

voice + electronic brokerage

**Fall 2009 Presentation** 

### **Discussion of Forward-Looking Statements**

The information in this document contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended (the "Exchange Act"). Such statements are based upon current expectations that involve risks and uncertainties. Any statements contained herein that are not statements of historical fact may be deemed to be forward-looking statements. For example, words such as "may," "will," "should," "estimates," "predicts," "potential," "continue," "strategy," "believes," "anticipates," "plans," "expects," "intends" and similar expressions are intended to identify forward-looking statements.

Our actual results and the outcome and timing of certain events may differ significantly from the expectations discussed in the forward-looking statements. Factors that might cause or contribute to such a discrepancy include, but are not limited to: our relationship with Cantor Fitzgerald, L.P. and its affiliates ("Cantor") and any related conflicts of interest, competition for and retention of brokers and other managers and key employees, reliance on Cantor for liquidity and capital and other relationships; pricing and commissions and market position with respect to any of our products and services and those of our competitors; the effect of industry concentration and reorganization, reduction of customers and consolidation; liquidity, clearing capital requirements and the impact of recent credit market events and regulations requiring central clearing or exchange-based execution for certain of our products; market conditions, including trading volume and volatility, and further deterioration of the equity and debt capital markets; economic or geopolitical conditions or uncertainties; the extensive regulation of the Company's businesses, changes in regulations relating to the financial services industry, and risks relating to compliance matters; factors related to specific transactions or series of transactions, including credit, performance and unmatched principal risk, as well as counterparty failure; the costs and expenses of developing, maintaining and protecting intellectual property, including judgments or settlements paid or received in connection with intellectual property, or employment or other litigation and their related costs; certain financial risks, including the possibility of future losses and negative cash flow from operations, potential liquidity and other risks relating to the ability to obtain financing or refinancing of existing debt, and risks of the resulting leverage, as well as interest and currency rate fluctuations; the ability to enter new markets or develop new products, trading desks, marketplaces or services and to induce customers to use these products, trading desks, marketplaces or services and to secure and maintain market share; the ability to enter into marketing and strategic alliances and other transactions, including acquisitions, dispositions, reorganizations, partnering opportunities and joint ventures, and the integration of any completed transactions; the ability to hire new personnel; the ability to expand the use of technology for our hybrid platform, including screen-assisted, voice-assisted and fully electronic trading; effectively managing any growth that may be achieved; financial reporting, accounting and internal control factors, including identification of any material weaknesses in our internal controls and our ability to prepare historical and pro forma financial statements and reports in a timely manner; the effectiveness of risk management policies and procedures, including the ability to detect and deter unauthorized trading or fraud, unexpected market moves and similar events; the ability to meet expectations with respect to payment of dividends. distributions and repurchases of our common stock or purchases of BGC Holdings, L.P. ("BGC Holdings") limited partnership interests or other equity interests in our subsidiaries, including from Cantor, our executive officers, and our employees; and the risks and other factors described herein under the heading "Item IA—Risk Factors" in our most recent Form 10-K filed with the SEC on March 16, 2009, and as updated in subsequent filings on Form 10-Q.

The foregoing risks and uncertainties, as well as those risks discussed under the heading "Item 7A—Quantitative and Qualitative Disclosures About Market Risk" and elsewhere in our most recent 10-K and subsequent filings on Form 10-Q, may cause actual results to differ materially from the forward-looking statements. The information included herein is given as of the filing date of our most recent Form 10-K with the SEC, as updated from time to time in subsequent filings on Form 10-Q, and future events or circumstances could differ significantly from these forward-looking statements. The Company does not undertake to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

Our discussions in financial releases often summarize the significant factors affecting our results of operations and financial condition during the years ended December 31, 2008, 2007 and 2006, respectively. This discussion is provided to increase the understanding of, and should be read in conjunction with, our Consolidated Financial Statements and the appropriate Notes thereto included elsewhere in our most recent Form 10-K.

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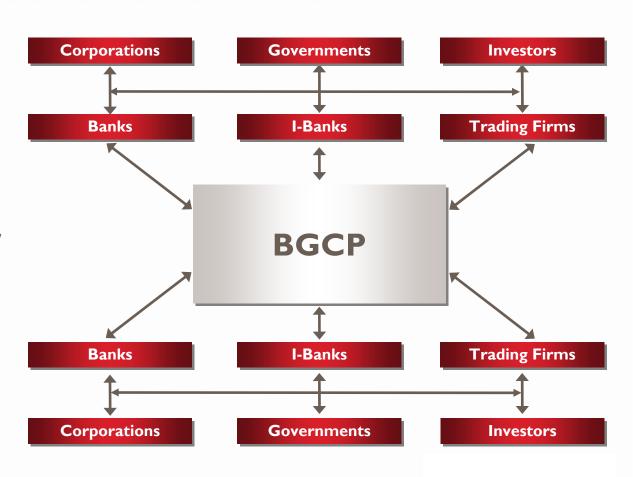
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**Overview** 

