

Company Number: 07939901

THE COMPANIES ACT 2006  
PRIVATE COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

MONEX CAPITAL MARKETS LIMITED

The following resolution was duly passed as a special resolution on 1 March 2013 by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006:

THAT the Articles of Association of the Company be amended as follows:

(a) by deleting the present Article 22, and by adopting new Article 22 namely:

22.—(1) Subject to the articles, but without prejudice to the rights attached to any existing share, the company may issue shares with such rights or restrictions as may be determined by ordinary resolution.

(2) The company may issue shares which are to be redeemed, or are liable to be redeemed at the option of the company or the holder, and the directors may determine the terms, conditions and manner of redemption of any such shares.

(a) Class rights

Each of the following shall be deemed to constitute a variation of the rights attached to each class of shares:

Class of share	Nominal Value £	Voting Rights	Rights to Dividends
Ordinary A	1.00	One share equals one vote	Equal rights to dividends
Ordinary B	1.00	No voting rights	Equal rights to dividends

Ordinary "A" shares: Each share is entitled to one vote in any circumstances.

Ordinary "B" shares: No voting rights in any circumstances

Each share is entitled *pari passu* to dividend payments or any other distribution.

The resolution was duly passed.

Signed.....

Date 1/3/13

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FRIDAY



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RM 08/03/2013 #81  
COMPANIES HOUSE