

ESPEED INC

FORM SC 13G (Statement of Ownership)

Filed 2/14/2000

Address	135 E. 57TH STREET 135 E. 57TH STREET NEW YORK, New York 10022
Telephone	212-938-5000
CIK	0001094831
Industry	Consumer Financial Services
Sector	Financial
Fiscal Year	12/31

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

SCHEDULE 13G

Information To Be Included in Statements Filed
Pursuant to Rules 13d-1(b), (c), and (d) and
Amendments Thereto Filed Pursuant to 13d-2(b)
(Amendment No. _____)(1)

eSPEED, INC.

(Name of Issuer)

Class A Common Stock, par value \$.01 per share

(Title of Class of Securities)

296643 10 9

(CUSIP Number)

December 9, 1999

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule
is filed:

// Rule 13d-1(b)

// Rule 13d-1(c)

Rule 13d-1(d)

(1) The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13G

CUSIP No. 296643 10 9

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Cantor Fitzgerald Securities

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) / /
(b) / /

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

New York

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 31,850,000 shares of Class A Common Stock
	6	SHARED VOTING POWER 0
	7	SOLE DISPOSITIVE POWER 31,850,000 shares of Class A Common Stock
	8	SHARED DISPOSITIVE POWER 0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
31,850,000 shares of Class A Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* / /

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
62.5%

12 TYPE OF REPORTING PERSON*
PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13G

CUSIP No. 296643 10 9

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)
Cantor Fitzgerald, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) / /
(b) / /

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

Table with 2 columns: Description (5-8) and Voting/Dispositive Power. Includes rows for Sole Voting Power, Shared Voting Power, Sole Dispositive Power, and Shared Dispositive Power with share counts.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
40,650,000 shares of Class A Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* / /

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
79.7%

12 TYPE OF REPORTING PERSON*
PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13G

CUSIP No. 296643 10 9

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

CF Group Management, Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) / /
(b) / /

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

New York

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 0 shares of Class A Common Stock
	6	SHARED VOTING POWER 40,650,000 shares of Class A Common Stock
	7	SOLE DISPOSITIVE POWER 0 shares of Class A Common Stock
	8	SHARED DISPOSITIVE POWER 40,650,000 shares of Class A Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
40,650,000 shares of Class A Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* / /

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
79.7%

12 TYPE OF REPORTING PERSON*
CO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 296643 10 9

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Howard W. Lutnick

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) / /
(b) / /

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

USA

5 SOLE VOTING POWER
NUMBER OF SHARES 0 shares of Class A Common Stock
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
6 SHARED VOTING POWER
41,150,000 shares of Class A Common Stock
7 SOLE DISPOSITIVE POWER
0 shares of Class A Common Stock
8 SHARED DISPOSITIVE POWER
41,150,000 shares of Class A Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
41,150,000 shares of Class A Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* / /

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
79.9%

12 TYPE OF REPORTING PERSON*
IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13G

Item 1(a). Name of Issuer:

eSpeed, Inc.

Item 1(b). Address of Issuer's Principal Executive Offices:

One World Trade Center, 103rd Floor New York, New York 10048

Item 2(a). Name of Person Filing:

The information required by this Item is set forth in Appendix 1 attached hereto.

This statement is being filed pursuant to a Joint Filing Agreement (attached as Exhibit 1 and incorporated herein by reference) by (i) Cantor Fitzgerald Securities ("CFS"), (ii) Cantor Fitzgerald, L.P. ("CFLP"), the managing general partner of CFS, (iii) CF Group Management, Inc. ("CFGM"), the managing general partner of CFLP and (iv) Howard W. Lutnick, the sole shareholder of CFGM (sometimes collectively referred to as the "Reporting Persons").

Item 2(b). Address of Principal Business Office or, if none, Residence:

The information required by this Item is set forth in Appendix 1 attached hereto.

Item 2(c). Citizenship:

The information required by this Item is set forth in Appendix 1 attached hereto.

Item 2(d). Title of Class of Securities:

Class A Common Stock, par value \$.01 per share.

Item 2(e). CUSIP Number:

296643 10 9

Item 3.

If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

(a) // Broker or Dealer registered under Section 15 of the Exchange Act

- (b) // Bank as defined in Section 3(a)(6) of the Exchange Act
- (c) // Insurance company as defined in Section 3(a)(19) of the Exchange Act
- (d) // Investment company registered under Section 8 of the Investment Company Act
- (e) // An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E)
- (f) // An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F)
- (g) // A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G)
- (h) // A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act
- (i) // A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act
- (j) // Group, in accordance with Rule 13d-1(b)(1)(ii)(J)

If this statement is filed pursuant to Rule 13d-1(c), check this box.

Inapplicable.

Item 4. Ownership:

The following information is provided as of February 1, 2000:

CFS has sole voting and sole dispositive power with respect to an aggregate of 31,850,000 shares of Class B Common Stock of the Issuer. CFLP has sole voting and sole dispositive power with respect to an aggregate of 8,800,000 shares of Class B Common Stock of the Issuer and shared voting and shared dispositive power with respect to 31,850,000 shares of Class B Common Stock of the Issuer by virtue of being the managing general partner of CFS. CFGM has shared voting and shared dispositive power with respect to an aggregate of 40,650,000 shares of Class B Common Stock of the Issuer by virtue of being the managing general partner of CFLP. Howard W. Lutnick has shared voting and shared dispositive power with respect to presently exercisable options to purchase 500,000 shares of Class A Common Stock which are held for the benefit of Mr. Lutnick in a Grantor Retained Annuity Trust, pursuant to which Mr. Lutnick and one other person are co-trustees who must act together. Howard W. Lutnick has shared voting and shared dispositive power with respect to 40,650,000 shares of Class B Common Stock of the Issuer by virtue of being the sole shareholder of CFGM. Each share of Class B Common Stock is convertible at any time into one share of Class A Common Stock. The following sets forth in tabular format the share ownership of the Reporting Persons:

(a) Amount Beneficially Owned:

(i) Cantor Fitzgerald Securities is the beneficial owner of 31,850,000 shares of Class A Common Stock, par value \$.01 per share.