### BGCP → What We Do

- → BGC = primarily Inter-Dealer Broker ("IDB")
- → IDBs facilitate wholesale financial transactions between banks, investment banks, and broker dealers
- → Many IDB markets ≈ OTC version of an exchange for anything <u>not</u> traded on an exchange (Treasuries, FX Options, Swaps, Credit Derivatives, etc.)
- IDBs also broker listed products
- → Market neutral do not make proprietary trades to bet on the market





### **Investment Highlights**

- → Leading voice, hybrid and fully electronic inter-dealer broker in key products and geographies
- → World-class technology and pioneer in developing electronic marketplaces
- → Deep and experienced management team with ability to attract and retain key talent
- → Track record of successful acquisitions and integration
- → Highly leverageable financial model
- → Massive scale debt issuance by U.S. and other governments + rebounding banking sector = positive outlook for BGC Rates
- → Exciting prospects for ELX and other new ventures
- → Attractive dividend yield
- → BGC trades at a discount to IDB and Market Structure peers and is less followed by sell-side



### **Business Overview**

### **Voice / Hybrid Broking**

- → Key products include:
  - Rates
  - Credit
  - Foreign Exchange
  - Equity Derivatives
- → 1.411 brokers
- → Over 150 desks
- → In 18 cities

### **Electronic Broking**

- → Key products include:
  - Treasuries
  - Credit Default Swaps
  - FX Options
  - European Government Bonds
  - Canadian Sovereigns
- → Proprietary network connected to the global financial community
- → Substantial investments in creating proprietary technology / network

# Market Data/ Software Solutions

→ Develops and markets realtime proprietary pricing data



→ Provider of customized screen-based solutions which enable clients to develop electronic marketplaces



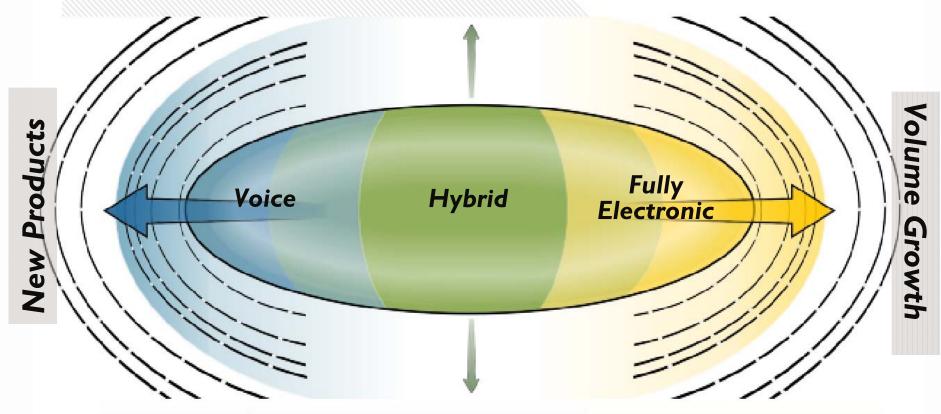








### **Technology + New Products = Expanded Markets**



**Property Derivatives** Corporate Repos Basis Swaps

**Interest Rate Derivatives NDFs Equity-related** 

**European Corporates Structured Products European Govs** European Gov Repo **USD** Sovereign Asset Backed **UK Gilts UST Swaps TIPs** 

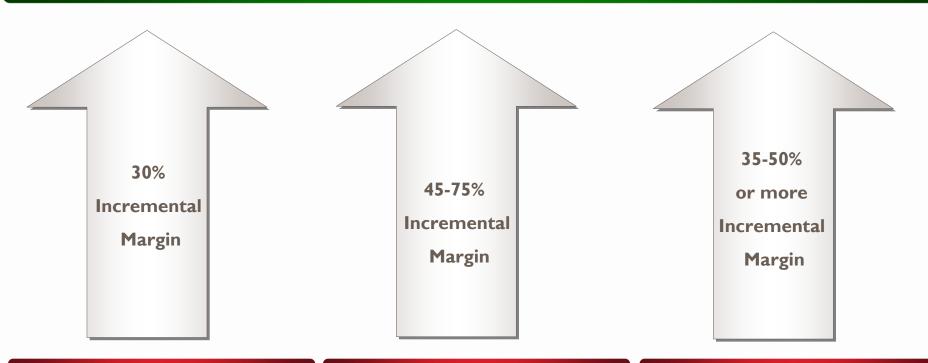
**FX** Options **European Sovereigns** Canadian Sovereigns **US Repos European CDS Interest Rate Swaps US CDS** 

