

(COMPANY NO. 06211806)

**JANE STREET FINANCIAL LIMITED
(THE "COMPANY")**

WRITTEN RESOLUTIONS OF THE SOLE SHAREHOLDER

CIRCULATION DATE: 21 August 2017

We, the undersigned, being the sole "eligible member" of the Company (as defined in Section 289 of the Companies Act 2006) who, at the Circulation Date, is entitled to receive notice of and to attend and vote at general meetings of the Company, hereby **RESOLVES** in accordance with Chapter 2 of Part 13 of the Companies Act 2006, to pass the following resolutions as special resolutions:

1. **THAT** the Articles of Association of the Company be amended by the addition of the following new Articles 39.6 and 39.7:
 - "39.6 Notwithstanding anything contained in these Articles, the Directors shall not decline to register any transfer of shares, nor may they suspend registration of any shares where such transfer is to, or such registration is in favour of:
 - 39.6.1 any person to whom such shares have been charged by way of security (a "**Security Institution**") or to any nominee of a Security Institution in order to perfect the Security Institution's security over the shares; or
 - 39.6.2 a purchaser of such shares as a result of enforcement of the security interest by a Security Institution.
 - 39.7 Upon receiving a request from a Security Institution or a purchaser from a Security Institution to transfer shares pursuant to Article 39.6, the Directors shall register such transfer of shares promptly."
2. **THAT** these resolutions shall have effect notwithstanding any provision of the Company's articles of association.

Signed by its duly authorised representatives.

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(COMPANY NO. 06211806)

Signed: 

on behalf of

JANE STREET GROUP, LLC

Date: 21 August 2017

NOTE

Unless sufficient agreement has been received within the period of 28 days beginning with the Circulation Date, these resolutions will lapse. If you agree to these resolutions, please indicate your agreement by signing this document where indicated above and return it to the Company within that period. Once you have indicated your agreement to these resolutions, you may not revoke your agreement.