

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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

**APPLICATION FOR ORDER APPROVING
APPOINTMENT OF CHAPTER 11 TRUSTEE**

TO: THE HONORABLE MARTIN GLENN,
UNITED STATES BANKRUPTCY JUDGE:

Tracy Hope Davis, the United States Trustee for Region 2 (the "United States Trustee"), by and through her counsel, hereby respectfully applies to this Court, pursuant to Federal Rule of Bankruptcy Procedure 2007.1, for an Order approving her appointment of Louis J. Freeh as the Chapter 11 Trustee in the above-referenced cases. In support thereof, the United States Trustee respectfully states:

1. On October 31, 2011, MF Global Holdings Ltd. ("Holdings") and MF Global Finance USA Inc. (together with Holdings, the "Debtors"), each commenced a voluntary case under Chapter 11 of the Bankruptcy Code.

2. On November 7, 2011, the United States Trustee appointed an Official Committee of Unsecured Creditors (the "Committee") pursuant to section 1102(a) of the Bankruptcy Code.

3. On November 21, 2011, the Debtors and the Committee filed the Joint Emergency Motion for Order Pursuant to 11 U.S.C. § 1104 and Fed. R. Bankr. P. 2007.1 Directing Appointment of Chapter 11 Trustee (the "Trustee Motion"). ECF Docket No. 131.

4. By Order dated November 22, 2011, ECF Doc. No. 156, the Court directed that the United States Trustee appoint a Chapter 11 trustee in these cases (the "Trustee Order").

5. Contemporaneously herewith, the United States Trustee is filing with the Court a Notice of Appointment of Chapter 11 Trustee, appointing Louis J. Freeh as the trustee (the "Chapter 11 Trustee") in this case.

6. Pursuant to 11 U.S.C. § 1104(d), in the course of making her appointment, the United States Trustee has consulted with the following parties in interest in these cases:

- (a) J. Gregory Milmoie and Kenneth S. Ziman of Skadden, Arps, Slate, Meagher & Flom LLP, proposed Counsel to the Debtors;
- (b) Martin J. Bienenstock of Dewey & LeBoeuf LLP, proposed Counsel to the Committee
- (c) Peter Pantaleo of Simpson Thacher & Bartlett LLP, Counsel to JP Morgan Chase Bank N.A.
- (d) Patricia Schrage of the U.S. Securities Exchange Commission
- (e) Jeannette Vargas, Chief of the Tax and Bankruptcy Unit of the United States Attorneys Office

Moreover, at the hearing on the Trustee Motion, a representative of the Office of the United States Trustee also requested on the record that any party in interest who wished to submit a nomination for the appointment had to promptly do so. Those nominations were also considered in the course of the United States Trustee's decision in making her appointment.

7. After consultation with the parties-in-interest who are listed above, the United States Trustee selected Louis J. Freeh as the Chapter 11 Trustee in these cases.

8. To the best of the United States Trustee's knowledge, Louis J. Freeh has no connections with the Debtors, their creditors, any other parties-in-interest, their respective attorneys, the United States Trustee, and persons employed in the Office of the United States Trustee, other than those connections set forth on the Declaration of Disinterestedness by Louis

J. Freeh, a copy of which is annexed hereto as Exhibit 1.

WHEREFORE, the United States Trustee requests that the Court enter an Order Approving the Appointment of Louis J. Freeh as the Chapter 11 Trustee, pursuant to 11 U.S.C. §1104(a), a proposed form of which is annexed hereto as Exhibit 2, and for such other and further relief as may seem just and proper in the above-described matter.

Dated: New York, New York
November 25, 2011

TRACY HOPE DAVIS
UNITED STATES TRUSTEE

By: /s/ Elisabetta G. Gasparini
Elisabetta G. Gasparini
Trial Attorney
33 Whitehall Street, 21st Floor
New York, New York 10004
Tel. No. (212) 510-0500
Fax. No. (212) 668-2255

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re

MF Global Holdings Ltd., *et al.*¹

Debtors.

) Chapter 11

) 11-15059 (MG)

) Jointly Administered

**DECLARATION OF DISINTERESTEDNESS
BY LOUIS J. FREEH**

I, Louis J. Freeh, pursuant to 28 U.S.C. § 1746, hereby declare that the following is true to the best of my knowledge, information and belief;

1. I am a founder and Chairman of Freeh Group International Solutions, LLC ("FGIS"), an independent global risk management firm, with offices in New York, providing services in areas such as business integrity and compliance, and investigations and due diligence. In addition to me, the management team of FGIS includes former judges and senior law enforcement officials, legal consultants, accountants, and security and compliance experts.

2. I also am a founder and the Senior Managing Partner of the affiliated law firm of Freeh Sporkin & Sullivan, LLP ("FSS"), also with offices in New York, which provides the highest level of legal counsel, analysis, and guidance in areas including institutional governance, compliance and ethics, internal investigations, monitorships and worldwide business due-diligence. Attached as Exhibit A is further information concerning my background.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: MF Global Holdings Ltd. (EIN: 98-0551260) and MF Global Finance USA Inc. (EIN: 98-0554890).