**US** Treasuries Spot FX



### Significant Leverage Through Scale and Technology

### **Pre-Tax Distributable Earnings Contribution**



**Hybrid Brokerage** 

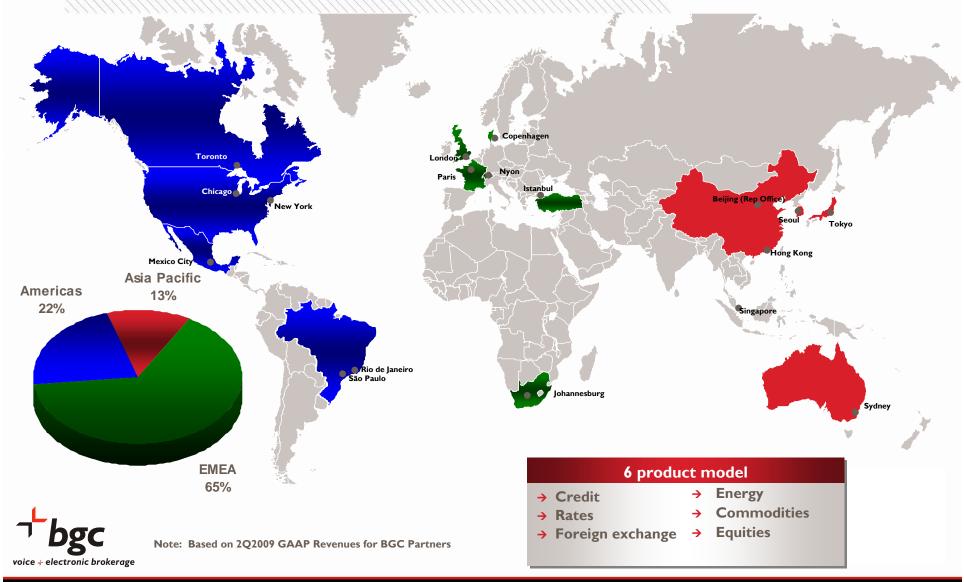
**Fully Electronic** 

**Market Data and Software** 

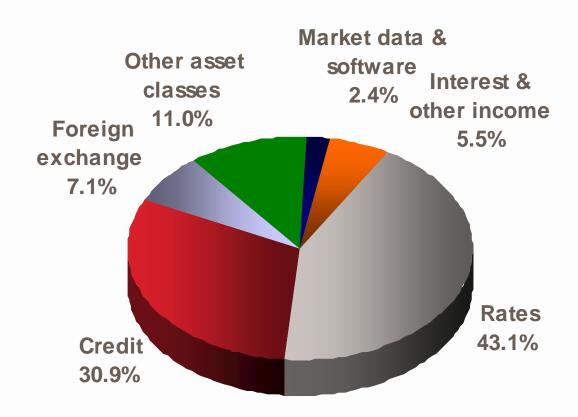


Note: Incremental margin estimates based on BGC's historical financial performance.

### **Global Growth Opportunities**



### 2Q2009 Revenue Breakdown





- →2Q2009 revenues related to fully electronic = 7.7% of total revenues versus 6.9% in 2Q2008
- →2Q2009 related to fully electronic +market data +software revenues = 10.1% of total revenues

