

Corzine Jon S.  
Form 4  
June 09, 2011

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Corzine Jon S.

(Last) (First) (Middle)

C/O MF GLOBAL HOLDINGS LTD., 717 FIFTH AVENUE, 9TH FLOOR

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
MF Global Holdings Ltd. [MF]

3. Date of Earliest Transaction (Month/Day/Year)  
06/09/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
CEO and Chairman

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock, par value \$1.00 per share	06/11/2011		P		200 A \$ 6.849	200	D
Common Stock, par value \$1.00 per share	06/11/2011		P		800 A \$ 6.8491	1,000	D
	06/11/2011		P		500 A	1,500	D

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Common Stock, par value \$1.00 per share					\$ 6.8492		
Common Stock, par value \$1.00 per share	06/11/2011	P	500	A	\$ 6.8494	2,000	D
Common Stock, par value \$1.00 per share	06/11/2011	P	4,000	A	\$ 6.85	6,000	D
Common Stock, par value \$1.00 per share	06/11/2011	P	1,200	A	\$ 6.859	7,200	D
Common Stock, par value \$1.00 per share	06/11/2011	P	800	A	\$ 6.8593	8,000	D
Common Stock, par value \$1.00 per share	06/11/2011	P	200	A	\$ 6.8594	8,200	D
Common Stock, par value \$1.00 per share	06/11/2011	P	1,200	A	\$ 6.8596	9,400	D
Common Stock, par value \$1.00 per share	06/11/2011	P	100	A	\$ 6.8597	9,500	D
Common Stock, par value \$1.00 per share	06/11/2011	P	100	A	\$ 6.8599	9,600	D
	06/11/2011	P	14,700	A	\$ 6.86	24,300	D

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Common Stock, par value \$1.00 per share								
Common Stock, par value \$1.00 per share	06/11/2011	P	300	A	\$ 6.869	24,600	D	
Common Stock, par value \$1.00 per share	06/11/2011	P	200	A	\$ 6.8693	24,800	D	
Common Stock, par value \$1.00 per share	06/11/2011	P	800	A	\$ 6.8695	25,600	D	
Common Stock, par value \$1.00 per share	06/11/2011	P	200	A	\$ 6.8696	25,800	D	
Common Stock, par value \$1.00 per share	06/11/2011	P	600	A	\$ 6.8697	26,400	D	
Common Stock, par value \$1.00 per share	06/11/2011	P	9,100	A	\$ 6.87	35,500	D	
Common Stock, par value \$1.00 per share	06/11/2011	P	600	A	\$ 6.92	36,100	D	
Common Stock, par value \$1.00 per share	06/10/2010	<u>J<sup>(1)</sup></u>	352,100	A	\$ 0	352,100	I	See footnote <u>(1)</u>

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 6)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Corzine Jon S. C/O MF GLOBAL HOLDINGS LTD. 717 FIFTH AVENUE, 9TH FLOOR NEW YORK, NY 10022	X		CEO and Chairman	

## Signatures

/s/ Jacqueline M. Giammarco, by power of attorney  
Date: 06/09/2011

Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

On June 10, 2010, Mr. Corzine transferred 352,100 shares of previously acquired MF Global Holdings Ltd. common stock that he held (1) directly into The Jon S. Corzine 2010 Annuity Trust I (the "Annuity Trust"). Mr. Corzine is the trustee of the Annuity Trust and the remainder beneficiaries of the Annuity Trust are trusts for the benefit of his children.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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