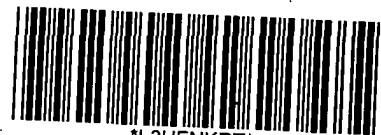


M.W. MARSHALL (U.K.) LIMITED

Annual Report and Unaudited Financial Statements
31 December 2013

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M.W. MARSHALL (U.K.) LIMITED

DIRECTORS' REPORT

The directors present their Annual Report and unaudited financial statements for the year ended 31 December 2013.

The Company qualifies as a small company and is exempt from preparing a separate Strategic Report.

PRINCIPAL ACTIVITY AND REVIEW OF THE BUSINESS

The Company is a wholly owned subsidiary within the Tullett Prebon plc group (the 'Group').

The Company has been dormant, as defined in section 1169 of the Companies Act 2006, (the 'Act'), throughout the year and in the preceding year.

GOING CONCERN

The directors have a reasonable expectation that the Company has adequate resources to continue in existence for the foreseeable future. Thus they continue to adopt the going concern basis in preparing the financial statements.

Further details regarding the adoption of the going concern basis can be found in Note 1, accounting policies, in the financial statements on page 4.

PRINCIPAL RISKS AND UNCERTAINTIES

The Company does not face any risks or uncertainties as it has remained dormant throughout the year and the preceding year.

ENVIRONMENTAL POLICY

The nature of the Company's activities is such that it has a minimal direct effect on the environment. However, management have agreed to adopt Group policies to safeguard the environment to meet statutory requirements or where such policies are commercially sensible.

DIRECTORS

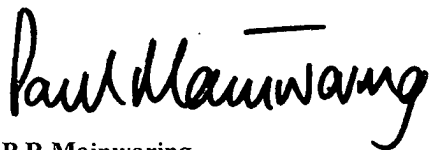
The following directors held office during the year:

P R Mainwaring
R J Stewart

DIRECTORS' INDEMNITIES

The Company's ultimate parent, Tullett Prebon plc, has made qualifying third party indemnity provisions for the benefit of its directors which were made during the year and remain in force at the date of this report.

By order of the Board:



P R Mainwaring
Director
Date: 26 September 2014

Registered office:
Tower 42
Level 37
25 Old Broad Street
London
EC2N 1HQ

Registered No:
213626

M.W. MARSHALL (U.K.) LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

M.W. MARSHALL (U.K.) LIMITED

BALANCE SHEET as at 31 December 2013

	Notes	2013 £	2012 £
CAPITAL AND RESERVES			
Called-up share capital	2	12,000	12,000
Profit and loss account	3	(12,000)	(12,000)
SHAREHOLDERS' FUNDS			
		-	-

M.W. Marshall (U.K.) Limited (registered number 213626) did not trade during the current or preceding year and has made neither a profit nor loss, nor any other recognised gain or loss.

For the year ended 31 December 2013 the Company was entitled to exemption from audit under the provisions of section 480 of the Act.

The members have not required the Company to obtain an audit of its accounts for the year in question in accordance with section 476 of the Act.

The directors acknowledge their responsibility for complying with the requirements of the Act with respect to:

- (a) accounting records; and
- (b) the preparation of financial statements.

The financial statements were approved and authorised for issue by the Board on 26 September 2014.

Signed on behalf of the Board of Directors:



P R Mainwaring
Director

M.W. MARSHALL (U.K.) LIMITED

NOTES TO THE FINANCIAL STATEMENTS as at 31 December 2013

1. ACCOUNTING POLICIES

Accounting convention

The financial statements are prepared under the historical cost convention, and in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Going concern

After consideration of the Company's business review and the risks and uncertainties as set out on page 1 of the directors' report, the directors have a reasonable expectation that the Company has adequate resources to continue in existence for the foreseeable future. Accordingly, the going concern basis continues to be used in preparing these financial statements.

Cash flow statement

The Company is exempt from reporting a cash flow statement in accordance with FRS 1: Cash Flow Statements (Revised 1996), as the Company is a wholly owned subsidiary of Tullett Prebon plc, which is registered in England and Wales and which prepares group financial statements which are publicly available.

Foreign currencies

Transactions in foreign currencies are converted at exchange rates ruling at the transaction dates.

Monetary assets and liabilities, denominated in foreign currencies at the balance sheet date are translated into sterling at the rates of exchange ruling at the balance sheet date. Exchange gains and losses are taken to the profit and loss account.

Related party transactions

The Company has taken advantage of reporting exemptions in accordance with FRS 8: Related Party Transactions, since it is a wholly owned subsidiary of a group where the voting rights are controlled within the Group and the Group's parent financial statements are publicly available.

Segmental reporting

The Company has taken advantage of reporting exemptions in accordance with SSAP 25: Segmental Reporting, since it is a subsidiary of a group which provides segmental information in compliance with this accounting standard.

Financial Instruments

The Company's ultimate UK parent undertaking, Tullett Prebon plc, presents information in accordance with Financial reporting standard ("FRS") 29 Financial instruments: Disclosures. Accordingly, the Company is exempt from the disclosure requirements of FRS 29.

2. CALLED-UP SHARE CAPITAL

	2013 £	2012 £
Allotted, called up and fully paid: 1,200,000 ordinary shares of £0.01 each	12,000	12,000
	<u> </u>	<u> </u>

M.W. MARSHALL (U.K.) LIMITED

NOTES TO THE FINANCIAL STATEMENTS as at 31 December 2013

3. RECONCILIATION OF SHAREHOLDERS' FUNDS

	<i>Share capital £</i>	<i>Profit and loss account £</i>	<i>Total equity shareholders' funds £</i>
At 1 January 2012 and 31 December 2013	12,000	(12,000)	-

4. PARENT UNDERTAKING AND CONTROLLING PARTY

The Company's immediate parent undertaking is Tullett Liberty (European Holdings) Limited.

The Company's ultimate parent undertaking and controlling party is Tullett Prebon plc.

The parent undertaking of the smallest group which includes the Company for which group accounts are prepared is Tullett Prebon Group Holdings plc.

The parent undertaking of the largest group which includes the Company for which group accounts are prepared is Tullett Prebon plc.

Copies of Tullett Prebon Group Holdings plc and Tullett Prebon plc financial statements are available from the registered office: Tower 42, Level 37, 25 Old Broad Street, London, EC2N 1HQ.