

# First Quarter 2017

## Financial and Operating Results

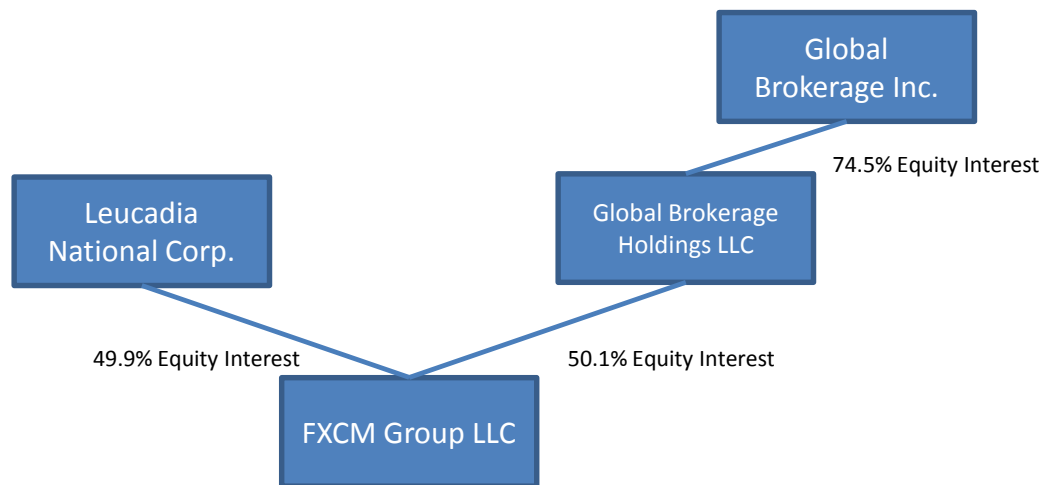
May 15, 2017

This presentation may contain "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, Section 21E of the Securities Exchange Act of 1934 and/or the Private Securities Litigation Reform Act of 1995, which reflect Global Brokerage's current views with respect to, among other things, its operations and financial performance in the future. These forward-looking statements are not historical facts and are based on current expectations, estimates and projections about Global Brokerage's industry, business plans, management's beliefs and certain assumptions made by management, many of which, by their nature, are inherently uncertain and beyond our control. Accordingly, readers are cautioned that any such forward-looking statements are not guarantees of future performance and are subject to certain risks, uncertainties and assumptions that are difficult to predict including, without limitation, risks associated with Global Brokerage's strategy to focus on its operations outside the United States, risks associated with the events that took place in the currency markets on January 15, 2015 and their impact on Global Brokerage's capital structure, risks associated with Global Brokerage's ability to recover all or a portion of any capital losses, risks associated with the potential delisting of Global Brokerage's common stock from the Nasdaq Global Select Market and the potential consequences of such a delisting under Global Brokerage's financing agreements, risks relating to the ability of Global Brokerage to satisfy the terms and conditions of or make payments pursuant to the terms of the finance agreements with Leucadia, as well as risks associated with Global Brokerage's obligations under its other financing agreements, risks related to Global Brokerage's dependence on FX market makers, market conditions, risks associated with the outcome of any potential litigation or regulatory inquiries to which Global Brokerage may become subject, risks associated with potential reputational damage to Global Brokerage resulting from its sale of US customer accounts, and those other risks described under "Risk Factors" in Global Brokerage's Annual Report on Form 10-K, Global Brokerage's latest Quarterly Report on Form 10-Q, and other reports or documents Global Brokerage files with the SEC from time to time, which are accessible on the SEC website at [sec.gov](http://sec.gov). This information should also be read in conjunction with Global Brokerage's Consolidated Financial Statements and the Notes thereto contained in Global Brokerage's Annual Report on Form 10-K, Global Brokerage's latest Quarterly Report on Form 10-Q, and in other reports or documents that Global Brokerage files with the SEC from time to time, which are accessible on the SEC website at [sec.gov](http://sec.gov).

Global Brokerage undertakes no obligation to publicly update or review any forward-looking statement, whether as a result of new information, future developments or otherwise.

**Non-GAAP Financial Measures:** This presentation presents certain non-GAAP financial measures. These measures should not be considered in isolation from, or as a substitute for, measures prepared in accordance with generally accepted accounting principles. See the appendix to this presentation for reconciliations of these non-GAAP financial measures to the most comparable measures calculated and presented in accordance with GAAP.

- Global Brokerage Inc. (NASDAQ: GLBR) is a holding company with an indirect effective 37.3% ownership of FXCM Group LLC, which it owns through a 74.5% owned subsidiary (Global Brokerage Holdings LLC)



- FXCM Group, which is consolidated in Global Brokerage's results, is one of the largest retail FX/CFD brokers globally with 109,080 tradeable accounts and customer equity of \$380 million
- Global Brokerage Inc. has an economic interest in FXCM Group of up to 33.5% depending on the amount of cash cumulatively distributed by FXCM Group pursuant to the distribution provisions of the Amended and Restated Limited Liability Company Agreement of FXCM Group, LLC

- As a result of the sale of FXCM Group's US accounts in Q1 2017 and withdrawal from business in the US, results for 2016 have been amended to classify the US business as discontinued operations

