In accordance with Section 625 of the Companies Act 2006.

DON'T STAPLE

SH14
Notice of redenomination

Companies House

✓ **What this form is for**
You may use this form to give notice of redenomination of shares.

✗ **What this form is NOT for**
You cannot use this form to give notice of a reduction of capital following redenomination. To do this, please use form SH15.

For further information, please refer to our guidance at www.gov.uk/companieshouse

1 Company details

Company number	0 5 6 1 3 0 6 0
Company name in full	Marex Group plc

→ **Filling in this form**
Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

2 Date resolution passed

Resolution date	d 2 d 1 m 1 m 2 y 2 y 0 y 2 y 2

3 Shares redenominated

Class of shares (E.g. Ordinary/Preference etc.)	Number of shares redenominated	Existing nominal value of each share	New nominal value of each share ❶
Growth	2,304,155	$0.000165	£0.000135246

❶ The new nominal value of the shares must be calculated by translating the aggregate (total) nominal value of all the shares of that class into the new currency (at the rate of exchange specified in the resolution) and dividing that amount by the number of shares in the class.

4 Statement of capital

Complete the table(s) below to show the issued share capital. It should reflect the company's total share capital following the redenomination.

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Continuation page
Please use a Statement of Capital continuation page if necessary.

Currency Complete a separate table for each currency	**Class of shares** E.g. Ordinary/Preference etc.	**Number of shares**	**Aggregate nominal value** (£, €, $, etc) Number of shares issued multiplied by nominal value	**Total aggregate amount unpaid, if any** (£, €, $, etc) Including both the nominal value and any share premium
Currency table A				
USD	Growth	24,992,848	$4,123.81992	
USD	Ordinary	106,491,588	$17,571.11202	
USD	Ordinary Non-Voting	3,986,376	$657.75204	
	Totals	135,470,812	$22,352.68398	$0
Currency table B				
GBP	Deferred	106,798,538	£50,088.5143	
GBP	Growth	2,304,155	£311.6275	
	Totals	109,102,693	£50,400.1418	£0
Currency table C				
	Totals			

Total issued share capital table

You **must** complete this table to show your total issued share capital. Add the totals from all currency tables, including continuation pages.	**Total number of shares**	**Total aggregate nominal value** Show different currencies separately. For example: £100 + €100 + $10	**Total aggregate amount unpaid** ❶ Show different currencies separately. For example: £100 + €100 + $10
Grand total	244,573,505	$22,352.68398 + £50,400.1418	$0 + £0

❶ **Total aggregate amount unpaid**
Enter 0 or 'nil' if the shares are fully paid. We'll assume the shares are fully paid if you leave this blank.

5 Statement of capital (Prescribed particulars of rights attached to shares)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the share capital tables in **Section 4**.

Class of share	Deferred
Prescribed particulars ❶	These shares carry no voting rights or rights as to participation in dividends or distributions. On a return of capital on a winding-up or otherwise, the total paid in aggregate to all holders shall in no event exceed £1. They carry no right of redemption.
Class of share	Growth
Prescribed particulars ❶	These shares carry no voting rights, no rights as to participation in dividends and no entitlement to return of capital (including on winding-up). Shares may be redeemed by the company on a specified redemption date and at a redemption price to be calculated by reference to the formula contained in the Articles of Association.
Class of share	Ordinary
Prescribed particulars ❶	Each Ordinary Share carries the right to vote, rights as to participation in dividends or distributions pro rata with the Non-Voting Ordinary Shares, entitlement to return of capital (including on Winding Up) pro rata with the Non-Voting Ordinary Shares. There is no right of redemption.

❶ Prescribed particulars of rights attached to shares
The particulars are:
a. particulars of any voting rights, including rights that arise only in certain circumstances;
b. particulars of any rights, as respects dividends, to participate in a distribution;
c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

Continuation pages
Please use a Statement of Capital continuation page if necessary.

6 Signature

I am signing this form on behalf of the company.

Signature

Signature
X X

This form may be signed by:
Director❷, Secretary, Person authorised❸, Administrator , Administrative receiver, Receiver, Receiver manager, CIC manager.

❷ Societas Europaea
If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership.

❸ Person authorised
Under either section 270 or 274 of the Companies Act 2006.

SH14
Notice of redenomination

Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name	Group Company Secretary
Company name	Marex Group plc
Address	155 Bishopsgate
Post town	London
County/Region	
Postcode	E C 2 M 3 T Q
Country	
DX	
Telephone	

Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have entered the date the resolution was passed in section 2.
- ☐ You have completed section 3.
- ☐ You have completed the relevant sections of the statement of capital.
- ☐ You have signed the form.

Important information

Please note that all information on this form will appear on the public record.

Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For companies registered in Scotland:
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1

For companies registered in Northern Ireland:
The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.

Further information

For further information, please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

In accordance with Section 625 of the Companies Act 2006.

SH14 - continuation page
Notice of redenomination

4 Statement of capital

Complete the table below to show the issued share capital.
Complete a separate table for each currency.

Currency Complete a separate table for each currency	**Class of shares** E.g. Ordinary/Preference etc.	**Number of shares**	**Aggregate nominal value** (£, €, $, etc) Number of shares issued multiplied by nominal value	**Total aggregate amount unpaid, if any** (£, €, $, etc) Including both the nominal value and any share premium
	Totals			

In accordance with Section 625 of the Companies Act 2006.

SH14 - continuation page

Notice of redenomination

5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	Ordinary Non-Voting
Prescribed particulars ❶	These shares do not carry voting rights. They carry rights as to participation in dividends pro rata with the Ordinary Shares and entitlement to return of capital (including on Winding Up) pro rata with the Ordinary Shares. They carry no right of redemption.

❶ **Prescribed particulars of rights attached to shares**

The particulars are:

a. particulars of any voting rights, including rights that arise only in certain circumstances;

b. particulars of any rights, as respects dividends, to participate in a distribution;

c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and

d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.