDA Bar Date Order provides that each NDA Claim must: (a) be written in the English language; (b) be denominated in lawful currency of the United States (provided, however, that the Plan Administrator reserves the right to convert a claim denominated in non-U.S. currency into U.S. currency using the applicable exchange rate as of the applicable petition date, unless the Plan Administrator deems another date more appropriate); (c) conform substantially with the NDA Claim Form; (d) indicate the Debtor against which the NDA is asserting a claim (and if an NDA asserts a claim against more than one Debtor or has claims against more than one Debtor, a separate NDA Claim must be filed with respect to each Debtor); (e) include supporting documentation (and if voluminous, attach a summary) or an explanation as to why documentation is not available; and (f) be signed by an authorized agent of the NDA.

PROPOSED PROCEDURES FOR FILING NDA CLAIMS

22. In accordance with the Procedural Guidelines, the Plan Administrator requests that the Court establish November 4, 2013 at 5:00 p.m. (Prevailing Eastern Time) as the NDA Bar Date. Fixing the proposed NDA Bar Date will enable the Plan Administrator to receive, process, and begin his analysis of NDA Claims in a timely and efficient manner. Based on the procedures set forth below, the proposed NDA Bar Date will give all NDAs ample opportunity to prepare and file NDA Claims.

23. Pursuant to the NDA Bar Date Order, each NDA that asserts an NDA Claim against any Debtor must file an original, written proof of such claim either by (a) mailing the original NDA Claim to MF Global Holdings Ltd., *et al.*, c/o GCG, Inc., P.O. Box 9846, Dublin, Ohio 43017-5746, or (b) hand delivering or delivering by overnight mail the original NDA Claim to MF Global Holdings Ltd., *et al.*, c/o GCG, Inc., 5151 Blazer Parkway, Suite A, Dublin, Ohio 43017. The Plan Administrator requests that the NDA Bar Date Order provide that (a) NDA Claims sent by facsimile or electronic mail will **not** be accepted and (b) NDA Claims are deemed timely filed only if such claims are **actually received** on or before 5:00 p.m. (Prevailing Eastern Time) on the NDA Bar Date.

24. Pursuant to the proposed NDA Bar Date Order, the following NDAs are **not** required to file an NDA Claim on or before the NDA Bar Date:

(a) any NDA that has **already** properly filed a proof of claim against the applicable Debtor or Debtors with GCG or the Clerk of the Bankruptcy Court for the Southern District of New York in a form substantially similar to the NDA Claim Form;

(b) any NDA whose claim is listed on the Schedules, **provided that**: (i) the claim is **not** scheduled as “disputed,” “contingent” or “unliquidated,” (ii) the NDA agrees with the amount, nature and priority of the claim as set forth in the Schedules, **and** (iii) the NDA agrees that the claim is an obligation of the specific Debtor against which the claim is listed on the Schedules;

(c) any NDA that holds a claim that has been allowed by an order of the Court entered on or before the NDA Bar Date;

(d) any NDA whose claim has been paid in full by any of the Debtors; or

(e) any NDA that holds a claim for which specific deadlines have been fixed by an order of the Court entered on or before the NDA Bar Date.

CONSEQUENCES OF FAILURE TO FILE AN NDA CLAIM

25. Pursuant to Bankruptcy Rule 3003(c)(2), the Plan Administrator proposes that any holder of an NDA Claim against one or more of the Debtors that is required, but fails, to timely file a proof of such claim in appropriate form in accordance with the terms of the NDA Bar Date Order will be forever barred, estopped and enjoined from asserting such claim against the Debtors (or filing an NDA Claim with respect thereto), and the Debtors, their chapter 11 estates, their successors and their respective property will be forever discharged from any and all indebtedness or liability with respect to such claim, and such holder will not be permitted to participate in any distribution in the Chapter 11 Cases on account of such claim or to receive further notices regarding such claim.

NOTICE OF THE NDA BAR DATE

26. The NDA Bar Date Notice conforms substantially to the form annexed to the Procedural Guidelines.

27. The NDA Bar Date Notice notifies NDAs of the NDA Bar Date and contains information regarding who must file an NDA Claim, the procedure for filing an NDA Claim, and the consequences of the failure to timely file an NDA Claim. The Plan Administrator requests that the Court approve the NDA Claim Form and use of the NDA Bar Date Notice.