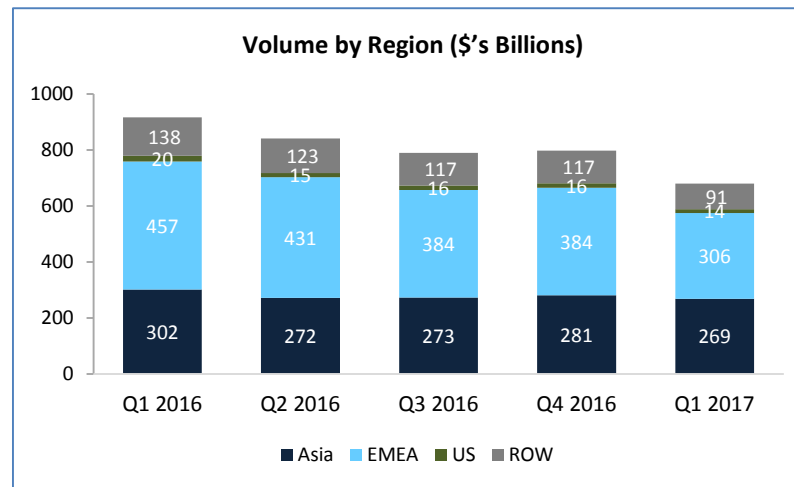
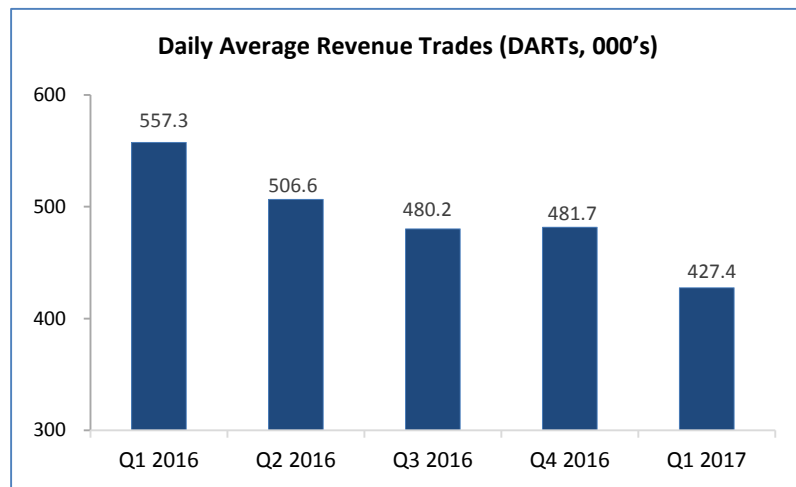
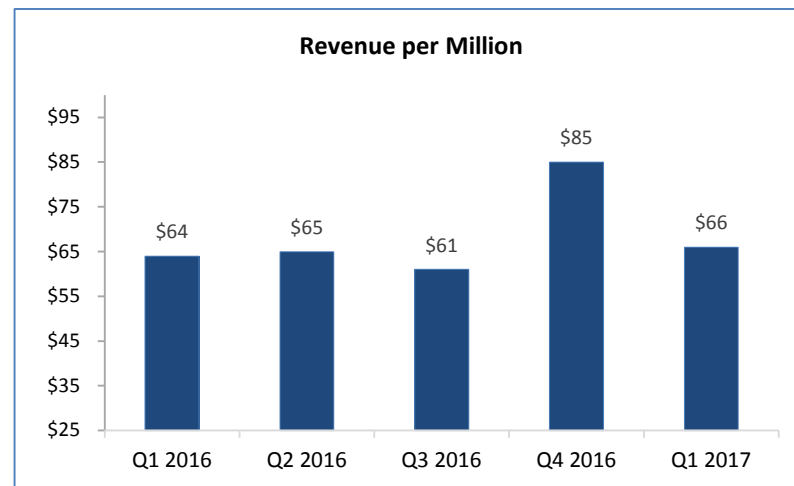
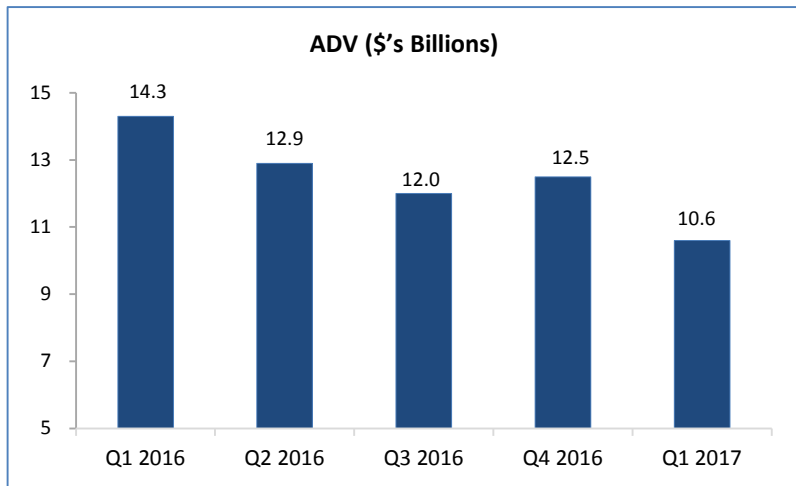
### Highlights for Q1 2017 include:

- **Net Revenues** from **continuing operations** were **\$45.9 million**, a decrease of \$14.5 million or **24%** from \$60.4 million in Q1 2016, in part a reflection of lower volumes of **26%** and the low volatility of Q1 2017 (see slide 7)
- Despite a \$14.5 million decline in net revenues, **Adjusted EBITDA** from **continuing operations** was **\$6.0 million**, only **\$2.9 million** less than Q1 2016, in part a function of **strong cost reduction efforts** (see slide 9)
- **Net Loss** from **continuing operations** attributable to Global Brokerage, Inc. of **\$24.5 million** or **\$3.99/share**
  - **Includes \$24.5 million of non-cash items** : a **\$23.9 million** non-cash impairment of Goodwill and a **\$0.6 million** loss on derivative liabilities (Leucadia Credit Agreement)

