

Company number: 00299128

THE LCH GROUP LIMITED
(the "Company")

**Written resolution of the Company pursuant to
Section 281 and Chapter 2 of Part 13 of the Companies Act 2006**

In accordance with Chapter 2 of Part 13 of the Companies Act 2006, the following resolution was duly passed on 18 October 2017 as a special resolution of the Company in writing:

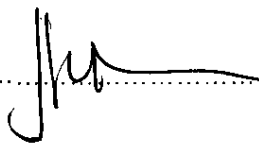
SPECIAL RESOLUTION

That the share capital of the Company be reduced as follows:

- (a) by reducing the share premium account of the Company to nil and by transferring the entire balance of £94,991,870.55 from share premium account to the Company's distributable reserves; and
- (b) by cancelling and extinguishing 50,000 of the 50,001 ordinary shares of £1 each in the capital of the Company in issue and by transferring the aggregate nominal value of the shares so cancelled (being £50,000) to the Company's distributable reserves;

and the directors of the Company be and are hereby authorised to take all such steps as may be necessary or desirable to implement such reduction.

.....
Director



WEDNESDAY



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18/10/2017

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COMPANIES HOUSE