28. Pursuant to Bankruptcy Rule 2002(a)(7), (f), and (p), the Plan Administrator proposes to provide notice of the NDA Bar Date to all effected creditors at least 35 days before

the NDA Bar Date by providing the NDA Bar Date Notice (together with a copy of the NDA Claim Form) to all NDAs. The Plan Administrator does not intend to provide additional notice to any additional parties, and respectfully submits that given the limited scope of this Application no additional notice is required.

**THE PROPOSED NDA BAR DATE NOTICE PROCEDURES ARE REASONABLY
CALCULATED TO PROVIDE DUE AND PROPER NOTICE**

29. The Plan Administrator believes that the procedures described herein and in the NDA Bar Date Notice (together, the “**Notice Procedures**”) are collectively “reasonably calculated, under all the circumstances, to apprise interested parties of the pendency of the” Chapter 11 Cases and the requirement of filing an NDA Claim by the NDA Bar Date. *Mullane v. Cent. Hanover Bank & Trust Co.*, 339 U.S. 306, 314 (1950). Moreover, the Notice Procedures substantially conform to the Procedural Guidelines. Consequently, the Plan Administrator respectfully requests that the Court find that the Notice Procedures constitute adequate and sufficient notice for all relevant purposes.

30. In accordance with Bankruptcy Rule 2002(a)(7), the Plan Administrator must provide at least twenty-one (21) days' notice of the deadline to file proofs of claim. Bankruptcy Rule 2002(p)(2) requires the Plan Administrator to provide thirty (30) days' notice to creditors with a foreign address. The Procedural Guidelines require at least thirty-five (35) days' notice to all creditors.

31. Under the proposed NDA Bar Date Order, the Plan Administrator will provide no less than 35 days' notice of the NDA Bar Date to all NDAs. Accordingly, the Plan Administrator submits that the proposed NDA Bar Date and Notice Procedures provide sufficient time for all NDAs to assert their claims. Further, the Plan Administrator submits that the proposed Notice

Procedures will provide notice to all NDAs that may wish to assert a claim in the Chapter 11 Cases.

32. After the initial mailing of the NDA Bar Date Notice, the Plan Administrator anticipates that it may be appropriate to make supplemental mailings of notices, including in the event that notices are returned by the post office with forwarding addresses (unless notices are returned as “return to sender” without a forwarding address, in which cases the Plan Administrator should not be required to mail additional notices to such NDAs). In this regard, the Plan Administrator requests that the Court permit it, with the assistance of GCG, to make supplemental mailings of NDA Bar Date Notices in these and similar circumstances at any time in advance of the NDA Bar Date, with any such mailings being deemed timely and the NDA Bar Date being applicable to the NDA. The Plan Administrator believes that these proposed supplemental mailings will help to provide actual notice to NDAs wherever practicable, while at the same time preserving the integrity of the NDA Bar Date.

33. Accordingly, the Plan Administrator submits that no further or other notice of the NDA Bar Date is necessary and that the Notice Procedures provide due and proper notice of the NDA Bar Date.

OBJECTIONS AND RESERVATION OF RIGHTS

34. The Plan Administrator reserves all rights and defenses with respect to any NDA Claim, including, among other things, the right to object to any NDA Claim on any grounds. If the holder of a claim asserts a claim against an incorrect Debtor, the Plan Administrator will not object to such claim solely on that basis, except to reclassify such claim as a claim against the proper Debtor, but may object to such claim on any other basis and reserves all rights to do so. The Plan Administrator also reserves all rights and defenses with respect to any claim listed on

the Schedules, including, among other things, the right to dispute any such claim and assert any offsets or defenses to such claim.

35. For the foregoing reasons, the Plan Administrator submits that the relief requested by the Application should be granted, and that such relief is necessary and appropriate and is in the best interests of the Debtors' estates and creditors.

NOTICE

36. Notice of this Application has been provided in accordance with the *Order Pursuant to 11 U.S.C. § 105(a) of the Bankruptcy Code and Fed. R. Bankr. P. 1015(c) and 9007 Implementing Certain Notice and Case Management Procedures* [Docket No. 256]. The Plan Administrator submits that, under the circumstances, no other or further notice is necessary.

NO PRIOR REQUEST

37. No prior request for the relief requested herein has been made to this or any other Court.

CONCLUSION

WHEREFORE, the Plan Administrator respectfully requests that the Court (a) enter the proposed NDA Bar Date Order, substantially in the form attached hereto as Exhibit A, granting the relief requested in the Application; and (b) grant such other and further relief as the Court may deem just and proper.

