

Company number: 9080531

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

Of

ICAP GLOBAL BROKING HOLDINGS LIMITED
(the Company)

**Passed as Special Resolutions on 2 February 2021 pursuant to
Chapter 2 of Part 13 of the Companies Act 2006 by the sole member of the Company**

"Special Resolutions

1. **THAT** the entire amount standing to the credit of the share premium account of the Company as at 2 February 2021, being the sum of £428,473,168.87, would be cancelled and extinguished;
2. **THAT** pursuant to section 641(1)(a) of the Companies Act 2006, the Company's issued share capital will be reduced by reduced by £4.00 from £5.00 comprising five ordinary shares of £1.00 each, to £1.00, comprising one ordinary share of £1.00, by cancelling and extinguishing four of such issued ordinary shares of £1.00 each registered in the name of TP ICAP PLC; and
3. **THAT** the sum of £428,473,172.87 arising on the Reduction would be credited to the profit and loss reserves of ICAP Global Broking Holdings Limited."



**Signed for and on behalf of
TP ICAP PLC**

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2 February 2021

