

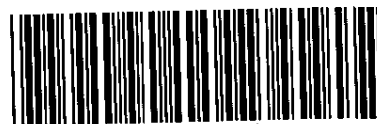
# CVA1

## Notice of voluntary arrangement taking effect



Companies House

THURSDAY



A36 \*A6LQ2PNL\* 21/12/2017 #165  
COMPANIES HOUSE

ase  
se

### 1 Company details

Company number 0 1 6 0 0 6 5 8  
Company name in full MF Global UK Limited in CVA

→ Filling in this form  
Please complete in typescript or in  
bold black capitals.

### 2 Supervisor's name

Full forename(s) Michael Robert  
Surname Pink

### 3 Supervisor's address

Building name/number 15 Canada Square  
Street Canary Wharf  
Post town London  
County/Region  
Postcode E 1 4 5 G L  
Country

### 4 Supervisor's name <sup>①</sup>

Full forename(s) Richard  
Surname Heis

① Other supervisor  
Use this section to tell us about  
another supervisor.

### 5 Supervisor's address <sup>②</sup>

Building name/number 15 Canada Square  
Street Canary Wharf  
Post town London  
County/Region  
Postcode E 1 4 5 G L  
Country

② Other supervisor  
Use this section to tell us about  
another supervisor.

# CVA1

## Notice of voluntary arrangement taking effect

### 6 Date CVA took effect

Date 

d	1	d	2	m	1	m	2	y	2	y	0	y	1	y	7
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### 7 Report of consideration of proposal

☒ I attach a copy of the report of consideration of the proposal

### 8 Sign and date

Supervisor's signature

Signature

X

*M. R.*

X

Signature date

d	1	d	5	m	1	m	2	y	2	y	0	y	1	y	7
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# CVA1

## Notice of voluntary arrangement taking effect



### Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name	Tom Chuter
Company name	KPMG LLP
Address	15 Canada Square Canary Wharf
Post town	London
County/Region	
Postcode	E 1 4 5 G L
Country	
DX	
Telephone	Tel +44 (0) 20 7311 1000



### Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have attached the required documents.
- ☐ You have signed and dated the form.



### Important information

All information on this form will appear on the public record.



### Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the address below:

The Registrar of Companies, Companies House,  
Crown Way, Cardiff, Wales, CF14 3UZ.  
DX 33050 Cardiff.



### Further information

For further information please see the guidance notes on the website at [www.gov.uk/companieshouse](http://www.gov.uk/companieshouse) or email [enquiries@companieshouse.gov.uk](mailto:enquiries@companieshouse.gov.uk)

This form is available in an alternative format. Please visit the forms page on the website at [www.gov.uk/companieshouse](http://www.gov.uk/companieshouse)

## Continuation page

Name and address of insolvency practitioner

✓ **What this form is for**  
Use this continuation page to tell us about another insolvency practitioner where more than 2 are already jointly appointed. ①  
Attach this to the relevant form.  
Use extra copies to tell us of additional insolvency practitioners.

✗ **What this form is NOT for**  
You can't use this continuation page to tell us about an appointment, resignation, removal or vacation of office.

→ **Filling in this form**  
Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by \*

### 1 Appointment type

Tick to show the nature of the appointment:

- ☐ Administrator
- ☐ Administrative receiver
- ☐ Receiver
- ☐ Manager
- ☐ Nominee
- ☒ Supervisor
- ☐ Liquidator
- ☐ Provisional liquidator

① You can use this continuation page with the following forms:

- VAM1, VAM2, VAM3, VAM4, VAM6, VAM7
- CVA1, CVA3, CVA4
- AM02, AM03, AM04, AM05, AM06, AM07, AM08, AM09, AM10, AM12, AM13, AM14, AM19, AM20, AM21, AM22, AM23, AM24, AM25
- REC1, REC2, REC3
- LIQ2, LIQ3, LIQ05, LIQ13, LIQ14, WU07, WU15
- COM1, COM2, COM3, COM4
- NDISC