3. I submit this Declaration in support of the application of my appointment as Trustee in the above-captioned chapter 11 cases of MF Global Holdings Ltd., *et al.* (the "Debtors") pursuant to section 1104 of title 11, United States Code, as amended (the "Bankruptcy Code") and Rules 2007.1 and 5002 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules").

4. Unless otherwise stated in this Declaration, I have personal knowledge of the facts set forth herein.

5. I make the following disclosures (i) to establish that I am qualified to act as Trustee in these chapter 11 cases, and (ii) to establish that I am a "disinterested person" as that term is defined in 11 U.S.C. § 101(14).

6. Prior to founding FGIS and FSS, I served as Assistant United States Attorney in the United States Attorney's Office for the Southern District of New York. Subsequently, I held positions there as Chief of the Organized Crime Unit, Deputy United States Attorney, and Associate United States Attorney. In 1991, George H. W. Bush appointed me as United States District Court Judge for the Southern District of New York. While serving in that position, I was nominated to be the Director the Federal Bureau of Investigation ("FBI") by President William Clinton. I served as the Director of the FBI from 1993 through 2001.

7. Following many years of public service, I accepted a position with MBNA America Bank, N.A. as Vice Chairman, General Counsel and Ethic's Officer. In 2005, I served as the company's principal lawyer in connection with the \$35 billion acquisition of the company by Bank of America. In 2007, I formed FGIS and FSS.

8. In 2009, I served as the United States Trustee appointed examiner in the Chapter 11 case of *In re SemCrude, L.P., et al.*, Case No. 08-11525(BLS) (Bankr. D. Del.). With the assistance of investigative and legal professionals from FGIS and FSS, as well as third party accountants, all of whom I managed, I was able to conduct a forensic examination and provide a report to the court within the very brief court-ordered period of 120 days. Moreover, I was able to perform those services at a cost less than that proposed in a budget submitted to the court.

9. Since completing that service as examiner, I have been involved in other high-profile investigative and compliance assignments. Most notably, since April 2010 I have served as a court-appointed worldwide compliance monitor for a global automobile manufacturer with over 200,000 employees around the world and operations in over 100 countries. My appointment as monitor was approved by the Department of Justice, the Securities and Exchange Commission and the United States District Court for the District of Columbia.

10. Also, as a result of my tenure as the Director of the FBI and a number of the private sector engagements in which I have been involved subsequent to leaving public service, I have developed strong relationships with various foreign financial institutions, government officials and regulators. For example, recent engagements have enabled me to work successfully in the United Kingdom, Italy and Germany.

11. If appointed, to assist me in the performance of my duties as Trustee, I intend to retain counsel and FGIS to assist me in this matter. I will coordinate

with the professionals currently working on this matter to achieve a smooth transition and to manage the estates as efficiently as possible.

12. With respect to my "disinterestedness" under Section 101(14) of the Bankruptcy Code, I provide the following information:

- (a) I am not, and have not been during the pendency of these chapter 11 cases, a creditor, equity security holder or insider of any of the Debtors.
- (b) I am not, and have not been, a director, officer or employee of any of the Debtors.
- (c) I do not have an interest materially adverse to the interests of these bankruptcy estates or any class of creditors or equity security holders by reason of any direct or indirect relationship to, connection with or interest in any of the Debtors, or for any other reason.
- (d) I am not a relative of any Bankruptcy Judge of the United States Bankruptcy Court for the Southern District of New York, the United States Trustee (Region 2) or any person employed by the United States Trustee (Region 2).

13. In connection with my proposed appointment of Trustee in these chapter 11 cases, I caused a search of the records of FGIS and FSS for all of the Debtors and its professionals and all parties listed on Exhibit B attached hereto, which contains a list of all potential parties in interest identified by the Debtors, to determine if any conflicts of interest would result from my appointment.²

14. Based upon this review, I respectfully represent that to the best of my knowledge, I do not personally have any connection with any interested party in these cases, except that FGIS and/or FSS have the following connections in unrelated matters:

² FGIS and FSS are continuing to conduct further inquiries of its partners, attorneys, counsel and other employees with respect to the matters contained herein. I have an ongoing duty to disclose and, therefore, will file a supplemental declaration regarding these matters if any additional relevant information comes to my, FGIS', or FSS' attention.

- (a) American Express provides corporate credit card services to FGIS and FSS. In addition, I have a personal account with American Express.
- (b) Omar McNeill, the general counsel of FGIS and the general counsel and a partner of FSS, served as chief counsel for the credit card division of Bank of America ("BofA") from January 1, 2006 through August 2009.
- (c) In March 2011, FSS provided legal services to BofA during an approximate one to two-week period. The fees received for such services represent less than 1% of FSS's revenue to date. FSS and FGIS currently have no open matters for BofA. I, however, maintain a personal bank account at BofA. I, FGIS and FSS can be adverse to BofA in this matter.
- (d) Guardian Life, Hartford Insurance and Travelers Insurance provide dental and vision insurance, auto insurance, workers compensation insurance (among other types of insurance), respectively.
- (e) From October 2009 through May 2011, I was a member of the board of directors of Wilmington Trust Company. I am no longer on the board of directors but maintain personal bank accounts with Wilmington Trust Company.
- (f) FGIS last provided security consulting services to Jackson National Life in May 2011. There are currently no open matters for Jackson National Life. I, FGIS and FSS can be adverse to Jackson National Life in this matter.
- (g) FGIS, FSS and I maintain bank accounts at M&T Bank.
- (h) In October 2010, FGIS was retained by Schulte Roth & Zabel ("SRZ") to conduct due diligence on behalf of a SRZ client. FGIS has no open matters with SRZ. I, FGIS and FSS can be adverse to SRZ in this matter.
- (i) From April 1, 2011 through June 30, 2011, FSS and FGIS leased temporary space from Regus Business Centers.
- (j) PricewaterhouseCoopers LLP ("PWC") provides accounting services to FGIS, FSS and me. I, FGIS and FSS can be adverse to PWC in this matter.
- (k) FGIS last provided security consulting services to Barclays Capital Inc. ("Barclays") in September 2011. FGIS has no open matters

