

Company number: 05887529

THE COMPANIES ACT 2006
PRIVATE LIMITED COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF ICAP UK INVESTMENTS NO.1
(the "Company")

On 21 December 2017, the following resolutions, each having effect as a special resolution, in accordance with Chapter 2 Part 13 of the Companies Act 2006 were passed by the sole member of the Company:

RESOLUTIONS

1. **THAT**, the issued share capital of the Company be reduced from GBP 894.644 to GBP 1.00 by cancelling and extinguishing 893,644 of the issued ordinary shares of GBP 0.001 each in the Company, each of which is fully paid up and the amount by which the share capital is so reduced be credited to distributable reserves.
2. **THAT**, the amount of GBP 3,222,402.13 standing to the credit of the share premium account of the Company, as at the date of this resolution, be cancelled.


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for and on behalf of ICAP Luxembourg Holdings (No. 1) S.à.r.l

Dated: 21 December 2017