Dated: September 11, 2013
New York, New York

/s/ Brett H. Miller

MORRISON & FOERSTER LLP

Brett H. Miller

Melissa A. Hager

Craig A. Damast

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New York, New York 10104

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*Counsel for MF Global Holdings Ltd.,
as Plan Administrator*

EXHIBIT A

PROPOSED NDA BAR DATE ORDER

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

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	:	
In re	:	Chapter 11
	:	
MF GLOBAL HOLDINGS LTD., et al.,	:	Case No. 11-15059 (MG)
	:	
Debtors.	:	(Jointly Administered)
	:	
	:	
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**ORDER (I) ESTABLISHING DEADLINE FOR FILING NON-DEBTOR AFFILIATE
INTERCOMPANY PROOFS OF CLAIM AND (II) APPROVING THE FORM AND
MANNER OF NOTICE THEREOF**

Upon the Application (the “**Application**”)¹ of MF Global Holdings Ltd., the Plan Administrator under the *Second Amended and Restated 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. 1382], for an order pursuant to section 502(b)(9) of the Bankruptcy Code and Bankruptcy Rule 3003(c)(3) establishing a deadline and procedures for filing certain proofs of claim and approving the form and manner of notice thereof, all as set forth more fully in the Application; and the Court having subject matter jurisdiction to consider the Application and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Application and the relief requested therein being a core proceeding under 28 U.S.C. § 157(b); and venue being proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Application having been provided, as set forth in the Application, and no other or further notice needing to be provided; and the relief requested in the Application being in the best interests of the Debtors and their estates and creditors; and the

¹ Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Application.

Court having reviewed the Application; and the Court having determined that the legal and factual bases set forth in the Application establish just cause for the relief granted herein; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Application is GRANTED.
2. Except as otherwise provided herein, all NDAs that assert a pre-petition claim, as defined in section 101(5) of the Bankruptcy Code (including secured claims and priority claims), against the Debtors shall file a proof of such claim in writing so that it is actually received on or before November 4, 2013 at 5:00 p.m. (Prevailing Eastern Time) (the “**NDA Bar Date**”).
3. The following procedures for the filing of proofs of claim (each, an “**NDA Claim**”) shall apply:
 - (a) NDA Claims must conform substantially to the form of the NDA Claim attached hereto as Annex 1 (the “**NDA Claim Form**”), which is hereby approved;
 - (b) NDA Claims must be filed either by mailing, delivering by overnight courier, or hand delivering the original NDA Claims on or before the NDA Bar Date to:

If by mail:

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

If by hand delivery or overnight mail:

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

- (c) NDA Claims sent by facsimile or electronic mail shall **not** be accepted;
- (d) NDA Claims shall be deemed timely filed only if **actually received** on or before 5:00 p.m. (Prevailing Eastern Time) on the NDA Bar Date;
- (e) NDA Claims must (i) be written in the English language, (ii) be denominated in lawful currency of the United States (provided, however, that the Plan Administrator reserves the right to convert a claim denominated in non-U.S. currency into U.S. currency using the applicable exchange rate as of the applicable petition date, unless the Plan Administrator deems another date more appropriate), (iii) include supporting documentation (and if voluminous, attach a summary) or an explanation as to why documentation is not available, and (iv) be signed by an authorized agent of the NDA; and
- (f) NDA Claims must specify by name and case number the Debtor against which the claim is filed. If an NDA asserts a claim against more than one Debtor or has claims against different Debtors, a separate NDA Claim Form must be filed with respect to each Debtor.

4. The following NDAs need **not** file an NDA Claim on or before the NDA Bar

Date:

- (a) any NDA that has **already** properly filed a proof of claim against the applicable Debtor or Debtors with GCG or the Clerk of the Bankruptcy Court for the Southern District of New York in a form substantially similar to the NDA Claim Form;

(b) any NDA whose claim is listed on the Schedules, provided that: (i) the claim is **not** scheduled as “disputed,” “contingent” or “unliquidated,” (ii) the NDA agrees with the amount, nature and priority of the claim as set forth in the Schedules, **and** (iii) the NDA agrees that the claim is an obligation of the specific Debtor against which the claim is listed on the Schedules;

(c) any NDA that holds a claim that has been allowed by an order of the Court entered on or before the NDA Bar Date;

(d) any NDA whose claim has been paid in full by any of the Debtors; or

(e) any NDA that holds a claim for which specific deadlines have been fixed by an order of the Court entered on or before the NDA Bar Date.

