

**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., <i>et al.</i> ,	:	Case No. 11-15059 (MG)
	:	
Debtors.	:	(Jointly Administered)
	:	
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**ORDER GRANTING THE THIRTY-FIRST OMNIBUS OBJECTION OF
PLAN ADMINISTRATOR SEEKING TO SUBORDINATE
AND/OR RECLASSIFY CERTAIN CLAIMS**

This matter coming before the Court on the *Thirty-First Omnibus Objection of Plan Administrator Seeking to Subordinate and/or Reclassify Certain Claims* (the “**Objection**”);¹ and the Court having reviewed the Objection and the Rinaldi Declaration; and the Court finding that (i) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (ii) venue is proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409, (iii) this is a core proceeding pursuant to 28 U.S.C. § 157(b), and (iv) notice of the Objection was adequate and in compliance with the Case Management Order, the Bankruptcy Code, the Bankruptcy Rules and the Local Bankruptcy Rules; and the Court having found and determined that the relief sought in the Objection is in the best interests of the Debtors’ estates and their creditors and other parties in interest; and the Court having determined that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor; it is

ORDERED that the relief requested in the Objection is granted; and it is further

¹ Capitalized terms used herein but not otherwise defined shall have the meaning ascribed to them in the Objection.

ORDERED that pursuant to sections 502(b) and 510(b) of the Bankruptcy Code, Bankruptcy Rule 3007, and the Second Amended and Restated Plan, the Equity Claims listed on Schedule 1 attached to this Order are subordinated and/or reclassified as Class 9A Common Interests, as those terms are defined in the Second Amended and Restated Plan; and it is further

ORDERED that the Equity Claims as subordinated and/or reclassified in Class 9A are neither allowed nor disallowed at this time, and are subject to any future objections on any basis; and it is further

ORDERED that pursuant to sections 502(b) and 510(b) of the Bankruptcy Code, Bankruptcy Rule 3007, and the Second Amended and Restated Plan, the Notes Claim listed on Schedule 1 attached hereto is hereby subordinated and/or reclassified as a Tier 1 Subordinated Claim in Class 7A under the Second Amended and Restated Plan; and it is further

ORDERED that the Notes Claim as subordinated and/or reclassified in Class 7A is neither allowed nor disallowed at this time, and is subject to any future objections on any basis; and it is further

ORDERED that the subordination and/or reclassification of the Equity Claims and the Notes Claim do not constitute any admission or finding with respect to such Claims and the Plan Administrator's rights to object on any basis is hereby preserved; and it is further

ORDERED that if the relief requested in the Objection is not granted herein as to any particular Equity Claim or Notes Claim, the Plan Administrator may object to such Equity Claim or Notes Claim in the future on any basis; and it is further

ORDERED that GCG, Inc., the Plan Administrator's notice and claims agent, is authorized to cause the Debtors' claims register to be amended to reflect the terms of this Order; and it is further

ORDERED that the Plan Administrator is authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Objection; and it is further

ORDERED that the terms and conditions of this Order shall be immediately effective and enforceable upon its entry; and it is further

ORDERED that the Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: October 10, 2013
New York, New York

/s/Martin Glenn
MARTIN GLENN
United States Bankruptcy Judge

MF Global Holdings Ltd., et al., Schedule I - Reclassify or Subordinate Claims to Class 7A and Class 9A

Note: Claimants are listed alphabetically by last name or by entity name.

