



88(2)

(Revised 2005)

Please complete in typescript, or
in bold black capitals
CHFP029

Company Number

04668969

Return of Allotment of Shares

Company name in full

ICAP America Investments Limited

Shares allotted (including bonus shares)

(see Guidance Booklet GBA6)

Date or period during which
shares were allotted

(If shares were allotted on one date
enter that date in the "from" box)

From

Day Month Year

2 0 1 2 2 0 0 7

To

Day Month Year

Class of shares

(ordinary or preference etc)

US\$1

Number allotted

1,000 00

Nominal value of each share

US\$ 1 00

Amount (if any) paid or due on each
share (including any share premium)

0 00

List the names and addresses of the allottees and the
number and class of shares allotted to each overleaf

If the allotted shares (including bonus shares) are fully or partly paid up otherwise than in
cash please state

% that each share is to be
treated as paid up

100

% (if any) that each share
is to be paid up in cash

0

Consideration for which
the shares were allotted

ICAP Plc's entire shareholding in ICAP Enterprises No 1 Ltd and ICAP

Enterprises No 2 Limited comprising 49,031 and 57,364 £1 00 shares

respectively

See copy of Share Purchase Agreement



AT260WFM

A36 17/01/2008 86

COMPANIES HOUSE

A32 09/01/2008 160

COMPANIES HOUSE

THURSDAY

09/2005

When you have completed and signed the form please send it to the
Registrar of Companies at

Companies House, Crown Way, Cardiff, CF14 3UZ

DX 33050 Cardiff

for companies registered in England and Wales

or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

DX 235 Edinburgh

for companies registered in Scotland

or LP - 4 Edinburgh 2