### 2 Insolvency practitioner's name

Full forename(s) Edward George

Surname Boyle

### 3 Insolvency practitioner's address

Building name/number 15 Canada Square

Street Canary Wharf

Post town London

County/Region

Postcode E 1 4 5 G L

Country

**IN THE HIGH COURT OF JUSTICE**

**CHANCERY DIVISION**

**IN THE MATTER OF: MF GLOBAL UK LIMITED (in special administration) (Registered Number: 01600658)**

**COMPANY VOLUNTARY ARRANGEMENT under Part I of the Insolvency Act 1986 (as amended)**

**No. 9527 of 2011**



**CR-2011-013738**

---

## **CHAIR'S REPORT**

**of the Creditors' Decision Procedure and of the Meeting of Members of the MF Global UK Limited (in special administration) (the 'Company') in relation to a proposal for a Company Voluntary Arrangement (the 'Proposal')**

---

**THIS REPORT** is made by Michael Robert Pink, licensed insolvency practitioner and associate partner at KPMG LLP, 15 Canada Square, Canary Wharf, London, E14 5GL (the 'Chair'), and one of the Nominees and Supervisors of the voluntary arrangement of the Company, pursuant to the provisions of Section 4(6) and Section 4(6A) of the Insolvency Act 1986 (the 'Act') and Rule 2.38 of the Insolvency (England and Wales) Rules 2016 (the 'Rules') and is the Chair's report on the result of the creditors' decision procedure and the meeting of members of the Company contemplated by such Sections and Rule.

Terms not otherwise defined in this report have the meaning given to them in the Proposal dated 23 November 2017.

### **1 CREDITORS' DECISION PROCEDURE**

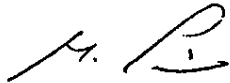
- 1.1 Pursuant to Section 3 of the Act, a decision of creditors was taken at a physical meeting of creditors at 12.00 on Tuesday, 12 December 2017 at The Connaught Rooms, 61-65 Great Queen Street, London WC2B 5DA (the 'Creditors' Meeting').
- 1.2 The Chair briefly explained that the legislation which deals with company voluntary arrangements is contained in Part I of the Act.
- 1.3 As convener of the decision procedure, the Chair confirms that there were no objections to the notice of the decision procedure and the Proposal, all as despatched to creditors on 23 November 2017, and revised on 30 November 2017 being taken as read.
- 1.4 The Chair confirms that creditors were asked if they wished to propose any modification to the Proposal. None did so.
- 1.5 The following resolutions ('Decisions (1), (2) and (3)') were proposed.
  1. *To consider and approve, if appropriate, the Statement of Proposals Amendments;*
  2. *To consider and approve, if appropriate, the Company's Proposals dated 23 November 2017 for a Voluntary Arrangement with or without modifications; and*

3. *If Resolution (2) is approved, to consider and approve the resolution that any act to be done by the Supervisors in connection with the arrangement may be done by all or any one or more of them.*
- 
- 1.6 A decision of creditors was taken on Decisions (1), (2) and (3). Set out in Appendices 1 to 4 are summaries and lists of the creditors (with their respective values), showing how they voted on Decisions (1), (2) and (3) and also identifying which of those creditors were considered to be connected with the Company.
  - 1.7 The requisite majority to approve a decision is a majority in excess of 50 percent in value of creditors voting on Decision (1) and three-quarters or more in value of creditors voting on the Decisions (2) and (3). Having regard (*inter alia*) to the provisions of Rule 15.34 of the Rules and Rule 94 of the Investment Bank Special Administration (England and Wales) Rules 2011, the Chair confirms that Decisions (1), (2) and (3) were passed.
  - 1.8 Accordingly, the Proposal was approved without modification by the creditors listed in Appendices 1 to 4.
- 
- 2 **Meeting of the Company**
- 
- 2.1 Pursuant to Section 3 of the Act, the meeting of the Company was held at 15.30 on Tuesday, 12 December 2017 at The Connaught Rooms, 61-65 Great Queen Street, London WC2B 5DA.
  - 2.2 The Chair noted that the legislation which deals with company voluntary arrangements was contained in Part I of the Act.
  - 2.3 The Chair noted that as convenor of the meeting and pursuant to Rule 2.34 he was Chair thereof. The Chair also noted that MF Global Holdings Europe Limited is the sole member of the Company. The Chair asked whether there was any objection to the notice of meeting and the Proposal, as despatched to the Company's sole member on 23 November 2017, being taken as read and there was none.
  - 2.4 The same resolutions as those put to the Creditors' Meeting were then proposed:
    1. *To consider and approve, if appropriate, the Statement of Proposals Amendments;*
    2. *To consider and approve, if appropriate, the Company's Proposals dated 23 November 2017 for a Voluntary Arrangement with or without modifications; and*
    3. *If Resolution (2) is approved, to consider and approve the resolution that any act to be done by the Supervisors in connection with the arrangement may be done by all or any one or more of them.*
  - 2.5 Appendix 5 to this report provides details as to how the Company's sole member voted on Decisions (1), (2) and (3).
  - 2.6 Having regard (*inter alia*) to the provisions of Rule 2.36 of the Rules, the Chair declared Decisions (1), (2) and (3) passed.
  - 2.7 Accordingly, the Proposal was approved by the Company's sole member.