SEQ NO.	NAME	CLAIM NO.	DATE FILED	CLAIMED DEBTOR	CASE NO.	CLAIM AMOUNT	REASON FOR DISALLOWANCE
1	AHMED, NICHOLAS NICHOLAS 30 CHEYNE ROW LONDON SW35HL UNITED KINGDOM	1563	08/22/12	MF Global Holdings Ltd.	11-15059	Priority: \$88,142.18	Reclassify Claim to Class 9A
2	BERRY, RICHARD ASHLEIGH WESTON GREEN THAMES DITTON SURREY KT7 0JX	1804	01/24/13	MF Global Holdings Ltd.	11-15059	Priority: \$51,622.60	Reclassify Claim to Class 9A
3	BOHM, CHARLES P 9110 KEDVALE AVE SKOKIE, IL 60076	837	08/13/12	MF Global Holdings USA Inc.	12-10863	Priority: \$11,725.00 Unsecured: \$45,953.26	Reclassify Claim to Class 9A
4	BOHM, CHARLES P 9110 KEDVALE AVE SKOKIE, IL 60076	838	08/13/12	MF Global Holdings Ltd.	11-15059	Priority: \$11,725.00 Unsecured: \$45,953.26	Reclassify Claim to Class 9A
5	BUCKNALL, GEORGE S 390 STANWICH RD GREENWICH, CT 06830	265	07/17/12	MF Global Holdings USA Inc.	12-10863	Priority: \$11,725.00 Unsecured: \$78,275.00	Reclassify Claim to Class 9A
6	DESANTI, MARY ANN 200 HART BLVD 6D STATEN ISLAND, NY 10301	968	08/17/12	MF Global Holdings USA Inc.	12-10863	Priority: \$8,400.00	Reclassify Claim to Class 9A
7	FERRARA, JOHN T 239 DRAKE RD BRICK, NJ 08723	615	08/02/12	MF Global Holdings USA Inc.	12-10863	Priority: \$8,397.70	Reclassify Claim to Class 9A
8	GAGLIOSTRO, DIANE 43-33 SMART ST FLUSHING, NY 11355	1350	08/21/12	MF Global Holdings Ltd.	11-15059	Unsecured: \$1,522.20	Reclassify Claim to Class 9A
9	GASPICH, TRESA K 106 HILLCREST RD PORTAGE, IN 46368	1569	08/22/12	MF Global Holdings USA Inc.	12-10863	Unliquidated	Reclassify Claim to Class 9A
10	GEYER, DEAN ROBERT 706 TURNBERRY CT SHOREWOOD, IL 60404	963	08/17/12	MF Global Holdings Ltd.	11-15059	Priority: \$12,627.78	Reclassify Claim to Class 9A
11	GINSBURG, CYNTHIA 2373 BROADWAY APT 1902 NEW YORK, NY 10024	692	08/06/12	MF Global Holdings Ltd.	11-15059	Unliquidated	Reclassify Claim to Class 9A
12	GWOZDZ, KEITH J 125 HILLSIDE AVE METUCHEN, NJ 08840	1648	08/23/12	MF Global Holdings Ltd.	11-15059	Unliquidated	Reclassify Claim to Class 9A
13	HEINLE, DAVID 194 MAY ST ELMHURST, IL 60126	1116	08/20/12	MF Global Holdings Ltd.	11-15059	Unsecured: \$128,324.33*	Reclassify Claim to Class 9A

MF Global Holdings Ltd., et al., Schedule I - Reclassify or Subordinate Claims to Class 7A and Class 9A

Note: Claimants are listed alphabetically by last name or by entity name.

