

Company No 09080531

CONFIRMATORY STATEMENT UNDER S.644(5) CA 2006

ICAP GLOBAL BROKING HOLDINGS LIMITED (the "Company")

CONFIRMATORY STATEMENT UNDER SECTION 644(5) OF THE COMPANIES ACT 2006 RELATING TO THE SOLVENCY STATEMENT UNDER SECTION 643 OF THE COMPANIES ACT 2006 MADE FOR THE PURPOSES OF SECTION 642 OF THE COMPANIES ACT 2006 ON 30 September 2016

We, the directors named below (being all the directors of the Company as at the date of this statement), hereby confirm that the solvency statement made on 30 September 2016 pursuant to sections 643 and 642 of the Companies Act 2006

- 1 was made not more than 15 days before the date on which the special resolution for reducing the Company's share capital was passed, and
- 2 has been provided to the sole shareholder in accordance with section 642(2) of the Companies Act 2006

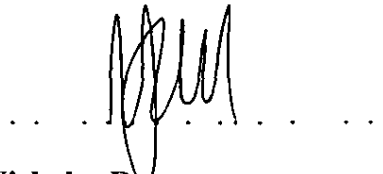
This statement may be signed by the directors of the Company in any number of counterparts, all of which when taken together will constitute one statement

Signed by.



David Casterton

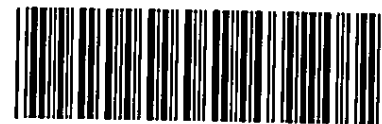
Date 30 September 2016



Nicholas Dargan

Date 30 September 2016

WEDNESDAY



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COMPANIES HOUSE