

(COMPANY NO. 06796079)

**HUDSON RIVER TRADING EUROPE LTD.
(THE "COMPANY")**

WRITTEN RESOLUTIONS OF SHAREHOLDERS

CIRCULATION DATE: 2 April 2018

We, the undersigned, being all the "eligible members" of the Company (as defined in Section 289 of the Companies Act 2006) who, at the Circulation Date, are entitled to receive notice of and to attend and vote at general meetings of the Company, hereby **RESOLVE** in accordance with Chapter 2 of Part 13 of the Companies Act 2006, to pass the following resolutions as special resolutions:

1. **THAT** the Articles of Association of the Company be amended by the deletion of the existing Article 4 and the replacing it with the following new Article 4:

"4.1 The lien conferred by regulation 8 of Table A shall also attach to fully paid up shares registered in the name of any person indebted or under liability to the company whether he shall be the sole registered holder thereof or shall be one of two or more joint holders.

4.2 Notwithstanding anything contained in these articles:

4.2.1 the directors of the company may not exercise the company's lien over shares in the company (or over all moneys (whether presently payable or not) payable in respect of such shares) and the company's lien over such shares shall be suspended and of no force or effect, so long as those shares have been mortgaged, charged, pledged or assigned by way of security to a bank, financial institution or other person; and

4.2.2 the company's lien over such shares (and over all moneys (whether presently payable or not) payable in respect of such shares) shall be irrevocably extinguished automatically and immediately upon the enforcement by the bank, financial institution or other person of its rights under any such mortgage, charge, pledge or assignment."

2. **THAT** the Articles of Association of the Company be amended by the addition of the following new Articles 5.5 and 5.6 (and all subsequent Articles and cross references shall be renumbered accordingly):

"5.5 Notwithstanding anything contained in these articles, the directors shall not refuse to register any transfer of shares in the company, nor may they suspend registration of any shares in the company where such transfer is to, or such registration is in favour of:

5.5.1 any person to whom such shares have been mortgaged, charged, pledged or assigned by way of security (a "Security Institution") or to any nominee of a Security Institution in order to perfect the Security Institution's security over such shares; or

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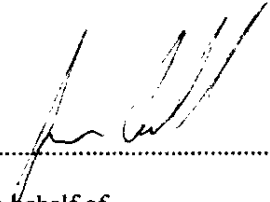
5.5.2 a purchaser of such shares as a result of enforcement of the relevant security interest by a Security Institution.

5.6 Upon receiving a request from a Security Institution or a purchaser from a Security Institution to transfer shares in the company pursuant to article 5.5, the directors shall register such transfer of shares promptly.”

3. **THAT** these resolutions shall have effect notwithstanding any provision of the Company’s articles of association.

Signed by its duly authorised representatives.

(COMPANY NO. 06796079)

Signed: 

on behalf of

HUDSON RIVER TRADING LLC

Date: 2 April 2018

Signed: 

on behalf of

RDC I, INC.

Date: 2 April 2018

NOTE

Unless sufficient agreement has been received within the period of 28 days beginning with the Circulation Date, these resolutions will lapse. If you agree to these resolutions, please indicate your agreement by signing this document where indicated above and return it to the Company within that period. Once you have indicated your agreement to these resolutions, you may not revoke your agreement.