with Barclays. I, FGIS and FSS can be adverse to Barclays in this matter.

- (l) I purchased an insurance policy from Chubb Insurance.
- (m) I maintain a personal account with Bank of Nova Scotia.
- (n) Iron Mountain provides computer services to FGIS and FSS.

15. Except as set forth above, I have no personal connection with the disclosed connections, other than the indirect connection of FGIS and/or FSS, and therefore do not believe that any of these connections of FGIS and/or FSS will in any way affect or compromise my disinterestedness as Trustee in the Debtors' cases. In addition, none of the services provided by FGIS or FSS related in any way to the Debtors.

16. To ensure that as Trustee I will remain disinterested throughout the term of this appointment, I represent that FGIS and FSS also agree that they will not represent any client other than me as Trustee in connection with these chapter 11 cases.

17. As required by Section 504 of the Bankruptcy Code, neither FGIS, FSS nor I have agreed to share any compensation or reimbursement received in connection with these chapter 11 cases with another person except pursuant to the partnership agreements of FGIS or FSS.

18. Any request for payment from the Debtors' estates for compensation and reimbursement of expenses incurred in the performance of my services as Trustee will be subject to approval of the Court, and will be made in accordance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules for the United States Bankruptcy Court for the Southern District of New York and orders of this Court and the United States Trustee's applicable guidelines for the submission of

fee requests under Section 330 of the Bankruptcy Code. I declare under penalty of perjury that the foregoing is true and correct.

Executed this 22nd day of November, 2011, at New York, New York.

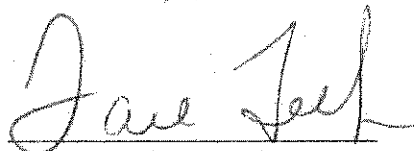

Louis J. Freeh

EXHIBIT A



In re: MF Global Holdings Ltd., et al.; Case No. 11-15059 (MG) (Bankr. S.D. N.Y.)

EXHIBIT A

TO THE DECLARATION OF DISINTERESTEDNESS OF LOUIS J. FREEH

I am a founder and Chairman of Freeh Group International Solutions, LLC ("FGIS"), an independent global risk management firm, with offices in New York, providing services in areas such as business integrity and compliance, and investigations and due diligence. In addition to me, the management team of FGIS includes former judges and senior law enforcement officials, legal consultants, accountants, and security and compliance experts. I also am a founder and the Senior Managing Partner of the affiliated law firm of Freeh Sporkin & Sullivan, LLP ("FSS"), also with offices in New York, which provides the highest level of legal counsel, analysis, and guidance in areas including institutional governance, compliance and ethics, internal investigations, monitorships and worldwide business due-diligence. FSS, which was established by me and two other former federal judges, is comprised of a team of internationally recognized principals from the judicial, prosecutorial, investigative and corporate domains.

The diversity of experience and the unparalleled accomplishments of the leadership teams of both FGIS and FSS make both firms uniquely qualified to assist me in performing the role as Chapter 11 Trustee in the *In re: MF Global Holdings Ltd., et al.* matter. In addition to the broad experience in the compliance and investigative fields those firms possess, members of the leadership and advisory teams of both FGIS and FSS have direct experience in bankruptcy related matters, including: serving as a Chapter 11 Trustee; acting as a financial advisor to bankruptcy estates; participating in debt restructuring engagements in various industries; and sitting on federal courts with jurisdiction over appeals of bankruptcy court rulings.

Prior to founding FGIS and FSS, I served as an Assistant United States Attorney in the United States Attorney's Office for the Southern District of New York. Subsequently, I held positions there as Chief of the Organized Crime Unit, Deputy United States Attorney, and Associate United States Attorney. In 1991, President George H. W. Bush appointed me as United States District Court Judge for the Southern District of New York. While serving in that position I was nominated to be the Director of the Federal Bureau of Investigation ("FBI") by President William Clinton. I served as the Director of the FBI from 1993 through 2001.

Following many years of public service, I accepted a position with MBNA America Bank, N.A., as Vice Chairman, General Counsel and Ethics Officer. In 2005, I served as the

company's principal lawyer in connection with the \$35 billion acquisition of the company by Bank of America. In 2007 I formed FGIS and FSS.

