Company Number: 05976015

# WRITTEN RESOLUTION OF JUMP TRADING INTERNATIONAL LIMITED

(the "Company")

#### WRITTEN RESOLUTION

Circulation date: 3<sup>rd</sup> August 2021 (the "Circulation Date")

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

Capitalised terms used but not defined herein shall take the meaning given to them in the resolutions of the board of directors appended to this Resolution.

We, the undersigned, being the sole member of the Company entitled to vote on the following resolution on the Circulation Date, hereby signify our agreement to the Resolution:

## SPECIAL RESOLUTION

1. THAT the articles of association of the Company be amended by inserting a new article as the last article of the current articles of association of the Company as follows:

"Transfer of shares to secured institutions

Notwithstanding anything contained in these articles, the directors of the company may not decline to register any transfer of shares in the Company and may not suspend any registration thereof, where such transfer is:

- to any person to which such shares have been mortgaged or charged by way of security (whether as a lender, agent or trustee for a group of banks or institutions or otherwise) (a Secured Institution), or to any nominee of such Secured Institution, pursuant to any such security;
- (ii) executed by a Secured Institution or its nominee pursuant to the power of sale or other power under any such security; or
- (iii) executed by a receiver or manager appointed by or on behalf of any Secured Institution or its nominee, under any such security,

and furthermore, notwithstanding anything to the contrary contained in these Articles, (i) no transferor of any shares in the company or proposed transferor of such shares to a Secured Institution or to its nominee, (ii) no Secured Institution or its nominee, and (iii) no receiver or manager appointed by or on behalf of a Secured Institution or its nominee, shall be required to offer the shares which are or are to be the subject of any such transfer to the shareholders for the time being of the company or any of them, and no such shareholder shall have any right under the articles or otherwise to require such shares to be transferred to them whether for consideration or not.

#### Liens over charged shares

Notwithstanding anything contained in these articles, the Directors nor the Company may not exercise its rights of lien over shares that have been mortgaged, charged or pledged by way of security to any Secured Institution"

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The undersigned, being the sole member entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution:

Signed for and on behalf of JUMP TRADING HOLDINGS, LLC

M. Greenfeld

By: Matthew Hinerfeld

Title: General Counsel

03 August 2021

Date

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## NOTES:

 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 using one of the following methods:

By hand: delivering the signed copy to the Company's registered office.

Post: by returning the signed copy by post to the Company's registered office.

Email: attaching a scanned copy of the signed document to an email and sending it to the Company.

- 2. If you do not agree to the Resolution, you do not need to do anything and you will not be deemed to agree if you fail to reply.
- 3. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
- 4. Unless by the date 28 days after the Circulation Date sufficient agreement has been received for the Resolution to be passed, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches the Company before or during this date.