

Form SEF: Exhibit D

	Exhibit	Narrative																																										
4.	<p>Attach as Exhibit D, a narrative or graphic description of the organizational structure of the Applicant. Include a list of all affiliates of the Applicant and indicate the general nature of the affiliation. Note: If the swap execution facility activities of the Applicant are or will be conducted primarily by a division, subdivision, or other separate entity within the Applicant, corporation, or organization, describe the relationship of such entity within the overall organizational structure and attach as Exhibit D a description only as it applies to the division, subdivision, or separate entity, as applicable. Additionally, provide any relevant jurisdictional information, including any and all jurisdictions in which the Applicant or any affiliated entity are doing business, and registration status, including pending applications (e.g., country, regulator, registration category, date of registration). Provide the address for legal service of process for each jurisdiction, which cannot be a post office box.</p>	<p>The Company is organized in the State of Delaware as a limited liability company and is qualified to do business in the State of New York.</p> <p>The Commission may contact the Company, and the Company and each of its affiliates listed below hereby consents to service of process from the Commission, at the following address:</p> <p>c/o GFI Group Inc. 55 Water Street New York, NY 10041 Attention: General Counsel</p> <p>See attached <u>Exhibit D-2</u> for a graphical description of the organizational structure of the Company and its direct affiliates.</p> <p>Below is a list of all affiliates of the Company, including the jurisdiction in which each such affiliate is organized, other than those resulting from BGC's acquisition of a majority interest in GFI Group. (The affiliation, in each case, arises through a direct or indirect ownership interest in each of these companies by GFI Group.) This list is followed by a list of companies with which the Company is indirectly affiliated as a result of BGC's acquisition of a majority interest in GFI Group. See <u>Exhibit D-1</u> for jurisdictional and regulatory information for direct affiliates of the Company, as applicable.</p> <table border="0"> <tr> <td>12th Street Capital LLC</td> <td>Delaware</td> </tr> <tr> <td>Arfima Trading, S.L.</td> <td>Spain</td> </tr> <tr> <td>Arfima Financial Service SL</td> <td>Spain</td> </tr> <tr> <td>Amerex Brokers LLC</td> <td>Delaware</td> </tr> <tr> <td>Brains Inc. Limited</td> <td>United Kingdom</td> </tr> <tr> <td>Century Chartering (U.K.) Ltd</td> <td>United Kingdom</td> </tr> <tr> <td>Christopher Street Capital Limited</td> <td>United Kingdom</td> </tr> <tr> <td>CSC Commodities UK Limited</td> <td>United Kingdom</td> </tr> <tr> <td>dVega Limited</td> <td>United Kingdom</td> </tr> <tr> <td>Fenics Limited</td> <td>United Kingdom</td> </tr> <tr> <td>Fenics Software Inc.</td> <td>Delaware</td> </tr> <tr> <td>Fenics Software Limited</td> <td>United Kingdom</td> </tr> <tr> <td>GFI Advisory (China) Co. Limited</td> <td>China</td> </tr> <tr> <td>GFI Australia Pty. Ltd.</td> <td>Australia</td> </tr> <tr> <td>GFI Brokers (Chile) Agentes De Valores SpA</td> <td>Chile</td> </tr> <tr> <td>GFI Brokers Limited</td> <td>United Kingdom</td> </tr> <tr> <td>GFI Del Peru S.A.C.</td> <td>Peru</td> </tr> <tr> <td>GFI EMEA Holdings Limited</td> <td>United Kingdom</td> </tr> <tr> <td>GFI Exchange Colombia (SA)</td> <td>Colombia</td> </tr> <tr> <td>GFI Finance Sa. R.</td> <td>Luxembourg</td> </tr> <tr> <td>GFI Futures Exchange LLC</td> <td>Delaware</td> </tr> </table>	12 th Street Capital LLC	Delaware	Arfima Trading, S.L.	Spain	Arfima Financial Service SL	Spain	Amerex Brokers LLC	Delaware	Brains Inc. Limited	United Kingdom	Century Chartering (U.K.) Ltd	United Kingdom	Christopher Street Capital Limited	United Kingdom	CSC Commodities UK Limited	United Kingdom	dVega Limited	United Kingdom	Fenics Limited	United Kingdom	Fenics Software Inc.	Delaware	Fenics Software Limited	United Kingdom	GFI Advisory (China) Co. Limited	China	GFI Australia Pty. Ltd.	Australia	GFI Brokers (Chile) Agentes De Valores SpA	Chile	GFI Brokers Limited	United Kingdom	GFI Del Peru S.A.C.	Peru	GFI EMEA Holdings Limited	United Kingdom	GFI Exchange Colombia (SA)	Colombia	GFI Finance Sa. R.	Luxembourg	GFI Futures Exchange LLC	Delaware
12 th Street Capital LLC	Delaware																																											
Arfima Trading, S.L.	Spain																																											
Arfima Financial Service SL	Spain																																											
Amerex Brokers LLC	Delaware																																											
Brains Inc. Limited	United Kingdom																																											
Century Chartering (U.K.) Ltd	United Kingdom																																											
Christopher Street Capital Limited	United Kingdom																																											
CSC Commodities UK Limited	United Kingdom																																											
dVega Limited	United Kingdom																																											
Fenics Limited	United Kingdom																																											
Fenics Software Inc.	Delaware																																											
Fenics Software Limited	United Kingdom																																											
GFI Advisory (China) Co. Limited	China																																											
GFI Australia Pty. Ltd.	Australia																																											
GFI Brokers (Chile) Agentes De Valores SpA	Chile																																											
GFI Brokers Limited	United Kingdom																																											
GFI Del Peru S.A.C.	Peru																																											
GFI EMEA Holdings Limited	United Kingdom																																											
GFI Exchange Colombia (SA)	Colombia																																											
GFI Finance Sa. R.	Luxembourg																																											
GFI Futures Exchange LLC	Delaware																																											