In 2009, I served as the court-appointed examiner in the Chapter 11 bankruptcy case of *In re: SemCrude, L.P., et al.*, Case No. 08-11525 (BLS) (Bankr. D. Del.). With the assistance of investigative and legal professionals from FGIS and FSS, as well as third party accountants, all of whom I managed, I was able to conduct a forensic examination and provide a report to the court within the very brief court-ordered period of 120 days. Moreover, I was able to perform those services at a cost less than that proposed in a budget submitted to the court. It is my understanding that the court was pleased with the quality of my report and my ability to provide the report on time and under budget.

Since completing that examinership service, I have been involved in other high-profile investigative and compliance assignments. Most notably, since April 2010 I have served as a court-appointed worldwide compliance monitor for a global automobile manufacturer with over 200,000 employees around the world and operations in over 100 countries. My appointment as monitor was approved by both the Department of Justice and the Securities and Exchange Commission.

Also, as part of FSS, I recently was approved by the American Bar Association ("ABA") Accreditation Committee of the Section of Legal Education and Admissions to the Bar to serve as the independent compliance monitor to a nationally accredited law school. In that matter the law school was alleged to have intentionally reported inaccurate admissions data to the ABA. In the role of compliance monitor I will assist in overseeing remediation of the issues reviewed by the ABA and helping to ensure that the law school meets its reporting obligations to the ABA.

Additionally, the international governing body for soccer recently retained me, along with FSS and FGIS, to assist in investigating allegations that some of its senior officials offered bribes in connection with its internal presidential election. Specifically, we were requested to conduct interviews and review documents in order to expeditiously develop a factual record for use by a member of that organization's ethics committee who was tasked with presenting findings as a result of the investigation.

It also is worth noting that recently I was selected by a company to serve as its Chief Restructuring Officer ("CRO") while it was debtor in possession during a bankruptcy proceeding filed in the United States Bankruptcy Court for the District of Delaware (*See In re: Highview Point Partners, LLC*, Case No. 11-11432 (KJC) (Bankr. D. Del.)). In that role I was to have direct responsibility for managing the day-to-day affairs and operations of the debtor and fulfilling the debtor's obligations as a debtor in possession under the Bankruptcy Code. The bankruptcy petition was withdrawn before the court approved my selection. However, I believe my choice by the company and its bankruptcy counsel speaks to the confidence those sophisticated parties had in my ability to manage the day-to-day

responsibilities of that company and perform fiduciary duties on behalf of the debtor while it was to be in bankruptcy, based on my experience and integrity.

3711 Kennett Pike, Suite 130
Wilmington, DE 19807
+1 (302) 824-7139

1185 Avenue of the Americas, 30th Floor
New York, NY 10036
+1 (646) 558-3630

2445 M Street, NW, Third Floor
Washington, DC 20037
+1 (202) 390-5959

EXHIBIT B

MF Global Chapter 11: List of Potential Parties in Interest

Matched Entity
ACE Group Holdings, Inc. ACE USA ACE Global Markets Limited ACE European Group Limited ACE INA ACE Bermuda Insurance Ltd.
Admiral Insurance Company
Allianz Allianz Italia S.P.A. Allianz Risk Transfer (Bermuda) Limited Allianz S.P.A. Allianz Suisse Allianz Immobilien GMBH + Allianz Lebens
Allied World Assurance Company Europe, Ltd. Allied North America Allied Irish Banks Allied World Assurance Company Holdings, Ltd.
Alterra Reinsurance USA Inc. Alterra Bermuda Ltd. Alterra Capital Holdings Ltd.
Alvarez & Marsal Europe LLP Alvarez & Marsal Italia SRL
American Express Company
American Express American Express Services Europe Limited American Express Travel Related Services
American International Group, Inc. (AIG) AIG Global Asset Management Holdings Corp. AIG Bank Polska S.A. AIG Lincoln Polska SP Z.O.O. AIG Europe AIG Consumer Finance Group, Inc. AIG Financial Products Corp.
Amex Assurance Company
Anderson Mori & Tomotsune
Angelo Gordon & Co. L.P.

Matched Entity
ANZ
Aspen Insurance Limited Aspen Insurance Holdings Aspen Insurance Holdings Limited Aspen Specialty Insurance Aspen Re
Aspen Insurance UK Ltd.
Aspen Technology
Assured Guaranty Corp.
Aviva
Aviva BZ WBK SA Aviva Canada Aviva Health UK Limited Aviva International Insurance Limited Aviva Italia Holdings S.P.A Aviva USA Corporation
Axis Specialty U.S. Holdings, Inc. Axis Capital Holdings Limited Axis Group Capital Holdings Limited Axis Re Limited Axis Specialty Reinsurance Limited Axis Surplus Insurance Company Axis Specialty Europe Limited Axis Specialty Limited
Banc of America/Citigroup
Banca IMI SpA
Banco Bradesco S.A.
Bank Handlowy W Warszawie S.A.
Bank of New York Mellon Trust Company, N.A. Bank of New York Mellon/Pershing LLC
Bank of New York Mellon BNY Mellon
Bank of Nova Scotia
Bank of Tokyo-Mitsubishi UFJ, Ltd.
Bank of the West