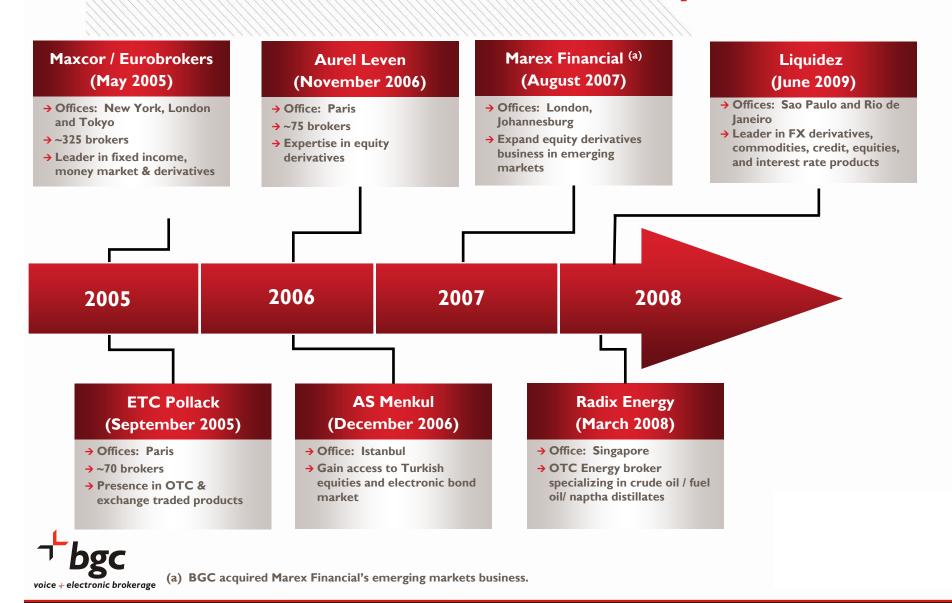


### **Ability to Attract and Retain Key Talent**

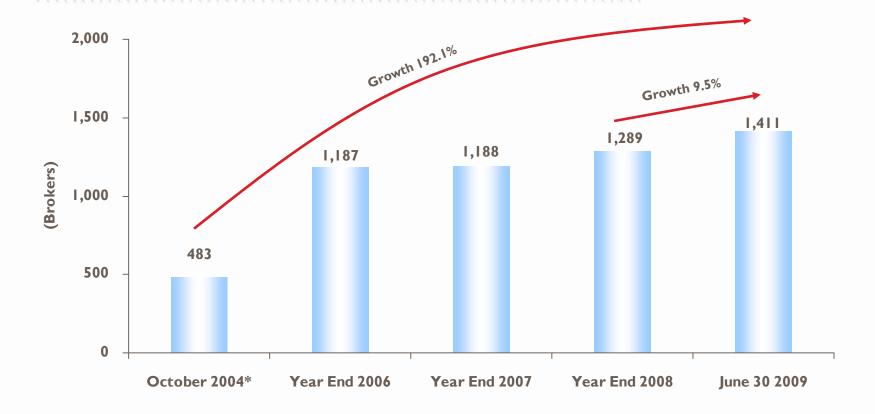
- → Partnership structure extremely tax efficient for both partners and public shareholders
- → Partnership is a key tool in attracting and retaining key producers
- $\rightarrow$  Unlike peers, large number of key employees have sizable and mostly restricted equity stakes ( $\approx 1/3$  of fully diluted shares)
- → Fundamental alignment of employees' interests with shareholders
- → Structure combines best aspects of private partnership with public ownership



### Track Record of Successful Acquisitions



### **Broker Headcount Growth**





- Since its formation in 2004 BGC has nearly tripled its brokerage headcount
- → Broker count increase has been higher than publicly traded IDB peers since both October 2004 & year-end 2008



Note: Average Revenue per broker is calculated by dividing total voice / hybrid revenue by weighted average brokers.

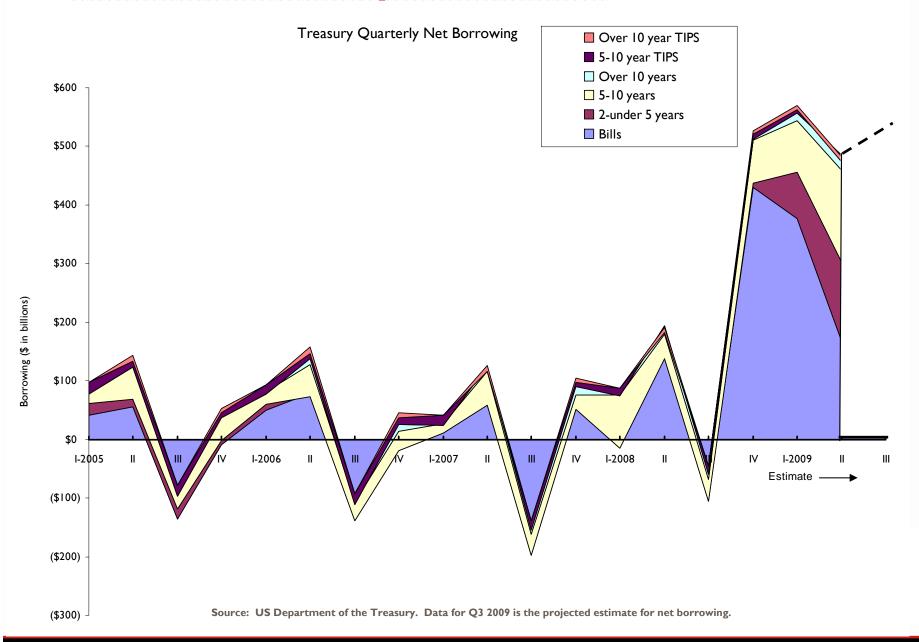


### **BGC Should Benefit from Proposed OTC Changes**

- → We strongly favor open and non-discriminatory central clearing
- → We profitably broker OTC and exchange traded, centrally cleared products
  - Listed equities, options, and futures
  - US Treasuries, corporate bonds, interest rate swaps, & energy
- → We get paid significantly faster by central clearing organizations
  - Receivables will be reduced with more OTC central clearing
- → Central clearing should lead to higher OTC volumes, which increases revenues and hastens electronification, which should = higher profitability
- → BGC has competitive advantage versus IDB peers as electronic trading is encouraged and/or required
  - Existing platform is expanding to include additional OTC products
  - BGC has liquidity, built and paid-for technology, connectivity to leading banks and trading firms
  - World's leading banks and trading firms chose BGC's trading technology to create ELX



### Record US Treasury Issuance = Future Tailwind



### **ELX** Update

- → Launched July 10, 2009 with US Treasury futures contracts
- → Partners include the most active futures trading firms and largest FCMs\*
  - Bank of America Merrill Lynch, Barclays Capital, Breakwater, Citi, Credit Suisse, Deutsche Bank Securities, GETCO, JPMorgan,, PEAK6 and The Royal Bank of Scotland became founding partners in December, 2007
  - Goldman Sachs became founding partner in June, 2009
  - Morgan Stanley became founding partner September, 2009
- → Customers include top FCMs like MF & Newedge
- → OCC provides clearing services
- → ELX expects to expand its product offering in the near future







