

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

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

In re :
MF Global Inc. : Case No. 11-02790 (MG) SIPA
Debtor. :
:

STIPULATION AND ORDER REGARDING CLAIM OF FLEISHMAN-HILLARD INC.

Louis J. Freeh (the "Chapter 11 Trustee"), on behalf of MF Global Holdings Ltd. ("Holdings") and its affiliated debtors, James W. Giddens (the "MFGI Trustee") on behalf of MF Global Inc. ("MFGI"), and Fleishman-Hillard Inc. ("Fleishman-Hillard," together with the Chapter 11 Trustee and the MFGI Trustee, the "Parties") hereby stipulate as follows:

1. The Chapter 11 Trustee hereby agrees that Fleishman-Hillard shall be permitted to file its claim out of time against Holdings (the "Holdings Claim") in the above-captioned Case No. 11-15059-MG and Fleishman-Hillard shall file the Holdings Claim within seven (7) business days of approval of this Stipulation and Order.

2. By agreeing to allow Fleishman-Hillard to file the Holdings Claim, the Chapter 11 Trustee does not waive his rights to object to the Holdings Claim on any other ground than timeliness, and expressly reserves such rights.

3. Upon Fleishman-Hillard's filing of the Holdings Claim, Fleishman-Hillard's claim against MFGI (MFGI Claim No. 1801) in the MFGI proceeding shall be deemed withdrawn with prejudice without any further action need be taken by Fleishman-Hillard or the MFGI Trustee.

4. This Stipulation and Order may be executed in counterparts, each of which when so executed shall be deemed to be an original and all of which when taken together shall constitute one and the same Stipulation and Order. Facsimile or other electronic copies of signatures on this Stipulation and Order are acceptable, and a facsimile or other electronic copy of a signature on this Stipulation and Order is deemed an original.

IN WITNESS WHEREOF and in agreement herewith, the Parties through their undersigned counsel have executed and delivered this Stipulation and Order as of the date set forth below.

Dated: March 11, 2013
New York, New York

LATHROP & GAGE LLP

/s/ Suzanna M. M. Morales
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*Attorneys for James W. Giddens,
As Trustee for the SIPA Liquidation of MF Global Inc.*

SO ORDERED this 29th day of March 2013

/s/Martin Glenn
MARTIN GLENN
United States Bankruptcy Judge