Matched Entity
BBVA Banco Continental
Berkley Assurance Company Berkley Regional Specialty Insurance Company
Blackrock, Inc.
Blackstone
Blake Dawson Waldron
Bliss and Glennon Inc. – TX (on behalf of Lloyd's Syndicate #2003)
Blue Bay Asset Management
BNP Paribas
BNP Paribas North America BNP Paribas Suisse BNP Paribas-Scotia-Dexia Capstar Partners (a BNP Company) BNP Paribas, Milan Branch BNP Paribas/West LB/Sumitomo Mitsui
BP Products
Catlin Insurance Company Limited
Catlin US
Centerbridge Partners, Inc.
Charles Schwab & Company Charles Schwab & Co., Inc.
Chartis Inc. Chartis U.S.
Chaucer Syndicates Limited
Chubb Group of Insurance Companies Chubb Custom Insurance Company Executive Risk Specialty Insurance Company
CIMA Energy
Citigroup Global Markets Deutschland AG & Co. KGAA Citigroup Global Markets Ltd.
Citi Infrastructure Investors
Citi/Lazard

Matched Entity
Citibank Global Markets Citibank International LLP Citibank International PLC Citibank International TLC Citibank NA – Milan Branch
Citigroup Capital Markets Citigroup Global Markets Deutschland AG & Co. KGAA Citigroup Global Markets Holdings, Inc. Citigroup Global Markets Inc. Citigroup Global Markets, Ltd. Citigroup Investments
Citigroup Inc.
CitiInsurance
Citimortgage, Inc.
CME Development Corporation
Continental American Insurance Group
Continental Casualty Company
Covington & Burling LLP
Credit Agricole Credit Agricole CIB Calyon Calyon Credit Agricole CIB Credit Agricole Asset Management Sgr S.P.A. Credit Agricole Asset Management Alternative Investments Sgr S.P.A. Credit Agricole Cheuvreux Italia Sim S.P.A.
Credit Suisse/Citigroup/Lehman Brothers
De Brauw Blackstone Westbroek The Blackstone Group International Partners LLP

Matched Entity
Deutsche Bank Deutsche Bank Trust Company Americas Deutsche Bank AG Deutsche Bank AG (New York) Deutsch Bank AG (London) Deutsche Bank Securities, Inc. Deutsche Bank Securities, Inc. d/b/a Deutsche Bank Alex Brown Deutsche Bank National Trust Company Deutsche Bank Polska, S.A. Deutsche Bank Italia S.P.A. Deutsche Bank PBC S.A. Deutsche Bank Aktiengesellschaft
Direct Energy LP
DLA Piper Rudnick Cary & Gray UK LLP
ED&F Man
EDF Energies Nouvelles EDF Energies Nouvelles S.A. EDF IG IDC EDF
Elliot Associates, L.P.
EMC National Life Insurance Co
Evercore Group. L.L.C.
Fidelity Investments Fidelity Investments Life Insurance Company
Fore Research & Management, LP
Franklin Floating Rate Master Series Franklin Floating Rate Daily Access Fund Franklin Templeton Series II Funds – Franklin Floating Rate II Fund Franklin Strategic Series – Franklin Strategic Income Fund Franklin Templeton Variable Insurance Products Trust – Franklin Strategic Income Securities Fund Franklin Total Return Fund Franklin Strategic Income Fund (Canada)
Freepoint Commodities, LLC
GDF Suez

Matched Entity
Genworth Financial Genworth Financial, Inc. Genworth Life Insurance Company Genworth Mortgage Insurance Company Genworth Mortgage Insurance Corporation
GMAC Mortgage, LLC
Goldman Sachs
Goldman Sachs & Company Goldman Sachs Loan Partners Goldman Sachs International Goldman, Sachs & Co. Goldman Sachs/Lazard Goldman Sachs/Merrill Lynch Goldman Sachs/J.P. Morgan
Great American Life Insurance Company
Great American Power, LLC
Guardian Life Insurance Company of America
Hartford Life Insurance Company Hartford
Hunter Wise Commodities LLC
InterChem Energy BC
InterChem Pte Ltd
International Underwriting Association of London
Ironshore Insurance Ltd. Ironshore Specialty Insurance Company
IUA – Lloyd's
Jabre Capital Partners S.A.
Jackson National Life
Jefferies & Company, Inc.
JP Morgan

Matched Entity
JP Morgan Capital Corporation JP Morgan Chase JP Morgan Investment Management Inc. JP Morgan Securities Inc. JP Morgan Securities LLC JP Morgan Securities Ltd. JP Morgan Ventures Corporation JP Morgan Chase & Co. JPM Chase Bank, N.A.
Kim & Chang
The Korea Development Bank, New York Branch
Law Debenture Trust Company of New York
Lazard Freres Lazard Freres & Co. Lazard Freres & Co., LLC
Leon G. Silver & Assoc. Ltd. (on behalf of Lloyd's Syndicate #2003)
Lexington Avenue Associates
Liberty Mutual Insurance Co.
Liberty Mutual Liberty Mutual (UK) Liberty Syndicates Management Limited Liberty Surplus Insurance Company
Lloyd's Bank Lloyd's Commodities LLC Lloyd's Fonds AG Lloyd's GC Lloyd's Group Schemes Lloyd's Syndicate AUW 609 Lloyd's Syndicate QBE 1036 Lloyd's Syndicate WEL 2020 Lloyd's Syndicate AES 1225 Lloyd's Syndicate HSL 0033 Lloyd's Syndicate AML 2008 Lloyd's Syndicate BRT 2987 Lloyd's Syndicate JHA 1607 Lloyd's Syndicate JHA 3786 Lloyd's Syndicate CSL 1084
Louis Dreyfus Highbridge Energy LLC