3 **EU Regulation on Insolvency Proceedings 2015**

- 3.1 In the opinion of the Chair and the Supervisors, the EU Regulation on Insolvency Proceedings 2015 (the 'Regulation') does not apply to the Proposal as the Company is an investment undertaking which provided services involving the holding of funds or securities for third parties and/or a collective investment undertaking under Article 1(2) of the Regulation.

Signed



Dated 15 December 2017

Michael Robert Pink

Convener of the Creditors Decision Procedure/Chair of the Company Meeting

# MF Global UK Limited in Special Administration – under a Voluntary Arrangement

## Appendix 1

### Details of voting on Decisions (1), (2) and (3)

Voting in respect of Decision (1) “that the Statement of Proposals amendments be approved”:

	£	% of voting creditors
For the above decision:		
Creditors listed in Appendix 2	67,596,980.44	96.40%
Against the above decision:		
Creditors listed in Appendix 3	2,522,645.64	3.60%
Abstained from voting on the decision		
Creditors listed in Appendix 4	Nil	N/A
	<b><u>70,119,626.08</u></b>	

*The above figures include voting by connected creditors. These figures differ from those announced at the meeting following a review and reconciliation of the proxies received.*

*The table below summaries the voting position excluding connected creditor(s)*

	£	% of voting creditors
For the above decision:		
Creditors listed in Appendix 2	43,285,557.25	94.49%
Against the above decision:		
Creditors listed in Appendix 3	2,522,645.64	5.51%
Abstained from voting on the decision		
Creditors listed in Appendix 4	Nil	N/A
	<b><u>45,808,202.89</u></b>	



*Voting in respect of Decision (2) "That, the Company Voluntary Arrangement be approved":*

	£	% of voting creditors
For the above decision:		
Creditors listed in Appendix 2	67,438,567.61	96.39%
Against the above decision:		
Creditors listed in Appendix 3	2,522,645.64	3.61%
Abstained from voting on the decision		
Creditors listed in Appendix 4	Nil	N/A
	<b><u>69,961,213.25</u></b>	

*The above figures include voting by connected creditor(s). The table below summaries the voting position excluding the connected creditor(s)*

	£	% of voting creditors
For the above decision:		
Creditors listed in Appendix 2	43,127,144.42	94.47%
Against the above decision:		
Creditors listed in Appendix 3	2,522,645.64	5.53%
Abstained from voting on the decision		
Creditors listed in Appendix 4	Nil	N/A
	<b><u>45,649,790.06</u></b>	

*Voting in respect of Decision (3) "That, if decision (2) is approved, any act to be done by the Joint Supervisors in connection with the arrangement may be done by all or any one or more of them":*

	£	% of voting creditors
For the above decision:		
Creditors listed in Appendix 2	67,438,567.61	96.39%
Against the above decision:		
Creditors listed in Appendix 3	2,522,645.64	3.61%
Abstained from voting on the decision		
Creditors listed in Appendix 4	Nil	N/A
	<b><u>69,961,213.25</u></b>	

*The above figures include voting by connected creditor(s). The table below summaries the voting position excluding the connected creditor(s)*