5. Any NDA who desires to rely on the Schedules will have the responsibility for determining that the claim is accurately listed on the Schedules.

6. With regard to those NDAs with NDA Claims listed on the Schedules, the Plan Administrator shall mail one or more NDA Claim Form(s) (as appropriate) substantially similar to the NDA Claim Form indicating on each NDA Claim Form how such NDA’s claim has been listed on the Schedules (including the identity of the Debtor, the amount of the claim and whether the claim has been scheduled as contingent, unliquidated or disputed).

7. Pursuant to Bankruptcy Rule 3003(c)(2), any NDA that holds a claim against one or more of the Debtors who is required, but fails, to timely file a proof of such claim in appropriate form in accordance with the terms of this Order shall be forever barred, estopped and enjoined from asserting such claim against the Debtors (or filing an NDA Claim with respect thereto), and the Debtors, their chapter 11 estates, their successors and their respective property shall be forever discharged from any and all indebtedness or liability with respect to such claim, and such NDA shall not be permitted to participate in any distribution in the Chapter 11 Cases on account of such claim or to receive further notices regarding such claim.

8. The NDA Bar Date Notice attached hereto as Annex 2 is approved and shall be deemed adequate and sufficient if a copy is served by first-class mail, or air mail, as applicable, at least 35 days prior to the NDA Bar Date on all NDAs and the U.S. Trustee.

9. The Plan Administrator and GCG are authorized to take such steps and perform such acts as may be necessary to implement and effectuate the terms of this Order.

10. Nothing in this Order shall prejudice the right of the Plan Administrator to object to any NDA Claim, whether filed or scheduled, on any grounds, or to dispute or assert offsets or defenses to any claim reflected on the Schedules or any amendments thereto, as to amount, liability, classification or otherwise or to subsequently designate any claim as disputed, contingent, unliquidated or undetermined.

11. Entry of this Order is without prejudice to the right of the Plan Administrator to seek a further order of the Court fixing a date by which holders of claims or interests not subject to the NDA Bar Date established herein must file proofs of claim or interest or be barred from doing so.

12. The Court shall retain jurisdiction with respect to all matters relating to the interpretation or implementation of this Order.

Dated: New York, New York
_____, 2013

THE HONORABLE MARTIN GLENN
UNITED STATES BANKRUPTCY JUDGE

ANNEX 1

PROPOSED NDA CLAIM FORM

7. **Documents:** Attached are **redacted** copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. If the claim is secured, box 4 has been completed, and **redacted** copies of documents providing evidence of perfection of a security interest are attached. (See instruction #7, and the definition of "redacted".)

DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.

If the documents are not available, please explain: _____

8. **Signature:** (See instruction #8)

Check the appropriate box.

- I am the creditor I am the creditor's authorized agent. I am the trustee, or the debtor, or their authorized agent. (See Bankruptcy Rule 3004.) I am a guarantor, surety, indorser, or other codebtor. (See Bankruptcy Rule 3005.)
 (Attach copy of power of attorney, if any.)

I declare under penalty of perjury that the information provided in this claim is true and correct to the best of my knowledge, information, and reasonable belief.

Print Name: _____

Title: _____

Company: _____

Address and telephone number (if different from notice address above): _____

(Signature)

(Date)

Telephone number: _____ Email: _____

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571. **Modified B10 (GCG) (2/12)**

INSTRUCTIONS FOR PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In certain circumstances, such as bankruptcy cases not filed voluntarily by the Debtor, exceptions to these general rules may apply. The attorneys for the Plan Administrator and its court-appointed claims agent, GCG, Inc. ("GCG"), are not authorized and are not providing you with any legal advice.

PLEASE SEND YOUR ORIGINAL, COMPLETED CLAIM FORM AS FOLLOWS: IF BY MAIL: MF GLOBAL HOLDINGS LTD., ET AL., C/O GCG, INC., P.O. BOX 9846, DUBLIN, OHIO 43017-5746. IF BY HAND OR OVERNIGHT COURIER: MF GLOBAL HOLDINGS LTD., ET AL., C/O GCG, INC., 5151 BLAZER PARKWAY, SUITE A, DUBLIN, OHIO 43017. ANY PROOF OF CLAIM SUBMITTED BY FACSIMILE OR EMAIL WILL NOT BE ACCEPTED.