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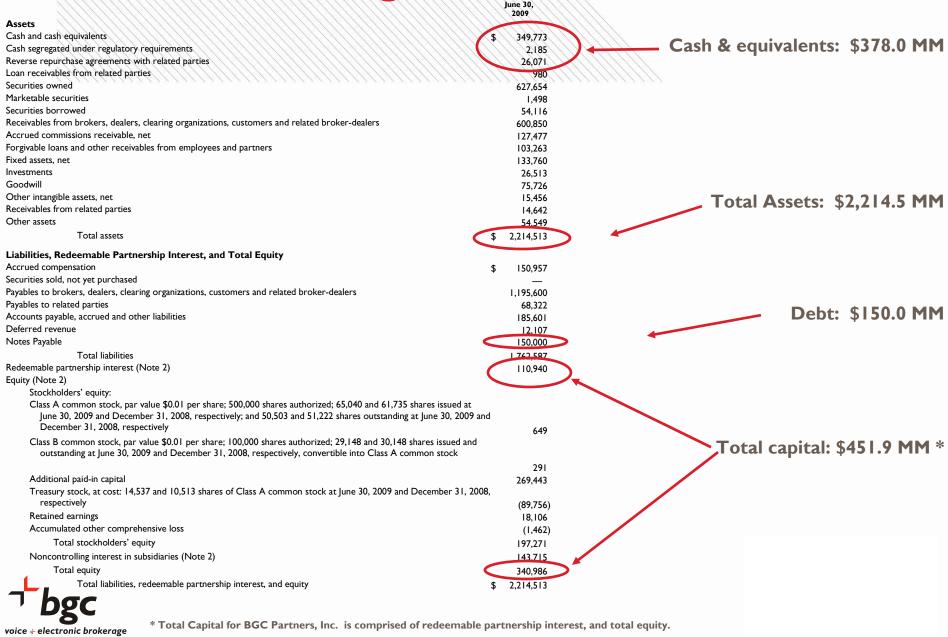
**Financial Highlights** 

### **Sound Financial Position**

- → Diversified businesses in terms of geography and asset classes
  - Many products and areas where revenues are consistent or better compared to last year
  - 2Q2009 revenue would have been ~ \$19 mm higher if not for US dollar appreciation
- → Our largest customers are generally the most profitable parts of the banks (OTC and listed trading)
- → Over \$100 mm a year invested in technology on top of \$1B+ spent since 1999
- → Profitable, cash flow positive, EBITDA positive



### **Strong Balance Sheet**



# Strong Balance Sheet (continued)

- →Simple balance sheet
- →Low leverage
- → Very low net current payables
- →Safe securities position no "mark to model" assets
- →Book value per share \$2.48



# **Brokerage Overview: Rates**

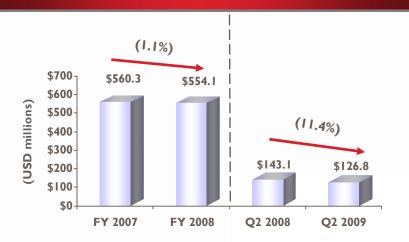
#### **Example of Products**

- Interest rate derivatives
- US Treasuries
- Global Government Bonds
- Futures
- Dollar derivatives
- Repurchase agreements
- Non-deliverable swaps
- Interest rate swaps & options
- Voice- lower industry wide volumes particularly emerging markets partially offset by a slight increase in fully electronic rates revenues

### % of 2Q2009 Total Distributable Earnings Revenue



#### **Rates Revenue Growth**



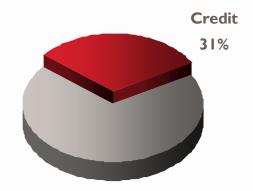


# **Brokerage Overview: Credit**

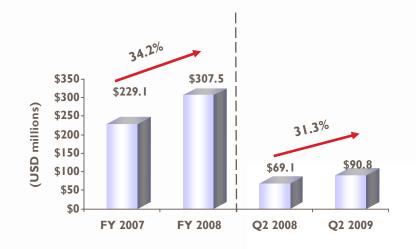
#### **Example of Products**

- Credit derivatives
- Asset-backed securities
- Convertibles
- Corporate bonds
- High yield bonds
- Emerging market bonds
- Credit revenue increased in 2Q2009 y-o-y due to BGC's strength in brokering corporate bonds

### % of 2Q2009 Total Distributable Earnings Revenue



#### **Credit Revenue Growth**



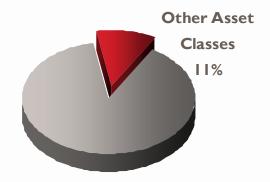


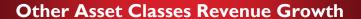
### **Brokerage Overview: Other Asset Classes**

