

MF Global Ltd.
Form 3
December 17, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Harbour Karel F. | | (Month/Day/Year) | MF Global Ltd. [MF] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| SUGAR QUAY, LOWER THAMES STREET | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| LONDON, Â X0Â EC3R6DU | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| (City) | (State) | (Zip) | (give title below) | (specify below) |
| | | | COO & Executive VP | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--------------------------------------|---|--|---|
| No securities are beneficially owned | 0 | D | Â |

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | | Title | | | |

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| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|------------------------------|------------------|-----------------|---------------|----------------------------|----------|----------------------------|---|
| Restricted Share Units | Â (1) | Â (1) | Common Shares | 166,667 | \$ (1) | D | Â |
| Share Options (right to buy) | Â (2) | 07/18/2014 | Common Shares | 166,667 | \$ 30 | D | Â |
| Share Options (right to buy) | Â (3) | 06/03/2015 | Common Shares | 8,821 | \$ 14.17 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Harbour Karel F. SUGAR QUAY, LOWER THAMES STREET LONDON,Â X0Â EC3R6DU | Â | Â | Â COO & Executive VP | Â |

Signatures

/s/ Jacqueline Giammarco, by power of attorney
 12/16/2008
 **Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- (1) Each restricted share unit represents a contingent right to receive one common share, par value \$1.00 per share, of MF Global Ltd. (each, a "Common Share"), and the restricted share units are subject to the terms and conditions of the MF Global Ltd. 2007 Long Term Incentive Plan (the "Plan"). The restricted share units vest in full on the third anniversary of the grant date, which is July 18, 2007. Vested restricted share units will be delivered to the reporting person on the vesting date or such other date as specified in the award agreement.
- (2) Each share option represents the right to purchase one Common Share. The share options are subject to the terms and conditions of the Plan. One-third of the share options vest on each of the first, second and third anniversaries of the grant date (becoming fully vested on the third anniversary of the grant date). These share options were granted on July 18, 2007. Each share option becomes exercisable upon vesting.
- (3) Each share option represents the right to purchase one Common Share. The share options are subject to the terms and conditions of the Plan. One-third of the share options vest on each of the first, second and third anniversaries of the grant date (becoming fully vested on the third anniversary of the grant date). These share options were granted on June 3, 2008. Each share option becomes exercisable upon vesting.

Â
Remarks:
 ExhibitÂ List

ExhibitÂ 24:Â PowerÂ ofÂ Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.