MF Global Ltd. Form 3 September 11, 2008

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, response... 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 *

Dan Bernard W.

(Last)

(First)

Statement

(Month/Day/Year)

09/10/2008

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

MF Global Ltd. [MF]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

President and COO

5. If Amendment, Date Original

Filed(Month/Day/Year)

440 S. LASALLE STREET, 20TH FLOOR

(Street)

Director _X__ Officer

10% Owner Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One

Reporting Person

CHICAGO, ILÂ 60605

1. Title of Security

(Instr. 4)

(City) (State) (Zip)

(Middle)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

4. Nature of Indirect Beneficial Ownership

(Instr. 5) Direct (D)

or Indirect (I) (Instr. 5)

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

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable

Expiration Title Date

Amount or Number of Shares

Derivative Security Direct (D) or Indirect

(I)

(Instr. 5)

Common $\hat{\mathbf{A}}^{(1)}$ (1) Â Restricted Share Units (1) **\$** (1) 250,000 D Shares

Reporting Owners

Relationships Reporting Owner Name / Address Director 10% Owner Officer Other

Dan Bernard W.

440 S. LASALLE STREET, 20TH FLOOR A President and COO A CHICAGO, ILÂ 60605

Signatures

/s/ Jacqueline Giammarco, by power of attorney

09/10/2008

**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).

Each restricted share unit represents a contingent right to receive one common share, par value \$1.00 per share of MF Global Ltd. and will be subject to the terms and conditions of the MF Global Ltd. 2007 Long Term Incentive Plan. One-third of the restricted share units

(1) will vest on each of the first, second and third anniversaries of the grant date, which is June 8, 2008 (becoming fully vested on the third anniversary of the grant date). Vested restricted share units will be delivered to the reporting person on the earlier of the sixth month anniversary of the vesting date or such other date as specified in the award agreement.

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Remarks:

Exhibit List

Exhibit 24: Power of 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.

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