

Further information in respect to Tullett Prebon`s Directors` Remuneration Policy

The Report on Directors' Remuneration in the 2013 Annual Report and Accounts sets out Tullett Prebon's Directors' Remuneration Policy for shareholder approval at the 2014 AGM.

Tullett Prebon consulted extensively with its major shareholders and their representative bodies on the directors' remuneration policy before publication and sought to reflect their views in the policy. However, following further discussions with shareholder representatives, the Remuneration Committee (the "Committee") wishes to clarify the basis on which certain elements of Tullett Prebon's policy will apply if approved and, in particular, wishes further to define and limit when and how remuneration arrangements outside the normal terms of the policy and remuneration in excess of the normal limits set out in the policy might be applied.

The policy states on page 35 with respect to the maximum payable annual discretionary bonus: "The maximum aggregate Executive Directors` bonus is 3% of Group reported operating profit, rising to 5% in the event that one or more new Executive Directors are appointed. Operating profit may not exceed 150% of the operating profit used to calculate the previous year`s bonus. In exceptional circumstances payments may be made outside this range. Adjustments may be made in relation to significant acquisitions".

In our earlier extensive discussions with shareholders we made clear that this discretion would be used sparingly if ever. However, exceptional or genuinely unforeseen circumstances may arise in future and in those circumstances it may be in shareholders' interests for Tullett Prebon to put in place remuneration arrangements that are outside the terms of the policy set out in this report. In such circumstances Tullett Prebon would consult in advance with major shareholders before it does so and would explain the exercise of this discretion in the following year's Report on Directors' Remuneration.

The Committee wishes to emphasise that this discretion would only be used in very narrow circumstances - that is, in exceptional or genuinely unforeseen circumstances. The Committee considers that these circumstances would arise highly infrequently, if at all, in the lifetime of the policy. The Committee would regard reliance on this discretion as a matter of utmost seriousness and, in relation to the stated obligation to consult in advance with major shareholders, would not proceed unless there was clear consensus in favour among those consulted. In any event the operating profit used to determine the aggregate bonus pool would not exceed 150% of the operating profit used to calculate the previous year`s bonus.

Stephen Pull
Chairman of the Remuneration Committee

29 April 2014