	Exhibit	Narrative
		<p>GFI Group LLC New York GFI Group Pte. Limited Singapore GFI Group Mexico S.A. de C.V. Mexico GFI Group Mexico Servicios S. de R.L. de C.V. Mexico GFI (HK) Brokers Limited Hong Kong GFI (HK) Securities LLC New York GFI Holdings Limited United Kingdom GFI Korea Money Brokerage Limited South Korea GFI Markets LLC Delaware GFI Markets Ltd. United Kingdom GFI Markets Investments Limited United Kingdom GFInet Holdings inc. Delaware GFInet inc. Delaware GFI Newgate Limited United Kingdom GFI Securities Colombia (SA) Colombia GFI Securities Limited United Kingdom GFI Securities LLC New York GFI Securities Nyon Sarl Switzerland GFI Securities (SA) Argentina GFI Securities (SA) (PTY) Limited South Africa GFI TP Holdings Pte. Ltd. Singapore GFI TP Limited United Kingdom GFI UK Holdings LP United Kingdom GFIX LLC Delaware Level 3 Energy Management LLC Texas Trayport Contigo Limited United Kingdom Trayport Inc Delaware Trayport Limited United Kingdom Trayport Pte. Limited Singapore</p> <p>BGC subsidiaries and affiliates (excluding GFI Group companies listed above):</p> <p>Ameefi Services, Inc. Delaware Aqua Securities Holdings, LLC Delaware Aqua Securities, L.P. Delaware Aqua Software, LLC Delaware Aurel BGC France BGC (Securities) Australia Pty Limited Australia BGC Argentina Holdings I, L.P. Delaware BGC Argentina Holdings II, L.P. Delaware BGC Argentina Holdings, LLC Delaware BGC Brazil Holdings Limitada Brazil BGC Brazil Holdings, LLC Delaware BGC Brokers GP Limited England</p>

