

Registered Number 05021789

WEDNESDAY



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12/11/2014

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COMPANIES HOUSE

**ODL GROUP LIMITED  
(the "Company")**

PRIVATE COMPANY LIMITED BY SHARES

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**SHAREHOLDER'S WRITTEN RESOLUTION  
CIRCULATED ON 03 NOVEMBER 2014  
PURSUANT TO CHAPTER 2  
OF PART 13 OF THE COMPANIES ACT 2006**

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Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that the following resolution be passed as a special resolution

**SPECIAL RESOLUTION**

**THAT** the share capital of the Company be reduced by cancelling 1,099,999,900 fully paid ordinary shares of £0.01 each in the capital of the Company

Please read the explanatory notes at the end of this document before signifying your agreement to the resolution

We, the undersigned, were at the time the resolution was circulated entitled to vote on the resolution and irrevocably agree to the resolution

Signed

Date 03 November 2014

**DROR NIV**

for and on behalf of **FXCM HOLDINGS LLC**

**EXPLANATORY NOTES FOR SHAREHOLDERS:**

1. If you agree to the resolution, please signify your agreement by signing and dating this document where indicated above and returning it to the Company by hand or by post. If you do not agree to the above resolution, you do not need to do anything.
2. Once you have signified your agreement to the resolution, you may not revoke your agreement.
3. Unless, by the date at the end of the 28-day period beginning on the circulation date, sufficient agreement has been received for the resolution to be passed, it will lapse. If you agree to the resolution, please ensure that signification of your agreement reaches us before or on this date.