

TULLETT PREBON (EUROPE) LIMITED
("the Company")

WRITTEN RESOLUTIONS OF THE COMPANY

DATED 30 OCTOBER 2007

Pursuant to section 381A of the Companies Act 1985, we, the undersigned, being all the members who at the date of these resolutions would be entitled to receive notice of and to attend and vote at any general meeting of the Company hereby pass the following resolutions as Ordinary Resolutions and agree that the said resolutions shall, for all purposes be as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held:

1. Ordinary Resolutions

- 1.1 **THAT** the authorised capital of the Company be and is hereby increased from £10,000,000 to £23,000,000 by the creation of 13,000,000 additional Ordinary shares of £1.00 each ranking pari passu with the existing shares in the capital of the Company; and
- 1.2 **THAT** the Directors be and are hereby generally and unconditionally authorised to allot, grant options over, offer or otherwise deal with or dispose of any relevant securities (within the meaning of Section 80 of the Act) of the Company on and subject to such terms as the Directors may determine. The authority conferred by this Resolution shall, subject to Section 80 of the Act, be for a period expiring five years from the date of the passing of this Resolution unless renewed, varied or revoked by the Company in General Meeting and the maximum number of relevant securities which may be allotted pursuant to such authority shall be the authorised but as yet unissued share capital of the Company at the date of this Resolution.

SR Co

For and on behalf of
Tullett Liberty (European Holdings) Limited

TUESDAY



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COMPANIES HOUSE