SEQ NO.	NAME	CLAIM NO.	DATE FILED	CLAIMED DEBTOR	CASE NO.	CLAIM AMOUNT	REASON FOR DISALLOWANCE
14	IRELAND, FREDDIE 35 JACKSONS LN HIGHGATE LONDON N6 5SR GREAT BRITAIN	1803	01/23/13	MF Global Holdings Ltd.	11-15059	Priority: \$11,725.00 Unsecured: \$41,655.75	Reclassify Claim to Class 9A
15	KARIDIS, JOHN ARANMOR LODGE KINGSTON HILL KINGSTON-UPON-THAMES SURREY UNITED KINGDOM KT2 7LX	819	08/11/12	MF Global Holdings Ltd.	11-15059	Unsecured: \$268,656.50	Reclassify Claim to Class 9A
16	LEAD PLAINTIFFS THE VIRGINIA RETIREMENT SYSTEM & HER MAJESTY THE QUEEN IN RIGHT OF ALBERTA ET AL C/O COLE SCHOTZ MEISEL FORMAN & LEONARD PA ATTN JOHN H DRUCKER ESQ 900 THIRD AVE 16TH FL NEW YORK, NY 10022	1371	08/22/12	MF Global Holdings Ltd.	11-15059	Unliquidated	Reclassify Claim to Class 9A for an unliquidated amount. **
16	LEAD PLAINTIFFS THE VIRGINIA RETIREMENT SYSTEM & HER MAJESTY THE QUEEN IN RIGHT OF ALBERTA ET AL C/O COLE SCHOTZ MEISEL FORMAN & LEONARD PA ATTN JOHN H DRUCKER ESQ 900 THIRD AVE 16TH FL NEW YORK, NY 10022	1371	08/22/12	MF Global Holdings Ltd.	11-15059	Unliquidated	Reclassify Claim to Class 7A for an unliquidated amount. **
17	MEYERS, SCOTT 81 FAWN DR EAST ISLIP, NY 11730	1568	08/22/12	MF Global Holdings Ltd.	11-15059	Unliquidated	Reclassify Claim to Class 9A
18	MITCHELL, THOMAS G 9215 S RICHMOND AVE EVERGREEN PARK, IL 60805	1343	08/21/12	MF Global Holdings Ltd.	11-15059	Priority: \$11,725.00 Unsecured: \$105,495.82	Reclassify Claim to Class 9A
19	MITCHELL, THOMAS G 9215 S RICHMOND AVE EVERGREEN PARK, IL 60805	1345	08/21/12	MF Global Holdings USA Inc.	12-10863	Priority: \$11,725.00 Unsecured: \$105,495.82	Reclassify Claim to Class 9A
20	PALMIERI, BRIAN 127 ABBOTT DR HALESITE, NY 11743	1620	08/22/12	MF Global Holdings Ltd.	11-15059	Unsecured: \$9,391.20	Reclassify Claim to Class 9A
21	PANKO, PIOTR 333 PEARL ST APT 16C NEW YORK, NY 10038	1054	08/18/12	MF Global Holdings Ltd.	11-15059	Unsecured: \$3,272.46	Reclassify Claim to Class 9A
22	PANKO, PIOTR 333 PEARL ST APT 16C NEW YORK, NY 10038	1055	08/18/12	MF Global Holdings Ltd.	11-15059	Unsecured: \$24,000.00	Reclassify Claim to Class 9A
23	SHAH, SAMIR 272 BLACKBERRY DR STAMFORD, CT 06903	1512	08/22/12	MF Global Holdings Ltd.	11-15059	Priority: \$3,535.00	Reclassify Claim to Class 9A

MF Global Holdings Ltd., et al., Schedule I - Reclassify or Subordinate Claims to Class 7A and Class 9A

Note: Claimants are listed alphabetically by last name or by entity name.

SEQ NO.	NAME	CLAIM NO.	DATE FILED	CLAIMED DEBTOR	CASE NO.	CLAIM AMOUNT	REASON FOR DISALLOWANCE
24	SMITH, M 48 ST MARY'S WAY CHIGWELL ESSEX IG7 5BX UNITED KINGDOM	759	08/09/12	MF Global Holdings Ltd.	11-15059	Unsecured: \$333.28	Reclassify Claim to Class 9A
25	SOLETTI, ROBERT 40 PETRA DR MORGANVILLE, NJ 07751	1059	08/18/12	MF Global Holdings Ltd.	11-15059	Unsecured: \$34,846.00	Reclassify Claim to Class 9A
26	STRODER, DONNA P 1644 GABLE CT HANOVER PARK, IL 60133	1533	08/22/12	MF Global Holdings Ltd.	11-15059	Priority: \$14,141.00	Reclassify Claim to Class 9A
27	TOUATI, JEREMY 80 RUE LAURISTON PARIS 75116 FRANCE	1008	08/17/12	MF Global Holdings Ltd.	11-15059	Priority: \$31,198.80	Reclassify Claim to Class 9A
28	TRAMUTOLA, RICHARD S 6 ELLEN HEATH DR MATAMOR, NJ 07747	487	07/30/12	MF Global Holdings USA Inc.	12-10863	Priority: \$11,725.00	Reclassify Claim to Class 9A
29	WILLIAM ERIC HATFIELD/NTSI C/O WM ERIC HATFIELD 3811 N WAYNE AVE #1 CHICAGO, IL 60613	789	08/10/12	MF Global Holdings Ltd.	11-15059	Priority: \$1,429.10	Reclassify Claim to Class 9A
30	YANNICK, RIOU 6 BIS RUE DES PRES DE LAUNAY 78980 NEAUPHLETTE FRANCE	882	08/14/12	MF Global Holdings Ltd.	11-15059	Unliquidated	Reclassify Claim to Class 9A
				TOTAL:		\$1,194,744.04	
* Denotes an unliquidated component.							
** Claim 1371 will be bifurcated into Class 7A and Class 9A as the claimant filed a single class claim on behalf of Equity Claims holders and Notes Claims holders. Therefore, the claim must be bifurcated and reclassified into an Equity Claim and a Notes Claim.							