	£	% of voting creditors
For the above decision:		
Creditors listed in Appendix 2	43,127,144.42	94.47%
Against the above decision:		
Creditors listed in Appendix 3	2,522,645.64	5.53%
Abstained from voting on the decision		
Creditors listed in Appendix 4	Nil	N/A
	<b><u>45,649,790.06</u></b>	

# MF Global UK Limited in Special Administration – under a Voluntary Arrangement

## Appendix 2

List of creditors voting “for” decision (1)

<b>Creditor</b>	<b>Voting value (£)</b>
Worldwide Finance Ltd	158,294.92
Holder Investments Ltd	79,209.21
Lacks Industries Inc	162,727.87
Broadgate Mercury Limited - In Liquidation	3,040.31
Independent Audit Limited	727.25
The Value Catalyst Fund Limited	11,072.13
LP Value Limited	13,030.00
LP Alternative LP	16,466.30
LACV Limited	253,955.95
Laxey Worldwide Limited	500.00
LACMA Limited	80,056.03
Laxey Partners Limited	33,014.11
Glencore International AG	372,610.51
ARM Asset Management Ltd	1,794.85
Hottinger Investment Management Limited	1,811.46
Self Invested Pension R L BRAKE	179,819.18
Schneider Trading Associates	48,920.83
Beechstone Limited	3,427.14
ADK Soho Fund LP	205,639.12
EMA Textiles Ltd	348,830.46
SG Option Europe SA	338,773.00
Attestor Value Master Fund LP	9,833,382.63
Hamilton Kilgour Ltd	10,635.00
Marzillier as representative for its clients	224,898.29
SPCP Group LLC	14,361,054.91
SC Lowy Primary Investments Ltd	797,155.65
CVIC LUV Master SARL	1,713,498.01
CVI CVF II LUX MASTER SARL	154,602.27
CVF LUX MASTER SARL	5,070,588.56
CVIC II LUX MASTER SARL	28,274.49
CVI GVF (LUX) MASTER SARL	689,965.49
Fonds de Pensions Complementaire Nestle	85,821.12
Hammerer Aluminium Industries GMBH	203,883.86
Christos Apostolidis	117.91
MF Global Assigned Assets LLC	11,500,000.00
Middle Hill Holding, L.L.C	44,397.39
HBK Master FUND L.P	314,060.95
KIT Finance Europe AS	44,971.55
Canaccord Genuity Limited/ Collins Stewart Europe Limited	51,992.46
Magrath LLP	1,956.50
MF Global UK Services Limited (in administration)	1,152,241.49
Nord Sea Corporation	15,303.30
Burlington Loan Management	1,422,895.47
CF Corporate	11,215.03
British Telecom Services	5,418.20
Unipac Asia Company Limited	191,695.49
China Minmetal Nonferrous Metals Co Ltd	71,364.17
MF Global Holdings USA, Inc	28,532.88
MF Global FX Clear LLC	3,070,273.49

MF Global Special Investor LLC	4,776,238.55
MF Global Intellectual Properties Kit	12,636.67
MF Global Suisse SA	82,713.31
MF Global Holdings Ltd	852,767.71
MF Global Capital LLC	2,497,391.69
Killik & Co LLP	12,140.35
MF Global Overseas Limited	12,795.18
MF Global Finance Europe Limited	325,832.21
Shanxi Securities International Financial Holdings	36,376.10
FSCS	2,531,819.68
Illiquidx LLP	124,703.26
Mirador International LLC	135,863.73
Salonika Foundation	4,214.57
Unipac Singapore Pte Ltd	2,707,637.54
Paul Weatherhead	11,902.65
D Weatherhead Ltd	58,030.07
<b>Total</b>	<b>67,596,980.44</b>

List of creditors voting "for" decision (2)

