

THE COMPANIES ACT 2006

---

PRIVATE COMPANY LIMITED BY SHARES

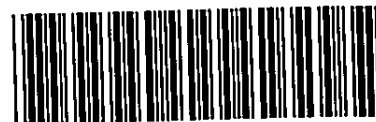
---

WRITTEN RESOLUTION

of

FXPRO UK LIMITED (the "Company")

FRIDAY



A32 "ABINBNAY" 271  
10/09/2010  
COMPANIES HOUSE

Circulation Date 7 September 2010

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution set out below is passed as a special resolution (the "Resolution")

**SPECIAL RESOLUTION**

**THAT**

- (A) the Articles of Association of the Company be amended by
- (i) deleting all the provisions formerly in the Company's Memorandum of Association which, by virtue of section 28 of the Companies Act 2006, are treated as provisions of the Company's Articles of Association,
  - (ii) adding, immediately after Article 4 2 and before the heading "SHARES," a new Article 5 under the heading "LIMITED LIABILITY" as follows  

"5 The liability of the members is limited ", and
  - (iii) renumbering Articles 4 3, 4 4 and 4 5 as Articles 6, 7 and 8 respectively and continuing the renumbering accordingly and to amend the cross references in existing Articles 4 4 and 9 accordingly, and
- (B) the directors of the Company be generally and unconditionally authorised, for the purposes of section 551 of the Companies Act 2006 and generally, to exercise all and any powers of the Company to allot shares in the Company up to an aggregate amount of £299,999 (having the rights as set out in the Company's Articles of Association, as amended by this resolution) provided that this authority shall, unless renewed, varied or revoked by the Company, expire on or before 30 September 2010 save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired, and
- (C) in accordance with section 570 of the Companies Act 2006, the directors be generally empowered to allot equity securities (as defined in section 560 of the Companies Act 2006) pursuant to the authority conferred in paragraph (B) above as if section 561(1) of the Companies Act 2006 did not apply to any such allotment

G-X

## AGREEMENT

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

The undersigned, being the sole registered holder of shares in the Company as at the Circulation Date and entitled to vote on the Resolution, hereby irrevocably agrees to the Resolution

Signed for and on behalf of  
FxPro Financial Services Limited

Director

Date 7 September 2010

## NOTES

- 1 If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company. If returning this document by hand or post, please send it to the registered office of the Company marked "For the attention of the Company Secretary"

If you do not agree with the Resolution you do not need to do anything. You will not be deemed to agree if you fail to reply.

- 2 Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
- 3 Unless sufficient agreement has been received by 10 September 2010 for the Resolution to be passed, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.