Matched Entity
M&T Bank
M.I.C. Simmonds & Others at Lloyd's
Max at Lloyd's Ltd.
MetLife Towarzystwo Ubezpieczen NA Zycie
MF Global
MF Global Canada Co.
MF Global Inc.
Miller North America Ltd. (on behalf of Lloyd's Syndicate #2791)
Moore Capital Management, Inc.
Morgan JP Securities Limited
National Financial Partners Co. f/k/a National Finances Services Co.
National Life Insurance Company.
National Union Fire Insurance Company of Pittsburgh, Pa. (Chartis)
Nautilus Insurance Company
Navigators/Syndicate 1221 at Lloyd's
Neighborhood Restore Housing Development Fund Corporation Restored Homes HDFC
New Hampshire Gas Corporation
New York Life Insurance Co.
Nyman Linden Chartered Accountants
Oneok Inc.
Oracle Oracle Corporation Oracle America, Inc. Oracle Corporation UK Ltd. Oracle Italia S.R.L.
Piper Jaffray Limited
Principal Global Investors
Proskauer Rose LLP
QBE Syndicate 1036 at Lloyd's
Regus Business Centers

Matched Entity
RBS Global Banking and Markets
RITC Syndicate Management
RLI Insurance Company
Safra National Bank of New York
Schulte Roth & Zabel
Sentinel Advisors, LLC Sentinel Protection & Indemnity Company
Silver Lake Partners
Societe Generale Societe Generale Corporate & Investment Banking Societe Generale Asset Management Societe Generale Energie Societe Generale, Milan Branch
St. Paul Re St. Paul Travelers Companies, Inc.
Stephenson Harwood
Sun Microsystems Sun Microsystems Italia S.P.A.
Swiss Re Zurich Swiss Re Life & Health America Inc. Swiss Re Capital Markets Swiss Re America Holding Corporation Swiss Re Specialty Insurance U.K. Limited
Teachers Insurance & Annuity Association
Team Aegon USA
The Man Group
The Vanguard Group, Inc.
Thomson Financial, Inc.
TIAA CREF
TigerRisk Partners
Torys LLP
Tradeweb LLC
Transamerica Reinsurance

Matched Entity
Travelers General Travelers International Travelers Mergers & Acquisition The Travelers Companies, Inc.
Travelers Insurance Company
UBS
UBS AG
UBS AG (Stamford Branch) UBS (Italia) SPA UBS Fiduciaria SPA UBS Securities UBS Securities LLC Zao UBS Securities UBS Limited UBS Investment Bank
Waterstone Capital Management
Wellington Management Company, LLC
Wells Fargo Bank, N.A.
Wells Fargo Foothill, Inc. Wells Fargo Securities, LLC Wells Fargo Bank Northwest, National Association Wells Fargo & Company Wells Fargo Capital Finance Wells Fargo Foothill Financial Wells Fargo Equipment Finance Wells Fargo Insurance Services
Wilmington Trust Company
Wilmington Trust FSB/NEFF Corp. Wilmington Trust (London) Limited
XL Global Services, Inc. XL Services UK Ltd. XL Capital Ltd. XL Re Ltd. (Bermuda) XL London Market XL Reinsurance America, Inc. XL Insurance XL Services UK Limited XL Capital Assurance, Inc.

Matched Entity
Zao UBS Securities
Matched Entity
ACE Capital Ltd/Syndicate AGM 2488 (at Lloyd's)
ACE Underwriting Agencies ACE Private Risk Services ACE Capital Ltd./Syndicate Agm. 2488 (at Lloyd's) ACE Capital Title ACE Arabia ACE INA Insurance
AIG Europe (UK) Ltd. AIG Europe AIG Consumer Finance Group, Inc. AIG/Lincoln Russia AIG Travel Guard AIG Financial Products Group AIG Financial Products Corp.
Allianz Cornhill Insurance PLC (London Office) Allianz Global Corporate & Specialty Allianz Global Corporate & Specialty (France) Allianz Se, OAO Rosno Allianz Life Insurance Company of North Allianz Global Investors
Allied Capital Corporation
Amarchand & Mangaldas & Suresh A. Shroff & Co.
Amex Travel Related Services
Aviva Global Services
Aviva Life Insurance Company
Axis Insurance Company
Banque Societe General Vostok Societe Generale S.A. Oddzial W Polsce
Blackrock Asset Management Deutschland AG
Blackstone Mezzanine Partners II
BNP Paribas (Suisse) SA BNP Paribas Asset Management Sgr S.P.A. BNP Paribas Assurance

Matched Entity
Cathedral Syndicate 2010 at Lloyd's
Challenger Group Limited
Citibank R.O.
Citic Construction Co. Ltd.
Citifunds Trust III
Citigold Corporation
Citigold Corporation
Citigroup Energy, Inc. Citigroup, N.A. (NJ)
Credit Agricole Private Equity ACBA Credit Agricole
Deutsche Asset Mgmt Investmentgesellsch
Deutsche Bank Russia Deutsche Bank Private Wealth Mangement
EDF
Everest Capital Limited, as Trustee
Faraday (Lloyd's Syndicate 435)
Federal Deposit Insurance Corporation
Federal Life Insurance Company
Federated Mutual Insurance Company
Fidelity Management & Research Company
Forum Health
Franklin Advisers
Franklin Report, LLC
Franklin Templeton Investments
Gate, LLC
Gide Loyrette Nouel
Hartford Financial Services Group, Inc. Hartford Insurance Group Hartford Fire Insurance Co.
Howard, Irma A.