THE NON-DEBTOR AFFILIATE BAR DATE IN THESE CHAPTER 11 CASES IS _____, 2013 AT 5:00 PM (PREVAILING EASTERN TIME)

Items to be completed in Proof of Claim form

Court, Name of Debtor, and Case Number:

The chapter 11 cases of MF Global Holdings Ltd. and MF Global Finance USA Inc. were commenced in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") on October 31, 2011.

The chapter 11 cases of MF Global Capital LLC, MF Global Market Services LLC and MF Global FX Clear LLC were commenced in the Bankruptcy Court on December 19, 2011.

The chapter 11 case of MF Global Holdings USA Inc. was commenced in the Bankruptcy Court on March 2, 2012.

You should select the Debtor against which you are asserting your claim.

A SEPARATE PROOF OF CLAIM FORM MUST BE FILED AGAINST EACH DEBTOR.

Creditor's Name and Address:

Fill in the name of the person or entity asserting a claim and the name and address of the person who should receive notices issued during the bankruptcy case. Please provide us with a valid email address. A separate space is provided for the payment address if it differs from the notice address. The creditor has a continuing obligation to keep the court informed of its current address. See Federal Rule of Bankruptcy Procedure (FRBP) 2002(g).

1. Amount of Claim as of Date Case Filed:

State the total amount owed to the creditor on the date of the bankruptcy filing. Follow the instructions concerning whether to complete items 4 and 5. Check the box if interest or other charges are included in the claim.

2. Basis for Claim:

State the type of debt or how it was incurred. Examples include goods sold, money loaned, services performed, personal injury/wrongful death, car loan, mortgage note, and credit card. If the claim is based on delivering health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information. You may be required to provide additional disclosure if an interested party objects to your claim.

3. Last Four Digits of Any Number by Which Creditor Identifies Debtor:

State only the last four digits of the Debtor's account or other number used by the creditor to identify the Debtor.

3a. Debtor May Have Scheduled Account As:

Report a change in the creditor's name, a transferred claim, or any other information that clarifies a difference between this proof of claim and the claim as scheduled by the Debtor.

3b. Uniform Claim Identifier:

If you use a uniform claim identifier, you may report it here. A uniform claim identifier is an optional 24-character identifier that certain large creditors use to facilitate electronic payment in chapter 13 cases.

4. Secured Claim:

Check whether the claim is fully or partially secured. Skip this section if the claim is entirely unsecured. (See Definitions.) If the claim is secured, check the box for the nature and value of property that secures the claim, attach copies of lien documentation, and state, as of the date of the bankruptcy filing, the annual interest rate (and whether it is fixed or variable), and the amount past due on the claim.

5. Amount of Claim Entitled to Priority Under 11 U.S.C. § 507(a):

If any portion of your claim falls in one or more of the listed categories, check the appropriate box(es) and state the amount entitled to priority. (See Definitions.) A claim may be partly priority and partly non-priority. For example, in some of the categories, the law limits the amount entitled to priority.

6. Credits:

An authorized signature on this proof of claim serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the Debtor credit for any payments received toward the debt.

7. Documents:

Attach redacted copies of any documents that show the debt exists and a lien secures the debt. You must also attach copies of documents that evidence perfection of any security interest. You may also attach a summary in addition to the documents themselves. FRBP 3001(c) and (d). If the claim is based on delivering health care goods or services, limit disclosing confidential health care information. Do not send original documents, as attachments may be destroyed after scanning.

8. Date and Signature:

The individual completing this proof of claim must sign and date it. FRBP 9011. If the claim is filed electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what constitutes a signature. If you sign this form, you declare under penalty of perjury that the information provided is true and correct to the best of your knowledge, information, and reasonable belief. Your signature is also a certification that the claim meets the requirements of FRBP 9011(b). Whether the claim is filed electronically or in person, if your name is on the signature line, you are responsible for the declaration. Print the name and title, if any, of the creditor or other person authorized to file this claim. State the filer's address and telephone number if it differs from the address given on the top of the form for purposes of receiving notices. If the claim is filed by an authorized agent, attach a complete copy of any power of attorney, and provide both the name of the individual filing the claim and the name of the agent. If the authorized agent is a servicer, identify the corporate servicer as the company. Criminal penalties apply for making a false statement on a proof of claim.