### FXCM Group Operating Results:

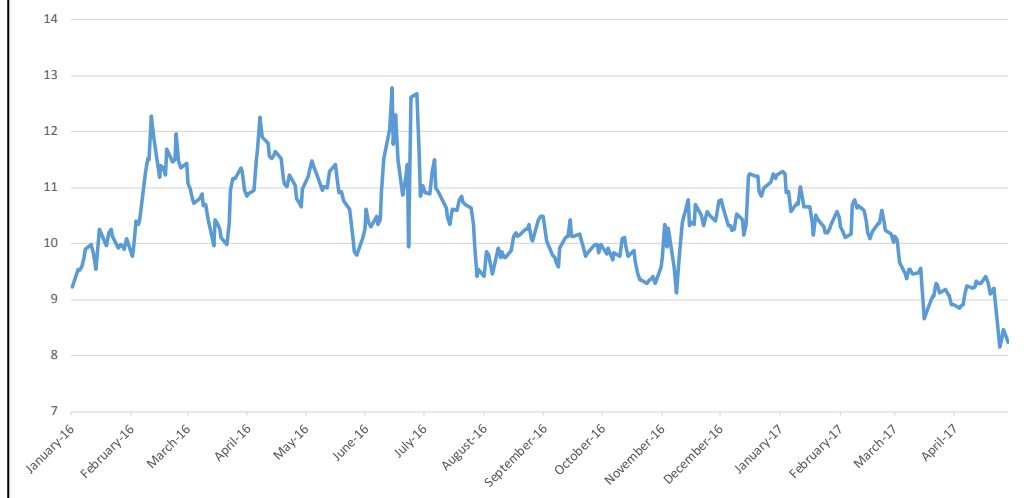
- **Trading revenue per million** of **\$66/MM up 3%** vs. \$64/MM in Q1 2016.
- **Trading volume** of **\$679 billion for Q1/17** decreased 26% from Q1 2016

- **\$143.5 million of operating cash\*** at 03/31/17 in our continuing operations
- **Currently** there is **\$121.7 million** outstanding on the Leucadia loan due January 2018 – **with \$35 million repaid in Q1 2017** and **\$1.3 million subsequent** to quarter-end
- **\$172.5 million** outstanding of convertible debt due June 2018
- Gain Capital has **paid \$6.5 million to** date for the customers of the US operations
- Work continues on disposing of the remaining assets held for sale (FastMatch, Lucid, V3 Markets)
- Potential delisting in 6 months from Nasdaq Global Select Market could accelerate debt obligations; engaging with convertible bondholders
  - Creates a going concern issue this quarter which looks out 12 months



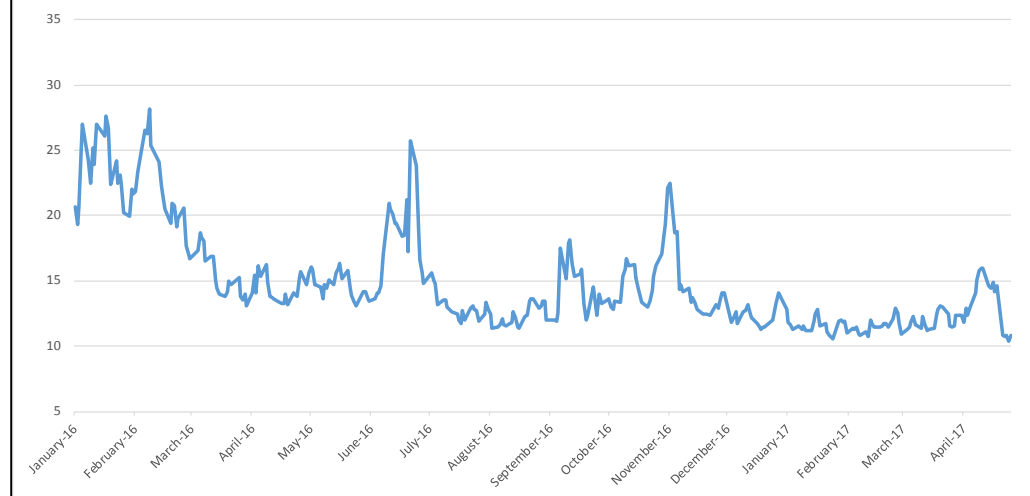
<sup>(1)</sup> Trading metrics data excludes discontinued operations.

JPM Global FX CVIX - January 2016 - April 2017



- **Q1 2017 was one of the lowest volatility periods in recent history – in both the currency markets (as measured by the JPM Global FX CVIX above) and equity markets (as measured by the CBOE equity VIX to the right)**
- **April has continued this low volatility trend although revenue capture has been very encouraging for the month**

CBOE Equity VIX - January 2016 - April 2017



(In thousands, except per share amounts)

(Unaudited)

## Revenues

|                            | Three Months Ended March 31, |               |
|----------------------------|------------------------------|---------------|
|                            | 2017                         | 2016          |
| Trading revenue            | \$ 45,145                    | \$ 58,874     |
| Interest income            | 386                          | 335           |
| Brokerage interest expense | (217)                        | (198)         |
| Net interest revenue       | 169                          | 137           |
| Other income               | 550                          | 1,383         |
| <b>Total net revenues</b>  | <b>45,864</b>                | <b>60,394</b> |

