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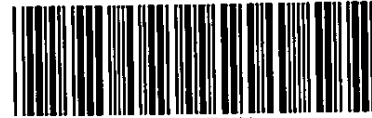
Statement of guarantee by a parent undertaking of a subsidiary company



☒ **What this form is for**
You may use this form as a
statement of guarantee for a
subsidiary company

☐ **What this form is NOT for**
You cannot use this form for
statement of guarantee for a
subsidiary which is an
LLAA06

WEDNESDAY



A31 *A321L5W0* #35
COMPANIES HOUSE

1 Subsidiary company details

Please enter the registered name and number of the company delivering
this statement

Company number 0 4 7 6 8 3 2 7

Company name in full ITS MARKET SOLUTIONS LIMITED

→ **Filling in this form**
Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

2 Relevant financial year

Please show the financial year end date to which the guarantee relates

Date of financial year ending 3 1 0 5 2 0 1 3

3 Guarantee

Please show details of the guarantee

Guarantee under Section 479C - audit exemption for a
subsidiary company

Parent undertaking IG Group Holdings plc, registered in
England and Wales, Registration Number 04677092

See attached

- 1 You must include**
Details of the section of the
Companies Act 2006 under which
the guarantee is being given
- a Section 394C—exemption
from preparing accounts for a
dormant subsidiary
 - b Section 448C—exemption from
filing accounts for a dormant
subsidiary
 - c Section 479C—audit exemption
for a subsidiary company

The name of the parent undertaking
and

- a if the parent was incorporated
in the UK its registered number
(if any), or
- b if the parent was incorporated
and registered (in the same
country) elsewhere in the EEA,
its registration number and the
identity of the register where it
is registered

Schedule

If necessary, please attach a
schedule to this form

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**Presenter information**

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name **Bunmi Williams-Likinyo**

Company name **IG Group**

Address **Cannon Bridge House**

25 Dowgate Hill

Post town **London**

County/Region

Postcode **E C 4 R 2 Y A**

Country **UK**

DX

Telephone

**Checklist**

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- ☐ The company name and number match the information held on the public Register
- ☐ You have entered the date of the financial year in Section 2
- ☐ You have completed Section 3
- ☐ You have entered the date of the statement in Section 4
- ☐ A representative of the parent has signed their name in Section 5
- ☐ A director of the subsidiary has signed the form
- ☐ To benefit from one of these exemptions, the subsidiary must also submit the following documents to the registrar of companies on or before the date on which its accounts are due
 - a written notice that all members of the subsidiary agree to the exemption in respect of the relevant financial year, and
 - a copy of the parent undertaking's consolidated accounts, including a copy of the auditor's report and the annual report on those accounts

**Important information**

Please note that all information on this form will appear on the public record

**Where to send**

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below

For companies registered in England and Wales
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland
The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG
DX 481 N R Belfast 1




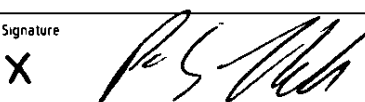
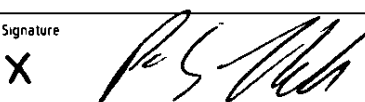
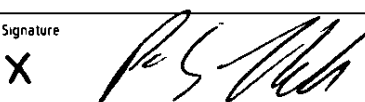
**Further information**

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

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Statement of guarantee by a parent undertaking of a subsidiary company

4	Statement date														
	Please insert the date the statement was made														
Date	<table border="1"><tr><td>d</td><td>1</td><td>d</td><td>1</td><td>m</td><td>0</td><td>2</td><td>y</td><td>2</td><td>0</td><td>1</td><td>4</td></tr></table>	d	1	d	1	m	0	2	y	2	0	1	4		
d	1	d	1	m	0	2	y	2	0	1	4				
5	Signature on behalf of the parent undertaking^②														
	I am signing this form on behalf of the parent undertaking	② This section must be signed on behalf of the parent undertaking													
Signature	<table border="1"><tr><td>Signature</td><td></td><td></td></tr><tr><td>X</td><td></td><td>X</td></tr></table>	Signature			X		X								
Signature															
X		X													
6	Signature of subsidiary^③														
	I am signing this form on behalf of the subsidiary company	③ This form must be signed by a director of the subsidiary company													
Signature	<table border="1"><tr><td>Signature</td><td></td><td></td></tr><tr><td>X</td><td></td><td>X</td></tr></table>	Signature			X		X								
Signature															
X		X													

DEED OF GUARANTEE UNDER SECTION 479C OF THE COMPANIES ACT 2006

THIS DEED is dated 11 February 2014

PARTIES

- (1) **ITS MARKET SOLUTIONS LIMITED** incorporated and registered in England and Wales with company number 04768327 whose registered office is at Cannon Bridge House, 25 Dowgate Hill, London, EC4R 2YA ("**the subsidiary company**")
- (2) **IG GROUP HOLDINGS PLC** incorporated and registered in England and Wales with company number 04677092 whose registered office is at Cannon Bridge House, 25 Dowgate Hill, London EC4R 2YA ("**the parent company**")

BACKGROUND

- (A) The subsidiary company is seeking exemption from the audit of its financial statements under section 479C of the Companies Act 2006
- (B) The parent company has agreed to guarantee the subsidiary company under section 479C of the Companies Act 2006
- (C) The guarantee relates to financial statements for the financial year ended 31 May 2013 ("**the financial year**")

AGREED TERMS

- 1.1 The parent company hereby unconditionally and irrevocably guarantees all outstanding liabilities to which the subsidiary company is subject at the end of the financial year, until they are satisfied in full
- 1.2 The guarantee is enforceable against the parent undertaking by any person to whom the subsidiary company is liable in respect of those liabilities
- 1.3 This guarantee is subject to and shall be construed in accordance with the laws of England and the parties hereby submit to the exclusive jurisdiction of the courts of England in respect of any disputes arising therefrom

EXECUTED as a **DEED** and **DELIVERED** on the date of this deed

EXECUTED and DELIVERED

as a deed by

ITS MARKET SOLUTIONS LIMITED

acting by a director

in the presence of a witness

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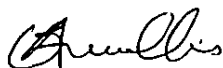
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Director PETER HETHERINGTON

In the presence of

Witness signature



Name **BUNMI WILLIAMS-LIKINYO**

Address **IG GROUP, 25, DOWGATE HILL, LONDON EC4R 2YA**

Occupation **DEPUTY COMPANY SECRETARY**

EXECUTED and DELIVERED

as a deed by

IG GROUP HOLDINGS PLC


acting by a director

in the presence of a witness

)

)

)


Director **TIM HAWKINS**

In the presence of

Witness signature



Name **BUNMI WILLIAMS-LIKINYO**

Address **IG GROUP, 25 DOWGATE HILL, LONDON EC4R 2YA**

Occupation **DEPUTY COMPANY SECRETARY**