

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS OF

FX CAPITAL GROUP LIMITED
("the Company")

TUESDAY



RM

RWPQ4EN7

03/11/2009

441

COMPANIES HOUSE

(Registered in England under Company Number 06324658)

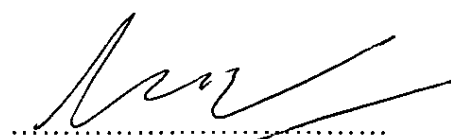
Circulation Date: 5th October 2009.**Resolutions**

1. THAT the share capital of the Company be and is hereby increased from £5,000 to £5,500 by the creation of an additional 500,000 B shares of 0.1 pence each ("B Shares") ranking pari passu in all respects with the existing B Shares in the capital of the Company having the rights and privileges and being subject to the restrictions contained in the Articles of Association of the Company in force at the date of the passing of this Resolution.
2. THAT for the purposes of Section 551 of the Companies Act 2006, the directors be and are hereby generally and unconditionally authorised to exercise all the powers of the Company to allot a maximum of 500,000 B Shares and provided that this authority shall expire, unless sooner revoked or varied by the Company in general meeting, on 30th September 2014.

Special Resolution

3. Notwithstanding and in derogation of Article 5.2 of the Articles of Association of the Company the directors be and are hereby authorised to allot up to a maximum of 500,000 B Shares to such holder or holders of B Shares as the directors shall in their absolute discretion determine and to allot up to a maximum of 63,634 A shares of 0.1 pence each in the capital of the Company to such holder or holders of A shares of 0.1 pence each in the capital of the Company as the directors shall in their absolute discretion determine.

We, the undersigned, being the members who would have been entitled to vote on the above resolutions on the Circulation Date, signify our agreement to the proposed resolutions in accordance with Section 296 of the Companies Act 2006.



 Nigel Verdon

 Nicholas Marsham

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Stephen Lemon

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Nicholas Bournier

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David Mason

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Tarne Bevan

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John Paul Thwaites

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Mark Edworthy

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For and on behalf of
City of London Group plc

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For and on behalf of
Axis Forex Group Holdings
Proprietary Ltd

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For and on behalf of
Nauikokas Park LLP

Date of agreement to resolutions: 26 m October 2009

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FX CAPITAL GROUP LIMITED

("the Company")

(Registered in England under Company Number 06324658)

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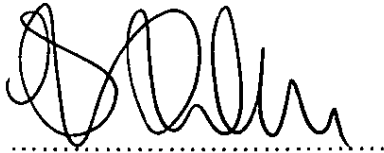
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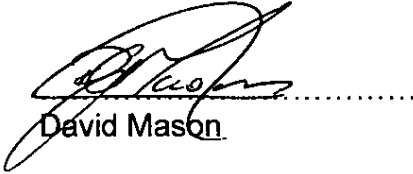
Date of agreement to resolutions: 26th October 2009



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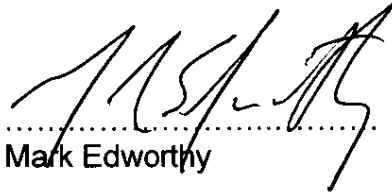


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Date of agreement to resolutions:

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Date of agreement to resolutions: 20th October 2009

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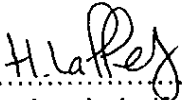
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Date of agreement to resolutions: 21 OCTOBER 2009

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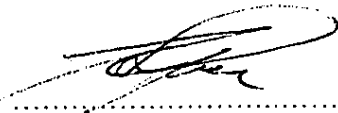
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