## Operating Expenses

|  |                 |               |
|--|-----------------|---------------|
| Compensation and benefits                        | 13,321          | 19,605        |
| Referring broker fees                            | 7,361           | 9,750         |
| Advertising and marketing                        | 3,643           | 3,530         |
| Communication and technology                     | 5,974           | 7,235         |
| Trading costs, prime brokerage and clearing fees | 661             | 641           |
| General and administrative                       | 9,966           | 11,708        |
| Depreciation and amortization                    | 5,218           | 6,297         |
| Goodwill impairment loss                         | 23,917          | -             |
| <b>Total operating expenses</b>                  | <b>70,061</b>   | <b>58,766</b> |
| <b>Operating (loss) income</b>                   | <b>(24,197)</b> | <b>1,628</b>  |

## Other Expense (Income)

|   |        |           |
|---|--------|-----------|
| Loss (gain) on derivative liabilities — Letter & Credit Agreement | 550    | (110,831) |
| Loss on equity method investments, net                            | -      | 189       |
| Interest on borrowings  | 14,361 | 20,553    |

**(Loss) income from continuing operations before income taxes**

|  |          |        |
|--|----------|--------|
|  | (39,108) | 91,717 |
|--|----------|--------|

Income tax (benefit) provision

|  |      |     |
|--|------|-----|
|  | (83) | 567 |
|--|------|-----|

**(Loss) income from continuing operations**

|  |          |        |
|--|----------|--------|
|  | (39,025) | 91,150 |
|--|----------|--------|

Loss from discontinued operations, net of tax

|  |          |          |
|--|----------|----------|
|  | (27,699) | (31,974) |
|--|----------|----------|

**Net (loss) income**

|  |          |        |
|--|----------|--------|
|  | (66,724) | 59,176 |
|--|----------|--------|

|  |          |        |
|--|----------|--------|
| Net (loss) income attributable to non-controlling interest in Global Brokerage Holdings, LLC | (10,184) | 23,452 |
|--|----------|--------|

|   |          |   |
|---|----------|---|
| Net loss attributable to redeemable non-controlling interest in FXCM Group, LLC | (16,771) | - |
|---|----------|---|

|  |         |          |
|--|---------|----------|
| Net loss attributable to other non-controlling interests | (9,841) | (14,011) |
|--|---------|----------|

**Net (loss) income attributable to Global Brokerage, Inc.**

|  |             |           |
|--|-------------|-----------|
|  | \$ (29,928) | \$ 49,735 |
|--|-------------|-----------|

|  |         |          |
|--|---------|----------|
|  | (5,404) | (12,152) |
|--|---------|----------|

**Net (loss) income attributable to Global Brokerage, Inc.**

|  |             |           |
|--|-------------|-----------|
|  | \$ (29,928) | \$ 49,735 |
|--|-------------|-----------|

Weighted average shares of Class A common stock outstanding - Basic and Diluted

|  |       |       |
|--|-------|-------|
|  | 6,143 | 5,603 |
|--|-------|-------|

Net (loss) income per share attributable to stockholders of Class A common stock of Global Brokerage, Inc. - Basic and Diluted

|                       |           |          |
|-----------------------|-----------|----------|
| Continuing operations | \$ (3.99) | \$ 11.05 |
|-----------------------|-----------|----------|

|                         |        |        |
|-------------------------|--------|--------|
| Discontinued operations | (0.88) | (2.17) |
|-------------------------|--------|--------|

|   |                  |                |
|---|------------------|----------------|
| <b>Net (loss) income attributable to Global Brokerage, Inc.</b> | <b>\$ (4.87)</b> | <b>\$ 8.88</b> |
|---|------------------|----------------|

- **Q1 2017 net Loss** from continuing operations attributable to Global Brokerage, Inc. of **\$24.5 million** or **\$3.99/share** includes **\$24.5 million** of certain non-cash items apart from depreciation and amortization:
  - **\$23.9 million** non-cash impairment of Goodwill
  - **\$0.6 million** loss on derivative liabilities (Leucadia Credit Agreement)
- Cash interest expense Q1 2017 was **\$8.6 million**



- **Strong focus on cost controls** has resulted in significant reduction in FXCM Group's cost base → **allowing FXCM Group to remain profitable** despite the very **low volatility environment** of Q1 2017

| (In thousands, except per share amounts) | Three Months Ended |                    |                    |                    |                    |
|--|--------------------|--------------------|--------------------|--------------------|--------------------|
|  | March 31, 2016     | June 30, 2016      | September 30, 2016 | December 31, 2016  | March 31, 2017     |
|  | Adj Continuing Ops | Adj Continuing Ops | Adj Continuing Ops | Adj Continuing Ops | Adj Continuing Ops |
| <b>Net Revenues</b>                      | \$ 60,438          | \$ 55,975          | \$ 50,315          | \$ 68,544          | \$ 45,864          |
| Compensation and benefits                | \$ 19,605          | \$ 19,407          | \$ 19,236          | \$ 13,153          | \$ 13,321          |
| Referring broker fees                    | 9,750              | 8,078              | 8,718              | 8,329              | 7,361              |
| Advertising and marketing                | 3,530              | 3,056              | 2,736              | 3,164              | 3,643              |
| Communication and technology             | 7,235              | 6,208              | 6,524              | 6,821              | 5,974              |
| Trading costs                            | 641                | 625                | 586                | 598                | 661                |
| General and administrative               | 10,591             | 11,436             | 10,465             | 10,890             | 8,859              |
| <b>Total Operating Expenses</b>          | \$ 51,352          | \$ 48,810          | \$ 48,266          | \$ 42,955          | \$ 39,819          |