	Exhibit	Narrative
		BGC Brokers Holdings, L.P. Delaware
		BGC Brokers Holdings, LLC Delaware
		BGC Brokers Investment, L.P. Delaware
		BGC Brokers L.P. England
		BGC Brokers US HoldingS, LLC Delaware
		BGC Brokers US, L.P. Delaware
		BGC Canada Securities Company Canada/Nova Scotia
		BGC Canada Securities Company Holdings, L.P. Delaware
		BGC Canada Securities Company Holdings, LLC Delaware
		BGC Capital Markets (Hong Kong) Limited Hong Kong
		BGC Capital Markets (Japan) LLC Delaware
		BGC Capital Markets (Switzerland) LLC Delaware
		BGC Capital Markets and Foreign Exchange Broker (Korea) Limited South Korea
		BGC Capital Markets, L.P. Delaware
		BGC Cayman Islands Holdings I Limited Cayman Islands
		BGC China Holdings, LLC Delaware
		BGC China, L.P. Delaware
		BGC Commercial Real Estate Holdings, LLC Delaware
		BGC Derivative Markets Holdings, LLC Delaware
		BGC Derivative Markets, L.P. Delaware
		BGC Environmental Brokerage Services Holdings, LLC Delaware
		BGC Environmental Brokerage Services, L.P. Delaware
		BGC Epsilon Financing, LLC Delaware
		BGC Epsilon Holdings, LLC Delaware
		BGC European GP Limited England
		BGC European Holdings, L.P. England
		BGC Financial Group, Inc. Delaware
		BGC Financial, L.P. Delaware
		BGC France Holdings France
		BGC Funding Services GP Limited England and Wales
		BGC Funding Services LP England and Wales
		BGC Global Holdings GP Limited Cayman Islands
		BGC Global Holdings, L.P. Cayman Islands
		BGC Global Limited England
		BGC GP Limited England
		BGC GP, LLC Delaware
		BGC Holdings (Turkey), LLC Delaware
		BGC Holdings II, LLC Delaware
		BGC Holdings U.S., Inc. Delaware
		BGC Holdings, L.P. Delaware
		BGC Holdings, LLC Delaware
		BGC Information Holdings, LLC Delaware
		BGC Information, L.P. Delaware

	Exhibit	Narrative
		BGC International England
		BGC International GP Limited England
		BGC International Holdings, L.P. Delaware
		BGC International, L.P. England
		BGC Market Data, L.P. Delaware
		BGC Mexico R.E. Holdings, LLC Delaware
		BGC Mexico R.E. Holdings, S. De R.L. De C.V. Mexico
		BGC Note Acquisition Co. Holdings, LLC Delaware
		BGC Note Acquisition Co., L.P. Delaware
		BGC Notes, LLC New York
		BGC Partners (Australia) Pty Limited Australia - New South Wales
		BGC Partners (Singapore) Limited Singapore
		BGC Partners Cis LLC Moscow, Russia
		BGC Partners Menkul Degerler A.S. Turkey
		BGC Partners, Inc. Delaware
		BGC Partners, L.P. Delaware
		BGC Radix Energy L.P. Delaware
		BGC Real Estate of Arizona, LLC Delaware
		BGC Real Estate of Michigan, LLC Delaware
		BGC Real Estate of Nevada, LLC Delaware
		BGC Real Estate of Ohio Holdings, LLC Delaware
		BGC Real Estate of Ohio, L.P. Delaware
		BGC Real Estate of Washington, LLC Delaware
		BGC Real Estate, LLC Delaware
		BGC Sa Financial Brokers (Pty) Limited South Africa
		BGC Securities (Hong Kong) LLC Delaware
		BGC Securities (Singapore) Limited Singapore
		BGC Securities (South Africa) Pty Limited South Africa
		BGC Securities Sarl Switzerland (Nyon)
		BGC Services (Holdings) LLP England
		BGC Shoken Kaisha Limited Delaware
		BGC Technology (Hong Kong) Holdings I, Inc. Delaware
		BGC Technology (Hong Kong) Holdings II, Inc. Delaware
		BGC Technology (Hong Kong) Limited Hong Kong
		BGC Technology (Japan) Limited Japan
		BGC Technology A Limited England and Wales
		BGC Technology B Limited England and Wales
		BGC Technology Brokerage Holdings, LLC Delaware
		BGC Technology Brokerage, L.P. Delaware
		BGC Technology ELX Futures Holdings, L.P. Delaware
		BGC Technology ELX Futures Holdings, LLC Delaware
		BGC Technology ELX Holdings, L.P. Delaware
		BGC Technology ELX Holdings, LLC Delaware
		BGC Technology International Limited England