Proof of Claim

A proof of claim is a form used by the creditor to indicate the amount of the debt owed by the Debtor on the date of the bankruptcy filing. The creditor must file the form with GCG as described in the instructions above and in the Bar Date Notice.

Evidence of Perfection

Evidence of perfection may include a mortgage, lien, certificate of title, financing statement, or other document showing that the lien has been filed or recorded.

Acknowledgment of Filing of Claim

To receive acknowledgment of your filing from GCG, please provide a self-addressed, stamped envelope and a copy of this proof of claim when you submit the original claim to GCG.

Offers to Purchase a Claim

Certain entities are in the business of purchasing claims for an amount less than the face value of the claims. One or more of these entities may contact the creditor and offer to purchase the claim. Some of the written communications from these entities may easily be confused with official court documentation or communications from the Debtor. These entities do not represent the bankruptcy court or the Debtor. The creditor has no obligation to sell its claim. However, if the creditor decides to sell its claim, any transfer of such claim is subject to FRBP 3001(e), any applicable provisions of the Bankruptcy Code (11 U.S.C. § 101 *et seq.*), and any applicable orders of the bankruptcy court.

DEFINITIONS

Debtor

A debtor is the person, corporation, or other entity that has filed a bankruptcy case.

Unsecured Claim

An unsecured claim is one that does not meet the requirements of a secured claim. A claim may be partly unsecured if the amount of the claim exceeds the value of the property on which the creditor has a lien.

Claim Entitled to Priority Under 11 U.S.C. § 507(a)

Priority claims are certain categories of unsecured claims that are paid from the available money or property in a bankruptcy case before other unsecured claims.

Redacted

A document has been redacted when the person filing it has masked, edited out, or otherwise deleted, certain information. A creditor must show only the last four digits of any social-security, individual's tax-identification, or financial-account number, only the initials of a minor's name, and only the year of any person's date of birth. If the claim is based on the delivery of health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information.

Creditor

A creditor is the person, corporation, or other entity to whom the Debtor owes a debt that was incurred before the date of the bankruptcy filing. See 11 U.S.C. § 101(10).

Claim

A claim is the creditor's right to receive payment for a debt owed by the Debtor on the date of the bankruptcy filing. See 11 U.S.C. § 101(5). A claim may be secured or unsecured.

List of Debtors and Case Numbers

Indicate on the Face of Proof of Claim form the Debtor against which you assert a claim.

Choose only one Debtor for each Proof of Claim form.

- MF Global Holdings Ltd. (Case No. 11-15059 (MG))
- MF Global Finance USA Inc. (Case No. 11-15058 (MG))
- MF Global Capital LLC (Case No. 11-15808 (MG))
- MF Global Market Services LLC (Case No. 11-15809 (MG))
- MF Global FX Clear LLC (Case No. 11-15810 (MG))
- MF Global Holdings USA Inc. (Case No. 12-10863 (MG))

ANNEX 2

PROPOSED NDA BAR DATE NOTICE

MORRISON & FOERSTER LLP

Brett H. Miller
Melissa A. Hager
Craig A. Damast
1290 Avenue of the Americas
New York, New York 10104
Tel: (212) 468-8000
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*Counsel for MF Global Holdings Ltd.,
as Plan Administrator*

**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 DEADLINE FOR NON-DEBTOR
AFFILIATES TO FILE PROOFS OF CLAIM**

TO ALL NON-DEBTOR AFFILIATES WITH CLAIMS AGAINST MF GLOBAL HOLDINGS LTD., MF GLOBAL FINANCE USA, INC., MF GLOBAL CAPITAL LLC, MF GLOBAL FX CLEAR LLC, MF GLOBAL MARKET SERVICES LLC AND/OR MF GLOBAL HOLDINGS USA INC.:¹

On _____, 2013, the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) entered an order (the “**NDA Bar Date Order**”) establishing **November 4, 2013 at 5:00 p.m. (Prevailing Eastern Time)** (the “**NDA Bar Date**”) as the last date and time for each non-debtor affiliate, wherever located throughout the world (each, an “**NDA**”, and collectively, the “**NDAs**”), to file a proof of claim based on the assertion of a pre-petition claim, as defined in section 101(5) of the Bankruptcy Code (including secured claims and priority claims) (each, an “**NDA Claim**”, and collectively, the “**NDA Claims**”),²

¹ Affiliate shall have the meaning ascribed to it in section 101(2) of the Bankruptcy Code.