# Financial Summary

Three Months Ended March 31, 2017 and 2016  
(unaudited)

|  | Three Months Ended March 31, 2017 |                 |                    |                    |                 |                   | Three Months Ended March 31, 2016 |                 |                    |                 |                 |                   | Change in Adjusted Combined |
|--|-----------------------------------|-----------------|--------------------|--------------------|-----------------|-------------------|-----------------------------------|-----------------|--------------------|-----------------|-----------------|-------------------|-----------------------------|
|  | Continuing Ops                    | Adjust.         | Adj Continuing Ops | Disc Ops           | Adjust.         | Adjusted Combined | Continuing Ops                    | Adjust.         | Adj Continuing Ops | Disc Ops        | Adjust.         | Adjusted Combined |                             |
| Trading Revenue <sup>(1)</sup>                               | \$ 45,145                         | \$ -            | \$ 45,145          | \$ 12,635          | \$ -            | \$ 57,780         | \$ 58,874                         | \$ -            | \$ 58,874          | \$ 17,209       | \$ -            | \$ 76,083         | \$ (18,303)                 |
| Interest   | 169                               | -               | 169                | 196                | -               | 365               | 137                               | -               | 137                | 322             | -               | 459               | (94)                        |
| Other <sup>(2)</sup>   | 550                               | -               | 550                | 899                | -               | 1,449             | 1,383                             | 44              | 1,427              | 55              | -               | 1,482             | (33)                        |
| <b>Adjusted Total Revenues</b>                               | <b>45,864</b>                     | <b>-</b>        | <b>45,864</b>      | <b>13,730</b>      | <b>-</b>        | <b>59,594</b>     | <b>60,394</b>                     | <b>44</b>       | <b>60,438</b>      | <b>17,586</b>   | <b>-</b>        | <b>78,024</b>     | <b>(18,430)</b>             |
| Compensation and benefits <sup>(3)</sup>                     | 13,321                            | -               | 13,321             | 9,203              | (4,385)         | 18,139            | 19,605                            | -               | 19,605             | 5,262           | -               | 24,867            | (6,728)                     |
| Referring broker fees  | 7,361                             | -               | 7,361              | 250                | -               | 7,611             | 9,750                             | -               | 9,750              | 896             | -               | 10,646            | (3,035)                     |
| Advertising and marketing                                    | 3,643                             | -               | 3,643              | 2,097              | -               | 5,740             | 3,530                             | -               | 3,530              | 1,938           | -               | 5,468             | 272                         |
| Communication and technology                                 | 5,974                             | -               | 5,974              | 1,560              | -               | 7,534             | 7,235                             | -               | 7,235              | 1,867           | -               | 9,102             | (1,568)                     |
| Trading costs  | 661                               | -               | 661                | 4,400              | -               | 5,061             | 641                               | -               | 641                | 3,856           | -               | 4,497             | 564                         |
| General and administrative <sup>(4)</sup>                    | 9,966                             | (1,107)         | 8,859              | 6,904              | (5,364)         | 10,399            | 11,708                            | (1,117)         | 10,591             | 2,899           | (369)           | 13,121            | (2,722)                     |
| <b>Adjusted Operating Expenses</b>                           | <b>40,926</b>                     | <b>(1,107)</b>  | <b>39,819</b>      | <b>24,414</b>      | <b>(9,749)</b>  | <b>54,484</b>     | <b>52,469</b>                     | <b>(1,117)</b>  | <b>51,352</b>      | <b>16,718</b>   | <b>(369)</b>    | <b>67,701</b>     | <b>(13,217)</b>             |
| (Loss) gain on equity method investments, net <sup>(5)</sup> | -                                 | -               | -                  | 478                | -               | 478               | (189)                             | -               | (189)              | 832             | (679)           | (36)              | 514                         |
| <b>Adjusted EBITDA</b>                                       | <b>\$ 4,938</b>                   | <b>\$ 1,107</b> | <b>\$ 6,045</b>    | <b>\$ (10,206)</b> | <b>\$ 9,749</b> | <b>\$ 5,588</b>   | <b>\$ 7,736</b>                   | <b>\$ 1,161</b> | <b>\$ 8,897</b>    | <b>\$ 1,700</b> | <b>\$ (310)</b> | <b>\$ 10,287</b>  | <b>\$ (4,699)</b>           |

## Footnotes:

(1) Included in Q1 2017 continuing ops is \$44.9 million from Retail and \$0.2 million from FXCM Pro. Included in Q1 2017 discontinued ops is \$5.0 million from FXCM US LLC, \$6.4 million from Lucid and \$1.2 million from V3.

Included in Q1 2016 continuing ops is \$67.4 million from Retail and \$2.3 million from FXCM Pro. Included in Q1 2016 discontinued ops is \$10.9 million from FXCM US LLC, \$6.4 million from Lucid and \$(0.1) million from V3.

(2) Represents a \$0.1 million charge in the three months ended March 31, 2016 for tax receivable agreement payments.

(3) Represents \$4.4 million of employee severance expense related to the restructuring plan as a result of the withdrawal from business in the United States.

