

Company number: 09084006

THE COMPANIES ACT 2006

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PRIVATE COMPANY LIMITED BY SHARES

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WRITTEN RESOLUTIONS

of

ICAP GLOBAL BROKING INVESTMENTS (the Company)

Circulation Date: 18 June 2019

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolutions set out below are passed as special resolutions (the **Resolutions**).

**Special resolutions**

1 **"THAT** the entire amount standing to the credit of the share premium account of the Company as at 18 June 2019, being in the sum of \$55,999,000 be cancelled and extinguished;

2 **"THAT** the Company's issued share capital be reduced by \$27,432,728.51 from \$27,432,728.52 comprising 2,743,272,852 ordinary shares of \$0.01 each to \$0.01, comprising 1 ordinary share of \$0.01, by cancelling and extinguishing 2,743,272,851 of such issued ordinary shares of \$0.01 each;


3 **"THAT** the sum of \$83,431,728.51 arising on the reduction pursuant to Resolutions 1 to 2 above be credited to the profit and loss reserves of the Company.

**AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

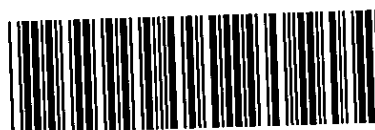
The undersigned, a person entitled to vote on the Resolutions on 18 June 2019, hereby irrevocably agrees to the Resolutions.

Signed for and on behalf of  
ICAP Global Broking Inc

By:   
Name: Christian Pezeu  
Title: CFO

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Date: 20 June 2019

TUESDAY



A18 \*A88D40UH\* #338  
25/06/2019  
COMPANIES HOUSE