² The NDA Claims do **not** include any claims entitled to administrative priority under sections 365(d)(3), (5) or 503(b)(1)-(8) of the Bankruptcy Code because the NDAs were subject to the March 15, 2013 and August 5, 2013 administrative claims bar dates established in these cases. Therefore, the NDAs are time-barred from filing any claims against the Debtors asserting administrative priority.

against MF Global Holdings Ltd. (“**Holdings Ltd.**”), MF Global Finance USA, Inc. (“**FinCo**”), MF Global Capital LLC (“**Capital**”), MF Global FX Clear LLC (“**FX Clear**”), MF Global Market Services LLC (“**Market Services**”) and/or MF Global Holdings USA Inc. (individually, “**Holdings USA**”, and collectively with Holdings Ltd., FinCo, Capital, FX Clear and Market Services, the “**Debtors**”).

The NDA Bar Date and the procedures set forth below for an NDA Claim apply to all NDA Claims against the Debtors, except for those NDAs listed in section 4 below that are specifically excluded from the NDA Bar Date filing requirement.

1. WHO MUST FILE AN NDA CLAIM

You **MUST** file a proof of claim to share in distributions from the Debtors’ bankruptcy estates if you are an NDA and have an NDA Claim against the Debtors and it is not one of the types of NDA Claims described in section 4 below. Claims based on acts or omissions of the Debtors must be filed on or before the NDA Bar Date, even if such claims are not now fixed, liquidated or certain.

Under section 101(5) of the Bankruptcy Code and as used in this Notice, the word “**claim**” means: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured.

Under section 101(2) of the Bankruptcy Code and as used in this Notice, the word “**affiliate**” means: (a) entity that directly or indirectly owns, controls, or holds with power to vote, 20 percent or more of the outstanding voting securities of the debtor, other than an entity that holds such securities (i) in a fiduciary or agency capacity without sole discretionary power to vote such securities; or (ii) solely to secure a debt, if such entity has not in fact exercised such power to vote; (b) corporation 20 percent or more of whose outstanding voting securities are directly or indirectly owned, controlled, or held with power to vote, by the debtor, or by an entity that directly or indirectly owns, controls, or holds with power to vote, 20 percent or more of the outstanding voting securities of the debtor, other than an entity that holds such securities (i) in a fiduciary or agency capacity without sole discretionary power to vote such securities; or (ii) solely to secure a debt, if such entity has not in fact exercised such power to vote; (c) person whose business is operated under a lease or operating agreement by a debtor, or person substantially all of whose property is operated under an operating agreement with the debtor; or (d) entity that operates the business or substantially all of the property of the debtor under a lease or operating agreement.

2. WHAT TO FILE

Each filed NDA Claim must conform substantially to the NDA Claim Form (as defined in the NDA Bar Date Order). Each NDA Claim Form must be **signed** by an authorized agent of the NDA. Each NDA Claim Form must be written in English and be denominated in United

States currency (provided, however, that the Plan Administrator reserves the right to convert a claim denominated in non-U.S. currency into U.S. currency using the applicable exchange rate as of the applicable petition date, unless the Plan Administrator deems another date more appropriate). You should attach to each completed NDA Claim Form any documents on which the claim is based (and if voluminous, attach a summary) or an explanation as to why the documents are not available.

Any NDA with an NDA Claim against more than one Debtor must file a separate NDA Claim Form with respect to each such Debtor and all NDAs must identify on their NDA Claim Form the specific Debtor against which their claim is asserted. A list of the names of the Debtors and their respective case numbers appears at the end of this Notice.

3. WHEN AND WHERE TO FILE

Except as provided for herein, all NDA Claim Forms must be filed so as to be actually received **on or before November 4, 2013 at 5:00 p.m. (Prevailing Eastern Time)** at:

A. If by mail:

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

B. If by hand delivery or overnight mail:

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

NDA Claims will be deemed timely filed only if **actually received** on or before 5:00 p.m. (Prevailing Eastern Time) on the NDA Bar Date. NDA Claim Forms may **not** be delivered by facsimile or electronic mail.