(4) For the three months ended March 31, 2017, represents \$0.9 million of professional fees primarily related to shareholder litigation, partially offset by \$0.4 million of insurance recoveries to reimburse for costs related to the January 15, 2015 SNB event, and a \$0.6 million reserve related to pre-August 2010 trade execution practices, recorded in continuing operations; and \$1.1 million of professional fees, primarily related to the regulatory settlement, \$4.0 million of restructuring costs related to a marketing agreement due to the Company ceasing operations in the United States, and a \$0.3 million reserve for potential regulatory fines related to the events of January 15, 2015, recorded in discontinued operations. For the three months ended March 31, 2016, represents \$1.1 million of professional fees related to the Leucadia debt restructuring and the Stockholders Rights Plan, recorded in continuing operations, and \$0.4 million of professional fees related to the January 15, 2015 SNB event, recorded in discontinued operations.

# Balance Sheet

As of March 31, 2017 and December 31, 2016  
(unaudited, condensed)

(\$'s in Thousands)

|   | March 31,<br>2017 | December 31,<br>2016 |   | March 31,<br>2017 | December 31,<br>2016 |
|---|-------------------|----------------------|---|-------------------|----------------------|
| <b>Assets</b>                                     |                   |                      | <b>Liabilities, Redeemable Non-Controlling Interest<br/>and Stockholders' Deficit</b>       |                   |                      |
| Current assets                                    |                   |                      | Current liabilities   |                   |                      |
| Cash and cash equivalents                         | \$ 144,100        | \$ 200,914           | Customer account liabilities  | \$ 380,250        | \$ 428,542           |
| Cash and cash equivalents, held for customers     | 380,250           | 428,542              | Accounts payable and accrued expenses   | 39,223            | 55,491               |
| Due from brokers                                  | 1,716             | 3,363                | Due to brokers  | 2,327             | 1,471                |
| Accounts receivable, net                          | 6,469             | 5,236                | Credit Agreement - Related Party  | 121,120           | -                    |
| Other current assets                              | 353               | 199                  | Other liabilities   | 1,645             | 2,629                |
| Assets held for sale                              | 64,607            | 330,497              | Liabilities held for sale   | 2,984             | 235,719              |
| Total current assets                              | 597,495           | 968,751              | Total current liabilities   | 547,549           | 723,852              |
| Deferred tax assets                               | 429               | 330                  | Deferred tax liability  | 283               | 215                  |
| Office, communication and computer equipment, net | 31,743            | 32,815               | Senior convertible notes  | 163,283           | 161,425              |
| Goodwill  | -                 | 23,479               | Credit Agreement - Related Party  | -                 | 150,516              |
| Other intangible assets, net                      | 3,583             | 6,285                | Other liabilities   | 6,562             | 7,319                |
| Other assets                                      | 10,300            | 7,364                | <b>Total liabilities</b>  | <b>717,677</b>    | <b>1,043,327</b>     |
| <b>Total assets</b>                               | <b>\$ 643,550</b> | <b>\$ 1,039,024</b>  | Redeemable non-controlling interest   | 30,313            | 46,364               |
|   |                   |                      | <b>Stockholders' Deficit</b>  |                   |                      |
|   |                   |                      | <b>Total stockholders' deficit</b>  | <b>(104,440)</b>  | <b>(50,667)</b>      |
|   |                   |                      | <b>Total liabilities, redeemable non-controlling<br/>interest and stockholders' deficit</b> | <b>\$ 643,550</b> | <b>\$ 1,039,024</b>  |

# Appendix

# Operating Cash

March 31, 2017 and December 31, 2016 (000's, unaudited)

|                         | March 31, 2017    |                  |                   | December 31, 2016 |                  |                   |
|-------------------------|-------------------|------------------|-------------------|-------------------|------------------|-------------------|
|                         | Continuing<br>Ops | Disc Ops         | Combined          | Continuing<br>Ops | Disc Ops         | Combined          |
| Cash & Cash Equivalents | \$ 144,100        | \$ 10,773        | \$ 154,873        | \$ 200,914        | \$ 9,378         | \$ 210,292        |
| Due From Brokers        | 1,716             | 5,832            | 7,548             | 3,363             | 14,090           | 17,453            |
| Due to Brokers          | (2,327)           | (54)             | (2,381)           | (1,471)           | (45)             | (1,516)           |
| <b>Operating Cash</b>   | <b>\$ 143,489</b> | <b>\$ 16,551</b> | <b>\$ 160,040</b> | <b>\$ 202,806</b> | <b>\$ 23,423</b> | <b>\$ 226,229</b> |