(ii) Cantor Fitzgerald, L.P. is the beneficial owner of 40,650,000 shares of Class A Common Stock, par value \$.01 per share.

(iii) CF Group Management, Inc. is the beneficial owner of 40,650,000 shares of Class A Common Stock, par value \$.01 per share.

(iv) Howard W. Lutnick is the beneficial owner of 41,150,000 shares of Class A Common Stock, par value \$.01 per share.

(b) Percent of Class:

62.5% for CFS;

79.7% for CFLP;

79.7% for CFGM; and

79.9% for Howard W. Lutnick.

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:

31,850,000 shares for CFS; 8,800,000 shares for CFLP; 0 shares for CFGM; and 0 shares for Howard W. Lutnick.

(ii) shared power to vote or to direct the vote:

0 shares for CFS;

31,850,000 shares for CFLP; 40,650,000 shares for CFGM; and 41,150,000 shares for Howard W. Lutnick.

(iii) sole power to dispose or to direct the disposition of:

31,850,000 shares for CFS; 8,800,000 shares for CFLP; 0 shares for CFGM; and 0 shares for Howard W. Lutnick.

(iv) shared power to dispose or to direct the disposition of:

0 shares CFS;

31,850,000 shares for CFLP; 40,650,000 shares for CFGM; and 41,150,000 shares for Howard W. Lutnick.

Item 5. Ownership of Five Percent or Less of a Class:

Inapplicable.

Item 6. Ownership of More than Five Percent on Behalf of

Another Person:

No other person has the right to receive or the power to direct the receipt of dividends from, or proceeds from the sale of, the securities beneficially owned by CFS, CFLP and CFGM. With respect to Howard W. Lutnick, options to purchase 500,000 shares of Class A Common Stock are held in the Howard W. Lutnick 1999 Grantor Retained Annuity Trust, of which Mr. Lutnick is one of two trustees both of whom must act together.

Item 7. Identification and Classification of the Subsidiary

**Which Acquired the Security Being Reported on By the
Parent Holding Company:**

Inapplicable.

Item 8. Identification and Classification of Members of the Group:

Inapplicable.

Item 9. Notice of Dissolution of Group:

Inapplicable.

Item 10. Certification:

Inapplicable.

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SIGNATURE

After reasonable inquiry and to the best of each of the undersigned's knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

February 11, 2000

Cantor Fitzgerald Securities

By: /s/ Howard W. Lutnick

Name: Howard W. Lutnick
Title: President

Cantor Fitzgerald, L.P.

By: /s/ Howard W. Lutnick

Name: Howard W. Lutnick
Title: Chairman

CF Group Management, Inc.

By: /s/ Howard W. Lutnick

Name: Howard W. Lutnick
Title: President

/s/ Howard W. Lutnick

Howard W. Lutnick

JOINT FILING AGREEMENT

JOINT FILING AGREEMENT, dated as of the 11th day of February, 2000, among Cantor Fitzgerald Securities, Cantor Fitzgerald, L.P., CF Group Management, Inc. and Howard W. Lutnick (COLLECTIVELY, THE "JOINT FILERS").

WHEREAS, pursuant to Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), the parties hereto desire to satisfy any filing obligation under Section 13(d) of the Exchange Act by a single joint filing;

NOW, THEREFORE, in consideration of the premises and the mutual covenants herein contained, the Joint Filers hereby agree and represent as follows:

1. Schedule 13G with respect to the Class A Common Stock, par value \$.01 per share, of eSpeed, Inc. (to which this Joint Filing Agreement is an exhibit) is filed on behalf of each of the Joint Filers.
2. Each of the Joint Filers is eligible to use Schedule 13G for the filing of information therein contained.
3. Each of the Joint Filers is responsible for the timely filing of Schedule 13G and any amendments thereto, and for the completeness and accuracy of the information concerning such person contained therein, provided that each such person is not responsible for the completeness or accuracy of the information concerning the other persons making the filing, unless such person knows or has reason to believe that such information is inaccurate.

IN WITNESS WHEREOF, the undersigned have caused this Joint Filing Agreement to be duly executed and delivered as of the date first above written.

Cantor Fitzgerald Securities

By: /s/ Howard W. Lutnick

Name: Howard W. Lutnick
Title: President

Cantor Fitzgerald, L.P.

By: /s/ Howard W. Lutnick

Name: Howard W. Lutnick
Title: Chairman

CF Group Management, Inc.

By: /s/ Howard W. Lutnick

Name: Howard W. Lutnick
Title: President

/s/ Howard W. Lutnick

Howard W. Lutnick

Appendix 1

ADDRESS, ORGANIZATION AND PRINCIPAL BUSINESS OF EACH REPORTING PERSON REQUIRED BY ITEM 2(a), (b), and (c)

NAME OF PERSON FILING PRINCIPAL BUSINESS PLACE OF ORGANIZATION

OFFICE ADDRESS

Cantor Fitzgerald Securities	One World Trade Center 105th Floor New York, NY 10048	New York general partnership
Cantor Fitzgerald, L.P.	One World Trade Center 105th Floor New York, NY 10048	Delaware limited partnership
CF Group Management, Inc.	One World Trade Center 105th Floor New York, NY 10048	New York corporation
Howard W. Lutnick	c/o Cantor Fitzgerald, L.P. One World Trade Center 105th Floor New York, NY 10048	United States citizen

End of Filing

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