

Connolly Thomas
Form 4
June 14, 2011

FORM 4

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

OMB APPROVAL

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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 *
Connolly Thomas

(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)
06/10/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Global Head of Human Resources

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, par value \$1.00 per share	06/10/2011		M		11,261	A	\$ 0 ⁽¹⁾
Common Stock, par value \$1.00 per share	06/10/2011		F ⁽²⁾		4,078	D	\$ 7.24
Common Stock, par value \$1.00	06/13/2011		S		1,500	D	\$ 7.33

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per share

Common
Stock, par
value \$1.00 06/13/2011 S 700 D \$ 7.335 33,283 D

per share

Common
Stock, par
value \$1.00 06/13/2011 S 3,100 D \$ 7.34 30,183 D

per share

Common
Stock, par
value \$1.00 06/13/2011 S 200 D \$ 7.342 29,983 D

per share

Common
Stock, par
value \$1.00 06/13/2011 S 3,800 D \$ 7.345 26,183 D

per share

Common
Stock, par
value \$1.00 06/13/2011 S 2,900 D \$ 7.35 23,283 D

per share

Common
Stock, par
value \$1.00 06/13/2011 S 1,600 D \$ 7.355 21,683 D

per share

Common
Stock, par
value \$1.00 06/13/2011 S 3,000 D \$ 7.36 18,683 D

per share

Common
Stock, par
value \$1.00 06/13/2011 S 800 D \$ 7.362 17,883 D

per share

Common
Stock, par
value \$1.00 06/13/2011 S 2,300 D \$ 7.365 15,583 D

per share

Common
Stock, par
value \$1.00 06/13/2011 S 1,200 D \$ 7.37 14,383 D

per share

Common
Stock, par
value \$1.00 06/13/2011 S 1,700 D \$ 7.38 12,683 D

per share

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Common Stock, par value \$1.00 per share	06/13/2011	S	500	D	\$ 7.382	12,183	D
Common Stock, par value \$1.00 per share	06/13/2011	S	200	D	\$ 7.385	11,983	D
Common Stock, par value \$1.00 per share	06/13/2011	S	1,600	D	\$ 7.39	10,383	D
Common Stock, par value \$1.00 per share	06/13/2011	S	1,200	D	\$ 7.392	9,183	D
Common Stock, par value \$1.00 per share	06/13/2011	S	1,500	D	\$ 7.395	7,683	D
Common Stock, par value \$1.00 per share	06/13/2011	S	200	D	\$ 7.4	7,483	D

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. Amount or Number of Shares
Restricted Stock Units ⁽³⁾	<u>(3)</u>	06/10/2011		M	11,261	<u>(3)</u> <u>(3)</u>	Common Stock	11,261