# Reconciliation of GAAP Reported to Non-GAAP Adjusted Financial Measures\*

3 Months Ended March 31, 2017 and 2016 (000's, unaudited)

|  | Reconciliation of U.S. GAAP Net Income (Loss) to Adjusted EBITDA <sup>(1)</sup> |                    |                    |                   |                    |                  |
|--|---|--------------------|--------------------|-------------------|--------------------|------------------|
|  | 2017  |                    |                    | 2016              |                    |                  |
|  | Continuing<br>Ops   | Disc Ops           | Combined           | Continuing<br>Ops | Disc Ops           | Combined         |
| <b>Net (loss) income</b>   | <b>\$ (39,025)</b>  | <b>\$ (27,699)</b> | <b>\$ (66,724)</b> | <b>\$ 91,150</b>  | <b>\$ (31,974)</b> | <b>\$ 59,176</b> |
| <b>Adjustments:</b>  |   |                    |                    |                   |                    |                  |
| Net Revenues <sup>(2)</sup>  | -   | -                  | -                  | 44                | -                  | 44               |
| Allocation of net income to Lucid members for services provided <sup>(3)</sup> | -   | 774                | 774                | -                 | 1,201              | 1,201            |
| General and administrative <sup>(4)</sup>                                      | 1,107   | 5,364              | 6,471              | 1,117             | 369                | 1,486            |
| Compensation & Benefits <sup>(5)</sup>   | -   | 4,385              | 4,385              | -                 | -                  | -                |
| Depreciation and amortization  | 5,218   | 700                | 5,918              | 6,297             | 947                | 7,244            |
| Loss on classification as held for sale  | -   | 20,440             | 20,440             | -                 | 31,511             | 31,511           |
| Goodwill impairment  | 23,917  | -                  | 23,917             | -                 | -                  | -                |
| Loss (gain) on derivative liabilities - Letter & Credit Agreement              | 550   | -                  | 550                | (110,831)         | -                  | (110,831)        |
| Interest on borrowings   | 14,361  | -                  | 14,361             | 20,553            | -                  | 20,553           |
| Income tax (benefit) provision   | (83)  | (7)                | (90)               | 567               | 15                 | 582              |
| Gain on completed dispositions   | -   | (4,414)            | (4,414)            | -                 | (679)              | (679)            |
| <b>Total adjustments</b>   | <b>45,070</b>   | <b>27,242</b>      | <b>72,312</b>      | <b>(82,253)</b>   | <b>33,364</b>      | <b>(48,889)</b>  |
| <b>Adjusted EBITDA</b>   | <b>\$ 6,045</b>   | <b>\$ (457)</b>    | <b>\$ 5,588</b>    | <b>\$ 8,897</b>   | <b>\$ 1,390</b>    | <b>\$ 10,287</b> |

\* See footnotes following

(1) Adjusted EBITDA is a Non-GAAP measure that is not prepared under any comprehensive set of accounting rules or principles and does not reflect all of the amounts associated with the Company's results of operations as determined in accordance with U.S. GAAP.

(2) Represents a \$0.1 million charge in Q1 2016 for tax receivable agreement payments.

(3) Represents the elimination of the 49.9% of Lucid's earnings allocated among the non-controlling interests recorded as compensation for U.S. GAAP purposes included in discontinued operations.

(4) For the three months ended March 31, 2017, represents \$0.9 million of professional fees primarily related to shareholder litigation, partially offset by \$0.4 million of insurance recoveries to reimburse for costs related to the January 15, 2015 SNB event, and a \$0.6 million reserve related to pre-August 2010 trade execution practices, recorded in continuing operations; and \$1.1 million of professional fees, primarily related to the regulatory settlement, \$4.0 million of restructuring costs related to a marketing agreement due to the Company ceasing operations in the United States, and a \$0.3 million reserve for potential regulatory fines related to the events of January 15, 2015, recorded in discontinued operations. For the three months ended March 31, 2016, represents \$1.1 million of professional fees related to the Leucadia debt restructuring and the Stockholders Rights Plan, recorded in continuing operations, and \$0.4 million of professional fees related to the January 15, 2015 SNB event, recorded in discontinued operations.

(5) Represents \$4.4 million of employee severance expense related to the restructuring plan as a result of the withdrawal from business in the United States.

# Financial Summary

Three Months Ended June 30, 2016  
(unaudited)

(\$'s in Thousands)

Three Months Ended June 30, 2016

|   | Continuing Ops    | Adjust.         | Adj Continuing Ops | Disc Ops        | Adjust.         | Adjusted Combined |
|---|-------------------|-----------------|--------------------|-----------------|-----------------|-------------------|
| Trading Revenue <sup>(1)</sup>                | \$ 54,698         | \$ -            | \$ 54,698          | \$ 21,728       | \$ -            | \$ 76,426         |
| Interest                                      | 81                | -               | 81                 | 281             | -               | 362               |
| Other   | 1,196             | -               | 1,196              | 74              | -               | 1,270             |
| <b>Adjusted Total Revenues</b>                | <b>55,975</b>     | <b>-</b>        | <b>55,975</b>      | <b>22,083</b>   | <b>-</b>        | <b>78,058</b>     |
| Compensation and benefits                     | 19,407            | -               | 19,407             | 5,416           | -               | 24,823            |
| Referring broker fees                         | 8,078             | -               | 8,078              | 855             | -               | 8,933             |
| Advertising and marketing                     | 3,056             | -               | 3,056              | 1,760           | -               | 4,816             |
| Communication and technology                  | 6,208             | -               | 6,208              | 1,734           | -               | 7,942             |
| Trading costs                                 | 625               | -               | 625                | 3,323           | -               | 3,948             |
| General and administrative <sup>(2)</sup>     | 19,540            | (8,104)         | 11,436             | 6,456           | (1,422)         | 16,470            |
| Bad debt recovery <sup>(3)</sup>              | -                 | -               | -                  | (141)           | 141             | -                 |
| <b>Adjusted Operating Expenses</b>            | <b>56,915</b>     | <b>(8,104)</b>  | <b>48,810</b>      | <b>19,402</b>   | <b>(1,281)</b>  | <b>66,932</b>     |
| (Loss) gain on equity method investments, net | (149)             | -               | (149)              | (60)            | -               | (209)             |
| <b>Adjusted EBITDA</b>                        | <b>\$ (1,088)</b> | <b>\$ 8,104</b> | <b>\$ 7,016</b>    | <b>\$ 2,620</b> | <b>\$ 1,281</b> | <b>\$ 10,917</b>  |

Footnotes:

<sup>(1)</sup> Included in Q2 2016 continuing ops is \$53.3 million from Retail and \$1.4 million from FXCM Pro. Included in Q2 2016 discontinued ops is \$14.2 million from FXCM US LLC, \$6.8 million from Lucid and \$0.7 million from V3.