#### **Example of Products**

- → Products in other asset classes include:
  - Equity derivatives
  - Index futures
  - Commodities
  - Energy derivatives
  - Other derivatives and futures

% of 2Q2009 Total Distributable Earnings Revenue









# **Brokerage Overview: Foreign Exchange**

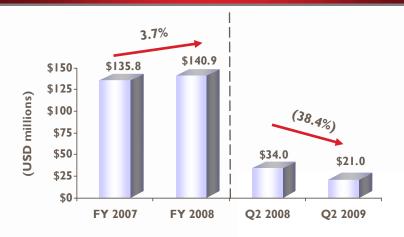
#### **Example of Products**

- Foreign exchange options
- G-10
- Emerging markets
- Cross currencies
- Exotic options
- G-8 currency
- Emerging market FX options
- Exotic FX options
- Non-deliverable forwards
- FX revenue down y-o-y in Q2 primarily due to lower industry foreign exchange options volumes, particularly in emerging markets

% of 2Q2009 Total Distributable Earnings Revenue

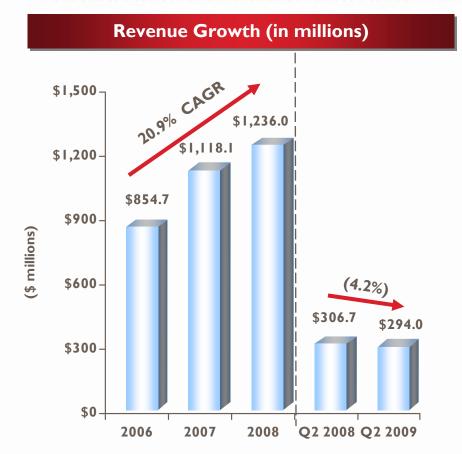


### Foreign Exchange Revenue Growth

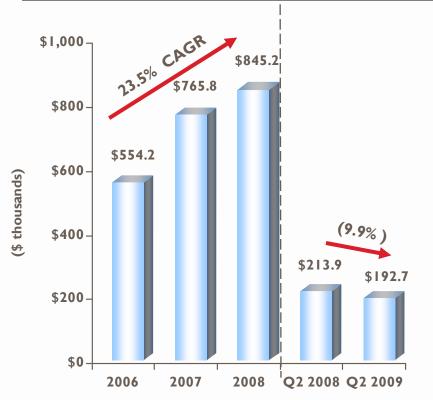




### **BGC** Revenue Trend



### **Voice/Hybrid Broker Productivity (in thousands)**



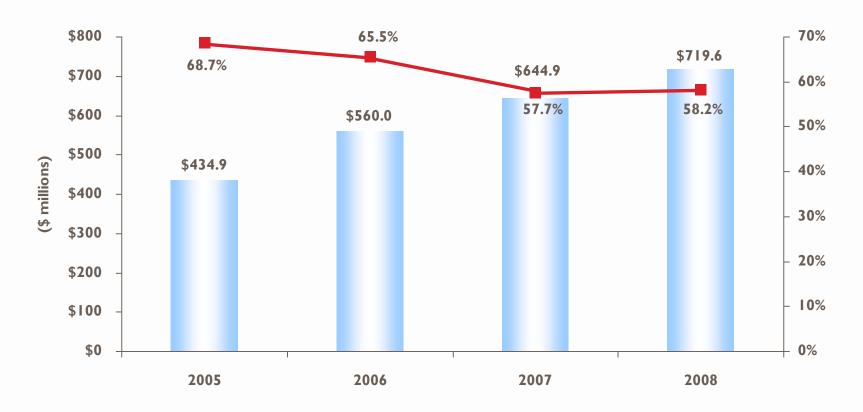
2Q2009 revenues would have been approximately \$19 million higher if not for the appreciation of the US dollar relative to other major currencies since the beginning of 2008

On 6/30/3009, BGC Partners had 1,411 voice/hybrid brokers, versus 1,270 on 3/31/2008 & 1,247 on 6/30/2008



Note: BGC results for 2006 in this chart are as provided in the BGC Partners "Supplemental Consolidated Statements of Operations" in its 6/5/2008 final prospectus. Broker productivity calculated by dividing total voice / hybrid revenue by weighted average brokers per period. Revenue is Revenue for Distributable Earnings.