Matched Entity
UBS Global Asset Management (Italia) Sgr S.P.A UBS International Ltd. UBS S.A.
Wellington Wellington Underwriting Agencies Wellington Undwtg Agencies Ltd.
Willis Gras Savoye Re
Willkie Farr & Gallagher LLP
XL Financial Solutions, Inc. XL America
Matched Entity
Aviva France
Chartis Memsa Holdings, Inc.
Dean Media
Pricewaterhousecoopers
Willis Capital Markets & Advisory
Matched Entity
AIG Global Investment Corp.
Allianz Alternative Assets Holding GMBH Allianz Marine (UK) Ltd. Allianz Global Investors AG Allianz Global Investors Europe GMBH Allianz Global Investors of America, LP Companhia de Seguros Allianz Portugal, S.A. (a/k/a Allianz Portugal) Allianz Global Investors Holdings (UK) Ltd.
Allianz AG (a/k/a Allianz Se) Allianz Finanzbeteiligungs GMBH Allianz Dresdner Asset Management International GMBH Allianz Risk Transfer Allianz Hedge Fund Partners LP Allianz Risk Transfer, Inc. (New York) Allianz Risk Transfer AG (Swiss) Allianz Global Corporate & Specialty AG (German) Allianz SE Allianz New Europe Holding GMBH Allianz Dresden Global Investors Deutschland GMBH

Matched Entity
Allied Provident Insurance, Inc.
American Express International, Inc. (Japan)
Association of Bermuda Insurers and Reinsurers (ABIR)
Banca Imi SPA
Banco UBS SA (a/k/a Banco UBS Warburg SA)
Banco UBS SA (a/k/a Banco UBS Warburg SA)
Bank of Montreal
Bank of Montreal Capital Markets (Holdings) Ltd. Bank of Montreal Holding Inc.
Bank of New York
Bank of Nova Scotia Tax Bank of Nova Scotia WMF/CDS BMO Nesbitt Burns BMO Nesbitt Burns SA BMO Nesbitt Burns Inc.
Bank One Corporation, n/k/a JPMorgan Chase & Co. Bank One, National Association, n/k/a JPMorgan Chase Bank, N.A.
Banque du Credit Agricole
Barclays Capital Inc.
Bea Systems
BMO Capital
BMO Capital Markets
BNY Brokerage, Inc. BNY Capital Markets, Inc. BNY Convergex Execution Solutions LLC BNY Holdings Corporation
BNY Capital Markets Inc. BNY Inc. BNY Securities Inc.
BNY Mellon Capital Markets, LLC
Centre Representatives (Asia) Limited
Chase Bank (a/k/a JP Morgan Chase Bank) Chase Manhattan Bank, N.A. Chase Manhattan Mortgage Corporation

Matched Entity
Chase Manhattan Bank & Trust Company
Chase Student Loan Services
Citi Agency & Trust Services
Citi Alternative Investments
Citi Home Equity Citigroup, N.A. Citigroup Global Corporate & Investment Bank Citigroup Energy, Inc.
Citi Trends
Citibank Overseas Investment Corp.
Citibank, N.A.
Citic Group Citic KA WAH Bank Citic Capital China Retail Properties Investment Fund, L.P.
Citicorp North America, Inc.
Citicorp Citicorp Venture Capital Ltd., Inc. Citicorp Real Estate, Inc.
Cities of Anaheim, Azusa, Banning, Colton and City and County of San Francisco
Citigroup Brazil Citigroup Financial Products Inc.
Citigroup Trustees Citigroup Venture Capital International Jersey Limited
Citigroup Venture Capital International Growth Citigroup International PLC Citigroup Venture Capital Growth Partnership
Citimortgage Citifinancial
Citizens Power Holdings One, LLC
Commingled Pension Trust Fund (Strategic Property) of JPMorgan Chase Bank, N.A., Its Sole Member
Commodity Futures Trading Commission
Credit Agricole Cheuvreux Credit Agricole Indosuez North America, Inc. Credit Agricole SA