<b>Creditor</b>	<b>Voting value (£)</b>
Holder Investments Ltd	79,209.21
Lacks Industries Inc	162,727.87
Broadgate Mercury Limited - In Liquidation	3,040.31
Independent Audit Limited	727.25
The Value Catalyst Fund Limited	11,072.13
LP Value Limited	13,030.00
LP Alternative LP	16,466.30
LACV Limited	253,955.95
Laxey Worldwide Limited	500.00
LACMA Limited	80,056.03
Laxey Partners Limited	33,014.11
Glencore International AG	372,610.51
ARM Asset Management Ltd	1,794.85
Hottinger Investment Management Limited	1,811.46
Self Invested Pension R L BRAKE	179,819.18
Schneider Trading Associates	48,920.83
Beechstone Limited	3,427.14
ADK Soho Fund LP	205,639.12
EMA Textiles Ltd	348,830.46
SG Option Europe SA	338,773.00
Attestor Value Master Fund LP	9,833,382.63
Hamilton Kilgour Ltd	10,635.00
Marzillier as representative for its clients	224,898.29
SPCP Group LLC	14,361,054.91
SC Lowy Primary Investments Ltd	797,155.65
CVIC LUV Master SARL	1,713,498.01
CVI CVF II LUX MASTER SARL	154,602.27
CVF LUX MASTER SARL	5,070,588.56
CVIC II LUX MASTER SARL	28,274.49
CVI GVF (LUX) MASTER SARL	689,965.49
Fonds de Pensions Complementaire Nestle	85,821.12
Hammerer Aluminium Industries GMBH	203,883.86
MF Global Assigned Assets LLC	11,500,000.00
Middle Hill Holding, L.L.C	44,397.39
HBK Master FUND L.P	314,060.95
KIT Finance Europe AS	44,971.55
Canaccord Genuity Limited/ Collins Stewart Europe	51,992.46

Limited	
Magrath LLP	1,956.50
MF Global UK Services Limited (in administration)	1,152,241.49
Nord Sea Corporation	15,303.30
Burlington Loan Management	1,422,895.47
CF Corporate	11,215.03
British Telecom Services	5,418.20
Unipac Asia Company Limited	191,695.49
China Minmetal Nonferrous Metals Co Ltd	71,364.17
MF Global Holdings USA, Inc	28,532.88
MF Global FX Clear LLC	3,070,273.49
MF Global Special Investor LLC	4,776,238.55
MF Global Intellectual Properties Kit	12,636.67
MF Global Suisse SA	82,713.31
MF Global Holdings Ltd	852,767.71
MF Global Capital LLC	2,497,391.69
Killik & Co LLP	12,140.35
MF Global Overseas Limited	12,795.18
MF Global Finance Europe Limited	325,832.21
Shanxi Securities International Financial Holdings	36,376.10
FSCS	2,531,819.68
Illiquidx LLP	124,703.26
Mirador International LLC	135,863.73
Salonika Foundation	4,214.57
Unipac Singapore Pte Ltd	2,707,637.54
Paul Weatherhead	11,902.65
D Weatherhead Ltd	58,030.07
<b>Total</b>	<b>67,438,567.61</b>

List of creditors voting "for" decision (3)

<b>Creditor</b>	<b>Voting value (£)</b>
Holder Investments Ltd	79,209.21
Lacks Industries Inc	162,727.87
Broadgate Mercury Limited - In Liquidation	3,040.31
Independent Audit Limited	727.25
The Value Catalyst Fund Limited	11,072.13
LP Value Limited	13,030.00
LP Alternative LP	16,466.30
LACV Limited	253,955.95
Laxey Worldwide Limited	500.00
LACMA Limited	80,056.03
Laxey Partners Limited	33,014.11
Glencore International AG	372,610.51
ARM Asset Management Ltd	1,794.85
Hottinger Investment Management Limited	1,811.46
Self Invested Pension R L BRAKE	179,819.18
Schneider Trading Associates	48,920.83
Beechstone Limited	3,427.14
ADK Soho Fund LP	205,639.12
EMA Textiles Ltd	348,830.46
SG Option Europe SA	338,773.00
Attestor Value Master Fund LP	9,833,382.63
Hamilton Kilgour Ltd	10,635.00
Marzillier as representative for its clients	224,898.29
SPCP Group LLC	14,361,054.91
SC Lowy Primary Investments Ltd	797,155.65
CVIC LUV Master SARL	1,713,498.01

