

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person * | | | | | 2. Issuer Name and Ticker or Trading Symbol | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|--|---|-------------------|---|---------------------------------|---|--|------------------------------|------------------|--|------------|-----------------------------|---|---|--|-----------------|---|---|--|
| | | | | | ESPEED INC [ESPD] | | | | | | | | ı v | Director | , | v | 10% Owner | r |
| (Last) (First) (Middle) | | | | | | 3. Date of Earliest Transaction (MM/DD/YYYY) | | | | | | | | X _ Director _ X _ 10% Owner X _ Officer (give title below) Other (specify below) | | | | |
| | | 12/9/2003 | | | | | | | | Cha | Chairman, CEO and President | | | | | | | |
| (Street) | | | | | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | | | | | | | | () 6. In | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | |
| (City) (State) (Zip) | | | | | | | | | | | | _ X _ F | X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| | | | Table I - I | Non-Der | rivat | tive Secu | rities A | Aco | quired | d, Di | sposed o | of, or B | enefici | ally Own | ed | | | |
| 1. Title of Security (Instr. 3) | | | | Exec | | tion (Instr. 8) | | o | 4. Securities Acqui or Disposed of (D) (Instr. 3, 4 and 5) | |) `´ | 5. Amount of Securiti Following Reported 1 (Instr. 3 and 4) | | | | Ownership of In Form: Ben | Beneficial | |
| | | | | | | | Code | : | V | Amou | (A) or (D) | r Price | | | | | | Ownership (Instr. 4) |
| | Tab | le II - Deri | ivative Sec | curities l | Bene | eficially (| Owned | d (| e.g. , p | puts, | , calls, w | arrant | s, optio | ns, conve | rtible sec | urities) | | |
| 1. Title of Derivate Security (Instr. 3) | Conversion or Exercise Price of Derivative | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. Code (Instr. 8) | Derivative Se | | Securitie A) or of (D) | Securities Expir | | ation Date | | 7. Title and Amour Securities Underly Derivative Security (Instr. 3 and 4) | | ring Derivativ | | Securities Beneficially Owned | Ownership Form of Derivative Security: | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | Security | | | Code | v | (A) | (I | | Date Exercise | | Expiration Date | Title | | Amount or Number of Shares | | Following Reported Transaction(s) (Instr. 4) | Direct (D) or Indirect (I) (Instr. 4) | |
| Option to purchase Class A Common Stock, par value \$0.01 | \$21.42 | 12/9/2003 | | A | | 1000000 | | | <u>(1)</u> |) | (2) | Commo | ss A on Stock, ue \$0.01 hare | 1000000 | \$0 (<u>3)</u> | 1000000 | D | |

Explanation of Responses:

- (1) These options generally vest ratably on a quarterly basis over a four-year period beginning on the date of the grant, December 9, 2003.
- (2) These options expire on December 9, 2013, subject to accelerated expiration under certain circumstances.
- (3) These options were granted pursuant to eSpeed Inc.'s 1999 Long-Term Incentive Plan.

Reporting Owners

| Panarting Owner Name / Address | Relationships | | | | | | | | |
|--------------------------------|---------------|-----------|-----------------------------|-------|--|--|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | | | |
| LUTNICK HOWARD W | X | | Chairman, CEO and President | | | | | | |

Signatures

Howard W. Lutnick

**Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4(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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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.