# **BGC Partners Compensation Ratio**

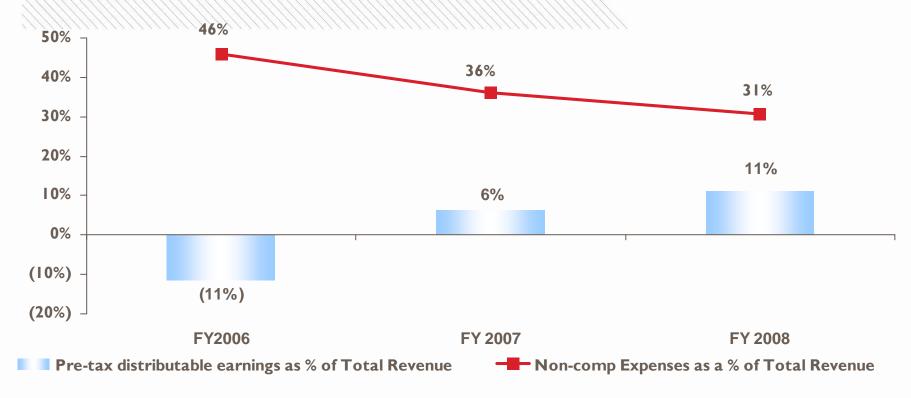


- Compensation and Employee Benefits
   Comp
- Compensation and Employee Benefits as % of Total Revenue
  - Compensation ratio was 60.6% in 2Q2009 vs. 57.2% in 2Q2008
  - → Compensation ratio increased in part because the Company replaced some outside vendors and consultants with full-time employees and due to lower revenues



Note: Based on Distributable Earnings.

### **Operating Leverage / Fixed Expense Base**



- Non-comp expenses include occupancy and equipment, software amortization, communications, professional and consulting fees, fees to related parties, selling and promotion, commissions and floor brokerage, interest expense and other expenses
- → Non-comp expenses are were 28.5% of distributable earnings revenues in 2Q2009 versus 29.0% in 2Q2008
- → Pre-tax distributable earnings margin was 10.9% in 2Q2009 vs. 13.8% in 2Q2008
- → Post-tax distributable earnings margin was 8.1% in 2Q2009 vs. 10.5% in 2Q2008

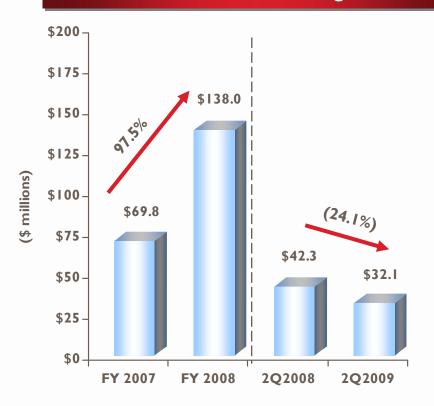


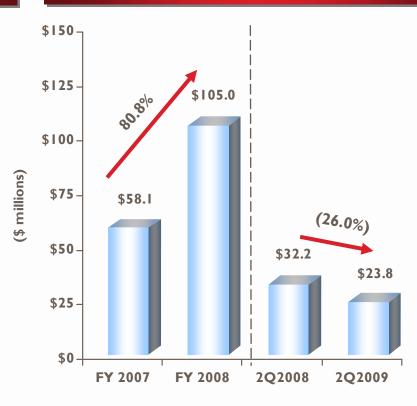
Note: FY 2006 based on GAAP pre-tax margin.

### Distributable Earnings

#### **Pre-tax Distributable Earnings Growth**

### Post-tax Distributable Earnings Growth







- Second Quarter Pre-tax distributable earnings per fully diluted share were down 31.6% y-o-y
- → Second Quarter Post-tax distributable earnings per fully diluted share were down 33.3% y-o-y

### 2Q2009 Distributable Earnings Highlights

- → Revenues were \$294.0 million; would have been up 2% or ~ \$19 million higher if not for the increase in the value of the US dollar relative to other currencies year-on-year
- → Pre-tax earnings were \$32.1 million versus \$42.3 in 2Q2008
- → Post-tax earnings were \$23.8 million versus \$32.2 million in 2Q2008
- → Post-tax earnings per fully diluted share were \$0.11 vs. \$0.17 y-o-y
- → The pre-tax earnings margin was 10.9% of revenues while the post-tax earnings margin was 8.1% versus 13.8% and 10.5% in 2Q2008
- → BGC Partners' Board of Directors declared a quarterly cash dividend of \$0.09 per share payable on August 31, 2009 to Class A and Class B common stockholders of record as of August 17, 2009.





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**Conclusion** 

### Solid Business with Significant Opportunities

- → Solid financial position
- → We have bullish long-term view on our business model and prospects
- → BGC is hiring and looking to acquire
- → Expanding offerings
- → Investing for broker productivity & fully electronic trading
- → Excited about ELX and other new ventures
- → Attractive dividend yield
- → BGC trades at a discount to IDB and Market Structure peers and is less followed by sell-side