CVI CVF II LUX MASTER SARL	154,602.27
CVF LUX MASTER SARL	5,070,588.56
CVIC II LUX MASTER SARL	28,274.49
CVI GVF (LUX) MASTER SARL	689,965.49
Fonds de Pensions Complementaire Nestle	85,821.12
Hammerer Aluminium Industries GMBH	203,883.86
MF Global Assigned Assets LLC	11,500,000.00
Middle Hill Holding, L.L.C	44,397.39
HBK Master FUND L.P	314,060.95
KIT Finance Europe AS	44,971.55
Canaccord Genuity Limited/ Collins Stewart Europe Limited	51,992.46
Magrath LLP	1,956.50
MF Global UK Services Limited (in administration)	1,152,241.49
Nord Sea Corporation	15,303.30
Burlington Loan Management	1,422,895.47
CF Corporate	11,215.03
British Telecom Services	5,418.20
Unipac Asia Company Limited	191,695.49
China Minmetal Nonferrous Metals Co Ltd	71,364.17
MF Global Holdings USA, Inc	28,532.88
MF Global FX Clear LLC	3,070,273.49
MF Global Special Investor LLC	4,776,238.55
MF Global Intellectual Properties Kit	12,636.67
MF Global Suisse SA	82,713.31
MF Global Holdings Ltd	852,767.71
MF Global Capital LLC	2,497,391.69
Killik & Co LLP	12,140.35
MF Global Overseas Limited	12,795.18
MF Global Finance Europe Limited	325,832.21
Shanxi Securities International Financial Holdings	36,376.10
FSCS	2,531,819.68
Illiquidx LLP	124,703.26
Mirador International LLC	135,863.73
Salonika Foundation	4,214.57
Unipac Singapore Pte Ltd	2,707,637.54
Paul Weatherhead	11,902.65
D Weatherhead Ltd	58,030.07
<b>Total</b>	<b>67,438,567.61</b>

# MF Global UK Limited in Special Administration – under a Voluntary Arrangement

## Appendix 3

List of creditors voting “against” decision (1)

<b>Creditor</b>	<b>Voting value (£)</b>
Double Eight Limited	10,812.00
Contrarian Funds MFG LLC	2,411,272.52
Contrarian Funds LLC	100,561.12
<b>Total</b>	<b>2,522,645.64</b>

List of creditors voting “against” decision (2)

<b>Creditor</b>	<b>Voting value (£)</b>
Double Eight Limited	10,812.00
Contrarian Funds MFG LLC	2,411,272.52
Contrarian Funds LLC	100,561.12
<b>Total</b>	<b>2,522,645.64</b>

List of creditors voting “against” decision (3)

<b>Creditor</b>	<b>Voting value (£)</b>
Double Eight Limited	10,812.00
Contrarian Funds MFG LLC	2,411,272.52
Contrarian Funds LLC	100,561.12
<b>Total</b>	<b>2,522,645.64</b>

# **MF Global UK Limited in Special Administration – under a Voluntary Arrangement**

## **Appendix 4**

List of creditors “abstaining” from voting either for or against decisions (1), (2) and (3):

<b>Creditor</b>	<b>Voting value</b>
None	<u>Not applicable</u>
	<u>Not applicable</u>



# MF Global UK Limited in Special Administration – under a Voluntary Arrangement

## Appendix 5

Details of shareholders present or represented and voting “for” decisions (1), (2) and (3):

Shareholders	Shareholding value
MF Global Holding Europe Ltd	100%
<b>Total</b>	<b>100%</b>

Details of shareholders present or represented and voting “against” decisions (1), (2) and (3):

Shareholders	Shareholding value
None	Nil
<b>Total</b>	<b>Nil</b>

Details of shareholders present or represented and “abstaining” from voting either for or against decisions (1), (2) and (3):

Shareholders	Shareholding value
None	Nil
<b>Total</b>	<b>Nil</b>

# **MF Global UK Limited in Special Administration – under a Voluntary Arrangement Appendix 6**

List of creditors voting for modifications included in the Chair's Report:

<b>Creditor</b>	<b>Voting value</b>
None	Nil
	<hr/>
	Nil
	<hr/>