Matched Entity
Credit Agricole Corporate and Investment Bank
Daniel Bedford Orrick, Herrington & Sutcliffe, LLP
Detroit Edison Company
Deutsche Bank (Cayman) Limited Deutsche Bank Trust Corporation
Deutsche Bank Trust Company Americas Deutsche Bank Securities Deutsche Bank Luxembourg Deutsche Bank Luxembourg S.A. Deutsche Bank Brasil, S.A. Deutsche Bank, Hong Kong Deutsche Bank, S.A. (Argentina) Deutsche Bank Privat – Und Geschäftskunden AG Deutsche Bank S.P.A. (Milan) Deutsche Bank S.A. – Banco Alemão Paying Agent Deutsche Bank AG, London Calculation Agent Deutsche Bank AG, London
DuPont Pension Trust Fund – Silver Lake Partners III, L.P.
Federal Reserve Employee Benefits System
Fidelity Brokerage Services d/b/a Fidelity Investments
Fidelity Management & Research
Fidelity Management Trust Company
FMR Corporation
FMR FMR Corp.
Franklin Resources, Inc.
Genworth Life and Annuity Insurance Company
Goldman Sachs International
IPC Group LLC
IPC Holdings, Ltd.
Iron Mountain Group, Inc.
Iron Mountain Information Management, Inc.
Joint-Stock Company “Banque Societe Generale Vostok”
JP Morgan Asset Management Real Estate Limited

Matched Entity
International Petroleum Investment Company
IPC Media IPC Media Limited
Jones Day
JP Morgan Asset Management Real Estate (Asia) Limited JP Morgan Corsair Capital JP Morgan Corsair II Capital Partners JPMorgan Chase Funding Inc. JP Morgan Chase Manhattan PLC
Liberty Mutual Insurance Europe
Lloyd's Lloyd's TSB Group PLC
Marrone Robinson Frederick & Foster
Mellon Bank
Metropolitan Life Insurance Co.
Oracle AG
Primerica Financial Services
R&B Publishing
Regus
RLI Insurance Company
Scottsdale Insurance Company
Simmons & Simmons
Smith, Herbert J.
St. Paul Fire & Marine Insurance Co.
St. Paul Managing Agency
Studio Legale Associato McDermott Will & Emery
Sullivan & Cromwell LLP
Swiss Re Atrium Corporation Swiss Re Partnership Holdings
The Hartford
Travelers Indemnity

Matched Entity
JP Morgan Asset Management JP Morgan Infrastructure Investment Fund JPMorgan Securities LLP
JP Morgan Bank (Ireland) PLC JP Morgan Fleming Asset Management (USA) Inc. JP Morgan SEC Inc. SL JPMorgan Chase BK/IA JPMorgan Sec Inc. WF
JP Morgan Chase Securities
JP Morgan IIF SWWC Investment LLC JP Morgan Ventures Energy Corporation
JP Morgan PLC
JPMorgan Trust Company, National Association, as Trustee of the FI Liquidating Trust Farmland Industries
Lebanese Canadian Bank
Lincoln National Life Insurance Company
Liza Francisca Primus-Lara (Proposed Legal Guardian)
Loews Cineplex Entertainment Corporation
Loews Corporation
M L Invest Holdings (a/k/a Blackrock)
Man Financial Group PLC
Marshall & Isley Corporation
Mayer Brown LLP
Mayer, Brown, Rowe & Maw LLP
MDL Party Deutsche Bank
MF Global UK Limited
Morgan Stanley
National Atlantic
National Financial Services National Financial Services
National Life Funding, LLC
National Securities Clearing Corporation

Matched Entity
Noble Group Limited Noble Americas Corporation
Opic Citibank Loan
Options Clearing Corporation
Oracle Credit Corporation
Oracle Racing
Piper Jaffray
Pricewaterhousecoopers Ghana Limited
Project Deuce – Citigroup Center: 444 South Flowers Street Property LLC
Royal Bank of Canada
Rydex, Ltd.
Securian Financial Group, Inc.
Sentinel Insurance Company, Ltd.
Sentinel Investments Bjornson/Sentinel – E&L (Ericksonson-Larson) – ND
Silver Lake Partners II, L.P.
Skadden Arps Slate Meagher & Flom
Skybridge Capital
Sun Microsystems, Inc. Intercontinental Operation Sun Microsystems Scotland
Swiss Re
The Federal Reserve Federal Reserve Bank
TIAA
TIAA-Cref Life Insurance Company
Transamerica Corporation
U.S. Commodity Futures Trading Commission

Matched Entity
UBS Services (USA) LLC
UBS Global Asset Management (US)
UBS Grupo Financiero SA de CV
UBS Management Support KK
UBS Espana SA
UBS AG (Switzerland)
Vanguard Health Systems, Inc.
Wells Fargo
Wilmington Trust
Wilmington Trust FSB

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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

ORDER APPROVING THE APPOINTMENT OF CHAPTER 11 TRUSTEE

Upon the Joint Emergency Motion of the Debtors and Statutory Creditors' Committee for Order Pursuant to 11 U.S.C. §1104 and Fed. R. Bankr. P. 2007.1 Directing Appointment of Chapter 11 Trustee; and it appearing that Louis J. Freeh, a disinterested person within the meaning of 11 U.S.C. §101(14), has been appointed by the United States Trustee as the Chapter 11 trustee in the above-captioned cases, and after due deliberation and sufficient cause appearing thereof; it is hereby

ORDERED, that the appointment of Louis J. Freeh, as Chapter 11 trustee, is approved in these bankruptcy cases pursuant to 11 U.S.C. §1104(d).

Dated: New York, New York
November __, 2011

HONORABLE MARTIN GLENN
UNITED STATES BANKRUPTCY JUDGE