	Exhibit	Narrative
		BGC Technology Markets Holdings, LLC Delaware BGC Technology Markets, L.P. Delaware BGC Technology Support Services Limited England and Wales BGC Technology, LLC Delaware BGC Trading Holdings, LLC Delaware BGC Uruguay Holdings, LLC Delaware BGC USA Holdings, LLC Delaware BGC Usa, L.P. Delaware BGCANTOR Market Data Holdings, LLC Delaware BGCBI, LLC Delaware BGCCMHK Holdings II, LLC Delaware BGCCMHK Holdings, LLC Delaware BGCCMLP Holdings, LLC Delaware BGC F Holdings, LLC Delaware BGC I HLP, Llc Delaware BGCSHLLP Holdings Limited England Converge Towers, LLC Delaware Creditors Collections, LLC Delaware EAB Holdings, LLC Delaware ECCO LLC Delaware Eccoware Limited England and Wales EIP Holdings Acquisition, LLC Delaware EIP Holdings, LLC Delaware ELX Futures Holdings, LLC Delaware ELX Futures, L.P. Delaware Epsilon Networks, LLC Delaware ESX Clearing Holdings, LLC Delaware ESX Clearing, L.P. Delaware Euro Brokers (Switzerland) S.A. Switzerland Euro Brokers Canada Limited Canada Euro Brokers Holdings Ltd England Euro Brokers Mexico S.A. De C.V. Mexico FHLP, LLC Delaware Freedom International Brokerage Company Canada/Nova Scotia Freedom International Holding, L.P. Delaware G&E Acquisition Company, LLC Delaware G&E Appraisal Services, LLC Delaware G&E Management Services, LLC Delaware G&E Real Estate Management Services, Inc. Delaware G&E Real Estate, Inc. Delaware Ginalfi Finance Paris, France Holding Di Servizi Finanziari Srl Italy Itsecco Holdings Limited England and Wales Jadestone Consultants Limited Cyprus

	Exhibit	Narrative
		<p>Liquidez Distribuidora de Titulos E Valores Mobiliarios Ltda. Brazil Mint Brokers New York Mint Brokers Holdings I, LLC Delaware Mint Brokers Holdings Ii, LLC Delaware Mis Brokers Limited England Mis Holdings, LLC Delaware Municipal Partners LLC Delaware Newmark & Company Real Estate, Inc. New York Newmark Building Services, LLC New York Newmark Construction Services, L.L.C. New York Newmark Investor I, LLC Delaware Newmark Li LLC New York Newmark Midwest Region, LLC Illinois Newmark of Connecticut LLC Connecticut Newmark of Long Island LLC New York Newmark of Massachusetts LLC Massachusetts Newmark of Southern California California Newmark of Washington D.C. LLC District of Columbia Newmark Real Estate of Dallas, LLC Texas Newmark Real Estate of Houston, LLC Texas Newmark Real Estate of Massachusetts, LLC Massachusetts Newmark Real Estate of New Jersey, L.L.C. New Jersey Newmark Real Estate of Princeton LLC New Jersey Newmark Retail Partners LLC New York Newmark Retail, LLC New York Newmark Southern Region, LLC Georgia NGA, LLC Georgia NGKF Securities, LLC Delaware NNJ, L.L.C. New Jersey NOC LLC Illinois NOH, LLC Texas NRB, LLC Massachusetts NRED, LLC Texas NREP, LLC New Jersey NWDC LLC District of Columbia Rexx Index, LLC Connecticut Ross Property Services, Inc. Colorado Ross Real Estate, Ltd. Colorado RRE General, LLC Colorado Scarp Limited Cayman Islands Seminole Capital Markets, L.P. Delaware Seminole Financial (Europe) LP England Seminole Financial Limited England</p>

	Exhibit	Narrative
		<p>Smith Mack & Co., Inc. Pennsylvania Smith Mack Holdings, Inc. Pennsylvania Smith Mack Property Management Co., Inc. Pennsylvania Sterling Brokers Limited England Tower Bridge GP Limited England Tower Bridge International Services Holdings, L.P. Delaware Tower Bridge International Services Holdings, LLC Delaware Tower Bridge International Services L.P. England TP Holdings, LLC Delaware Tradesoft Technologies, Inc. Delaware Tradespark, L.P. Delaware Treasuryconnect LLC Delaware</p>