



88(2)

(Revised 2005)

Please complete in typescript,
or in bold black capitals.

CHFP010

Company Number

Return of Allotment of Shares

6694512

Company Name in full

ICAP Group Holdings 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 2 1 2 2 0 0 8

To

Day Month Year

Class of shares

(ordinary or preference etc)

Ordinary

Number allotted

12,000,000

Nominal value of each share

£1.00

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

£20.416666

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

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

Consideration for which the shares
were allotted

(This information must be supported by the original
or a certified copy of the contract or by Form 88(3) if
the contract is not in writing)

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
for companies registered in Scotland

DX 235 Edinburgh or LP - 4 Edinburgh 2

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COMPANIES HOUSE

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27/12/2008

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Names and addresses of the allottees

Shareholder details <i>(list joint allottees as one shareholder)</i>	Shares and share class allotted	
Name(s) ICAP plc	Class of shares allotted Ordinary	Number allotted 12,000,000
Address 2 Broadgate London		
UK postcode EC2M 7UR		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

Signed

Daniel

Date _____

□

22.12.08

[illegible]

**** Please delete as appropriate**

Contact Details

Contact Details
You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Teri-Anne Cavanagh	
2 Broadgate, London, EC2M 7UR	
Tel	
DX number	DX exchange