4. WHO NEED NOT FILE AN NDA CLAIM

You do not need to file a proof of claim on or before the NDA Bar Date if you are:

- (a) any NDA that has **already** properly filed a proof of claim against the applicable Debtor or Debtors with GCG or the Clerk of the Bankruptcy Court for the Southern District of New York in a form substantially similar to the NDA Claim Form;
- (b) any NDA whose claim is listed on the Debtors' schedules of assets and liabilities (the "**Schedules**"), provided that: (i) the claim is **not** scheduled as "disputed," "contingent" or "unliquidated," (ii) the NDA agrees with the amount, nature and

priority of the claim as set forth in the Schedules, **and** (iii) the NDA agrees that the claim is an obligation of the specific Debtor against which the claim is listed on the Schedules;

(c) any NDA that holds a claim that has been allowed by an order of the Court entered on or before the NDA Bar Date;

(d) any NDA whose claim has been paid in full by any of the Debtors; or

(e) any NDA that holds a claim for which specific deadlines have been fixed by an order of the Court entered on or before the NDA Bar Date.

This Notice is being sent to all NDAs. Receipt of this Notice does not mean that you have a claim or that the Plan Administrator or the Court believes that you have a claim against the Debtors.

5. CONSEQUENCES OF FAILURE TO FILE AN NDA CLAIM BY THE NDA BAR DATE

ANY NDA WITH A CLAIM THAT IS NOT EXCEPTED FROM THE REQUIREMENTS OF THE NDA BAR DATE ORDER, AS DESCRIBED IN SECTION 4 ABOVE, AND THAT FAILS TO TIMELY FILE A PROOF OF CLAIM IN THE APPROPRIATE FORM WILL BE FOREVER BARRED, ESTOPPED AND ENJOINED FROM ASSERTING SUCH CLAIM AGAINST THE DEBTORS, THEIR SUCCESSORS, THEIR CHAPTER 11 ESTATES AND THEIR RESPECTIVE PROPERTY OR FILING AN NDA CLAIM WITH RESPECT TO SUCH CLAIM, AND FROM PARTICIPATING IN ANY DISTRIBUTION IN THE DEBTORS' CASES ON ACCOUNT OF SUCH CLAIM OR RECEIVING FURTHER NOTICES REGARDING SUCH CLAIM.

6. THE SCHEDULES AND ACCESS THERETO

You may be listed as the holder of a claim against one or more of the Debtors in the Schedules. If you rely on the Schedules, it is your responsibility to determine that your NDA Claim is accurately listed on the Schedules. If you agree with the nature, amount and status of your NDA Claim as listed on the Schedules, and if you do not dispute that your claim is against only the specified Debtor, and if your claim is not described as "disputed," "contingent," or "unliquidated," you need not file an NDA claim. Otherwise, or if you decide to file an NDA Claim, you must do so before the NDA Bar Date in accordance with the procedures set forth in this Notice.

Copies of the Schedules are available for inspection on the Bankruptcy Court's internet website at www.nysb.uscourts.gov and on the independent website maintained by the Plan Administrator, <http://www.mfglobalcaseinfo.com>. A login and password to the Bankruptcy Court's Public Access to Electronic Court Records ("**PACER**") are required to access www.nysb.uscourts.gov and can be obtained through the PACER Service Center at www.pacer.psc.uscourts.gov. Copies of the Schedules also may be examined between the hours

of 9:00 a.m. and 4:30 p.m. (Prevailing Eastern Time), Monday through Friday, at the Office of the Clerk of the Bankruptcy Court, One Bowling Green, Room 511, New York, New York 10004-1408. Copies of the Schedules also may be obtained by written request to the official noticing and claims agent in the Debtors' chapter 11 cases at the address set forth below:

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

7. RESERVATION OF RIGHTS

The Plan Administrator reserves the right to object to any proof of claim, whether filed or scheduled, on any grounds. The Plan Administrator further reserves the right to dispute or to assert offsets or defenses to any claim reflected on the Schedules or any amendments thereto, as to amount, liability, classification or otherwise, and to subsequently designate any claim as disputed, contingent, unliquidated or undetermined.

A holder of a possible NDA Claim against the Debtors should consult an attorney regarding matters in connection with this Notice, such as whether the holder should file a proof of claim.

Dated: _____, 2013
New York, New York

BY ORDER OF THE COURT

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*Counsel for MF Global Holdings Ltd.,
as Plan Administrator*

LIST OF DEBTORS

MF Global Holdings Ltd. (Case No. 11-15059 (MG))

MF Global Finance USA Inc. (Case No. 11-15058 (MG))

MF Global Capital LLC (Case No. 11-15808 (MG))

MF Global Market Services LLC (Case No. 11-15809 (MG))

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