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Q&A



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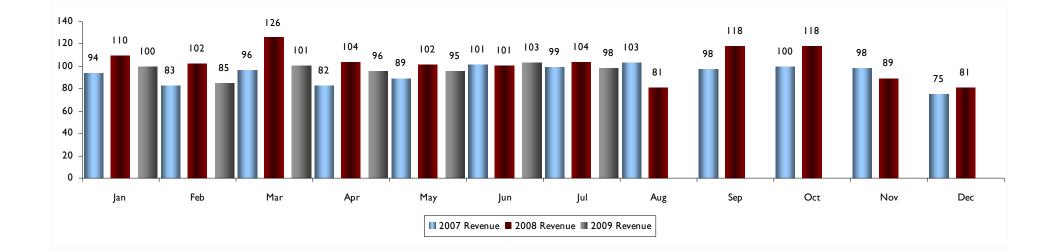
**Appendix** 

### Distributable Earnings

- → Revenues for distributable earnings are defined as GAAP revenues excluding the non-cash impact of BGC Partners' equity investments
- → Pre-tax distributable earnings are defined as GAAP income (loss) from continuing operations before income taxes excluding non-cash, non-dilutive, and non-economic items
- → Post-tax distributable earnings are defined as pre-tax distributable earnings adjusted to assume that all pre-tax distributable earnings were taxed at the same effective rate.
- → For a complete description of this term and a reconciliation to GAAP, see the section of BGC's 2Q2009 financial results release titled "Distributable Earnings", which is incorporated by reference, and available in the "Investor Relations" section of www.bgcpartners.com



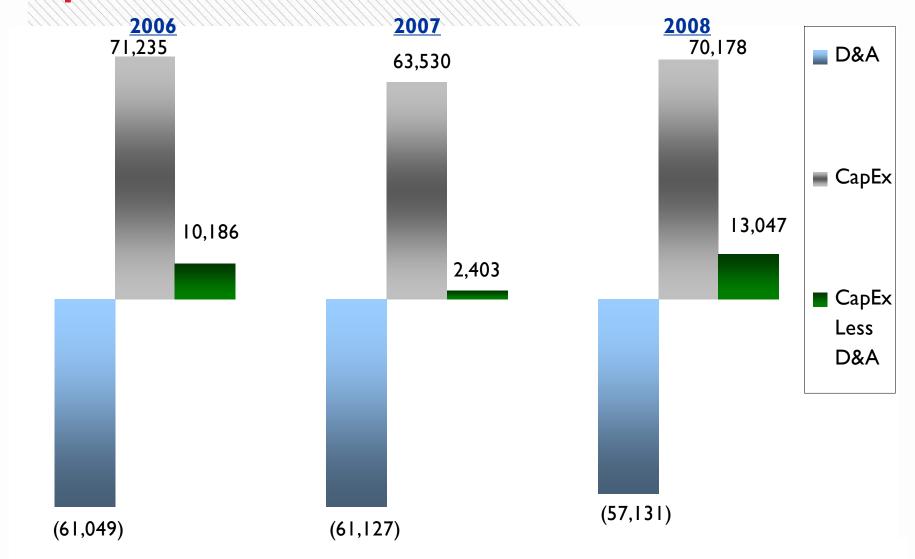
### Historical Monthly Distributable Earnings Revenues (\$MM)





Note: July 2009 revenue number is preliminary.

### CapEx Exceeds D&A





CapEx = purchases of fixed assets, decrease in restricted cash. purchase of investment, capitalization of software development costs, capitalization of patent defense and registration costs, payments for acquisitions, net of cash acquired, insurance recovery from related parties, investment in unconsolidated entities, & proceeds of sales of equities brokerage business; D&A excludes forgivable loan amortization

(\$000)

# **Executive Management of BGC Partners**

150+ Years of Experience



Howard W. Lutnick Chairman, CEO (26 years)



Shaun Lynn President (29 years)



Lee M. Amaitis Non-executive Vice Chairman (32 years)



Sean Windeatt, Chief Operating Officer (14 years)



Graham Sadler Chief Financial Officer (25 years)



Stephen Merkel EVP, General Counsel, Secretary (24 years)



# **Business Management Team**

Another 350 + Years

### Global



Jean-Pierre
Aubin
Executive Managing Director
and Global Head Listed
Products



Philip
Norton
Executive Managing
Director for BGC
e-Commerce



Weinstein

Executive Managing

Director for BGCantor

Market Data



**UK & Europe** 

Yevette
Tierney
Chief Information
Officer for BGC

(19 years)

(29 years)

(18 years)

### Asia-Pacific



(28 years)

Mark Webster
Executive
Managing
Director



(23 years)

Mark Spring
Executive
Managing
Director

(23 years)



Len Harvey
Executive Managing
Director and General
Manager, Asia-Pacific



Robin Clark

Executive

Managing

Director for BGC

Derivatives



Tony Verrier
Executive Managing
Director and General
Manager, London and
Europe

(24 years)

**North America** 

(22 years)

#### **France**



Jérôme Frank
Senior Managing Director
France





Danny LaVecchia
Executive Managing
Director for BGC North
America



Sal Trani
Executive Managing
Director for BGC
North America



Keith Reihl
Chief Operating Officer
for BGC North America

(24 years)

(44 years)

(35 years)



# Structure Creates Employee Retention and Lower Effective Tax Rate

