

MF Global Holdings Ltd.  
Form 8-K  
August 18, 2010

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

**FORM 8-K**

**CURRENT REPORT PURSUANT**  
**TO SECTION 13 OR 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

**Date of Report: August 12, 2010**

(Date of earliest event reported)

**MF Global Holdings Ltd.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of incorporation)

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**001-33590**  
(Commission File Number)

**98-0551260**  
(IRS Employer Identification No.)

**717 Fifth Avenue**

**New York, New York**  
(Address of Principal Executive Offices)

**10022**  
(Zip Code)

**(212) 589-6200**

(Registrant's Telephone Number, Including Area Code)

**Not applicable**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2 below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07. Submission of Matters to a Vote of Security Holders.**

On August 12, 2010, MF Global Holdings Ltd. (the Company) held its Annual Shareholders Meeting at which the shareholders voted upon (i) the election of David P. Bolger, Jon S. Corzine, Eileen S. Fusco, David Gelber, Martin J. Glynn, Edward L. Goldberg, David I. Schamis, and Robert S. Sloan to the Company's Board of Directors (the Board), and (ii) the ratification of the appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the 2011 fiscal year.

The Company's shareholders elected all eight director nominees and approved the ratification of the appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the 2011 fiscal year. The number of votes cast for or against and the number of abstentions and broker non-votes with respect to each matter voted upon, as applicable, are set forth below.

|   | For         | Against   | Abstain | Broker-<br>Non-vote |
|---|-------------|-----------|---------|---------------------|
| Election of Directors   |             |           |         |                     |
| David P. Bolger   | 121,941,736 | 244,234   | 206,430 | 13,503,384          |
| Jon S. Corzine  | 120,761,061 | 1,436,384 | 194,955 | 13,503,384          |
| Eileen S. Fusco   | 121,844,309 | 246,185   | 301,906 | 13,503,384          |
| David Gelber  | 121,653,412 | 532,882   | 206,106 | 13,503,384          |
| Martin J. Glynn   | 121,129,894 | 1,055,000 | 207,506 | 13,503,384          |
| Edward L. Goldberg  | 121,553,467 | 531,927   | 307,006 | 13,503,384          |
| David I. Schamis  | 121,670,826 | 516,668   | 204,906 | 13,503,384          |
| Robert S. Sloan   | 114,696,743 | 7,493,092 | 202,565 | 13,503,384          |
| Ratification of the appointment of PricewaterhouseCoopers LLP | 135,303,919 | 475,902   | 115,963 | *                   |

\* Not applicable

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MF GLOBAL HOLDINGS LTD.

Date: August 18, 2010

By: /s/ Laurie R. Ferber

Laurie R. Ferber

General Counsel