

NOTICE TO THE HOLDERS

Marex Financial

(Incorporated with unlimited liability in England)

Programme for the issuance of Warrants, Notes and Certificates

**Issue of up to USD 5,000,000 Memory Phoenix Autocallable Notes Linked to a Share Basket, due 26 July
2024 - ISIN: XS2290788798**

(the "Securities")

This notice (the "**Notice**") relates to Securities issued pursuant to the Pricing Supplement dated 26 July 2021 in respect of the Securities (the "**Pricing Supplement**"), which completes and amends the General Terms and Conditions of the Notes (the "**Conditions**") set forth in the Private Placement Memorandum dated 25 January 2021.

Terms that are not defined herein shall have the meanings attributed to them in the Pricing Supplement and/or the Conditions.

This Notice is given pursuant to the General Note Condition 21.

Following the notice on Nasdaq Updates Trading Halt Status in Yandex N.V. issued by the Nasdaq Stock Exchange on 7 March 2022 (the "**Nasdaq Update**"), trading in Yandex N.V.'s shares had been halted on February 28, 2022 at 06:38:00 Eastern Time.

The shares mentioned in the Nasdaq Update include some or all of the Underlying Assets in respect of the Securities.

Having assessed the above-mentioned actions undertaken by the trading venue, the Calculation Agent has determined that the relevant exchange has announced that pursuant to the rules of such exchange, such shares have ceased to be listed, traded or publicly quoted on the relevant exchange, and that there is reasonable certainty that such shares will not be immediately re-listed, re-traded, or re-quoted on an Acceptable Exchange. Therefore, in accordance with the Conditions of the Securities, the Calculation Agent has determined that a Delisting and therefore an Extraordinary Event has occurred in respect of the relevant Underlying Assets.

As a consequence of the occurrence of the Extraordinary Event, the Issuer will redeem the Securities pursuant to Share Linked Condition 3.2(c) on 21 October 2022 (the "**Redemption Date**"). The Issuer will pay to the Holders in respect of each Security on the Redemption Date an amount equal to the Non-scheduled Early Repayment Amount of such Security, taking into account the Extraordinary Event, determined by the Calculation Agent on the date of this Notice.

If Holders have any questions in connection with this Notice, they can send these by email to sales@marex.com.

London, 14 October 2022

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