<sup>(2)</sup> Represents the provision for debt forgiveness of \$8.2 million against the notes receivable from the non-controlling members of Lucid, \$0.5 million of professional fees partially offset by \$0.6 million of insurance recoveries to reimburse for costs incurred related to the January 15, 2015 SNB event and the cybersecurity incident, which is included in continuing operations in the three months ended June 30, 2016, and expense of \$1.3 million of professional fees, \$0.5 million related to pre-August 2010 trade execution practices and other regulatory fees and fines offset by \$0.4 million of insurance recoveries to reimburse for costs incurred related to the January 15, 2015 SNB event and the cybersecurity included in discontinued operations in the three months ended June 30, 2016.

<sup>(3)</sup> Represents the net bad debt recovery related to client debit balances associated with the January 15, 2015 SNB event.



# Reconciliation of GAAP Reported to Non-GAAP Adjusted Financial Measures

3 Months Ended June 30, 2016 (000's, unaudited)

|  | Reconciliation of U.S. GAAP Net Income (Loss) to Adjusted EBITDA <sup>(1)</sup> |                 |                  |
|--|---|-----------------|------------------|
|  | Three Months Ended June 30,   |                 |                  |
|  | 2016  |                 |                  |
|  | Continuing Ops  | Disc Ops        | Combined         |
| <b>Net income (loss)</b>   | \$ 88,658   | \$ (155)        | \$ 88,503        |
| <b>Adjustments:</b>  |   |                 |                  |
| Allocation of net income to Lucid members for services provided <sup>(2)</sup> | -   | 1,360           | 1,360            |
| General and administrative <sup>(3)</sup>                                      | 8,104   | 1,422           | 9,526            |
| Bad debt recovery <sup>(4)</sup>   | -   | (141)           | (141)            |
| Depreciation and amortization  | 6,026   | 923             | 6,949            |
| Goodwill and held for sale impairments   | -   | 486             | 486              |
| (Gain) loss on derivative liabilities - Letter & Credit Agreement              | (116,529)   | -               | (116,529)        |
| Interest on borrowings   | 21,202  | -               | 21,202           |
| Income tax (benefit) provision   | (445)   | 6               | (439)            |
| <b>Total adjustments</b>   | <b>(81,642)</b>   | <b>4,056</b>    | <b>(77,586)</b>  |
| <b>Adjusted EBITDA</b>   | <b>\$ 7,016</b>   | <b>\$ 3,901</b> | <b>\$ 10,917</b> |

<sup>(1)</sup> Adjusted EBITDA is a Non-GAAP measure that is not prepared under any comprehensive set of accounting rules or principles and does not reflect all of the amounts associated with the Company's results of operations as determined in accordance with U.S. GAAP.

<sup>(2)</sup> Represents the elimination of the 49.9% of Lucid's earnings allocated among the non-controlling interests recorded as compensation for U.S. GAAP purposes included in discontinued operations.

<sup>(3)</sup> Represents the provision for debt forgiveness of \$8.2 million against the notes receivable from the non-controlling members of Lucid, \$0.5 million of professional fees partially offset by \$0.6 million of insurance recoveries to reimburse for costs incurred related to the January 15, 2015 SNB event and the cybersecurity incident, which is included in continuing operations in the three months ended June 30, 2016, and expense of \$1.3 million of professional fees, \$0.5 million related to pre-August 2010 trade execution practices and other regulatory fees and fines offset by \$0.4 million of insurance recoveries to reimburse for costs incurred related to the January 15, 2015 SNB event and the cybersecurity included in discontinued operations in the three months ended June 30, 2016.

<sup>(4)</sup> Represents the net bad debt recovery related to client debit balances associated with the January 15, 2015 SNB event.

# Financial Summary

Three Months Ended September 30, 2016  
(unaudited)

(\$'s in Thousands)

|   | Three Months Ended September 30, 2016 |                 |                    |                 |               |                   |
|---|---------------------------------------|-----------------|--------------------|-----------------|---------------|-------------------|
|   | Continuing Ops                        | Adjust.         | Adj Continuing Ops | Disc Ops        | Adjust.       | Adjusted Combined |
| Trading Revenue(1)                            | \$ 48,042                             | \$ -            | \$ 48,042          | \$ 18,609       | \$ -          | \$ 66,651         |
| Interest                                      | 320                                   | -               | 320                | 255             | -             | 575               |
| Other   | 1,954                                 | -               | 1,954              | 1,042           | -             | 2,996             |
| <b>Adjusted Total Revenues</b>                | <b>50,315</b>                         | <b>-</b>        | <b>50,315</b>      | <b>19,907</b>   | <b>-</b>      | <b>70,222</b>     |
| Compensation and benefits                     | 19,236                                | -               | 19,236             | 4,875           | -             | 24,111            |
| Referring broker fees                         | 8,718                                 | -               | 8,718              | 817             | -             | 9,535             |
| Advertising and marketing                     | 2,736                                 | -               | 2,736              | 2,333           | -             | 5,069             |
| Communication and technology                  | 6,524                                 | -               | 6,524              | 1,766           | -             | 8,290             |
| Trading costs                                 | 586                                   | -               | 586                | 3,252           | -             | 3,838             |
| General and administrative(2)                 | 11,814                                | (1,349)         | 10,465             | 3,279           | (729)         | 13,015            |
| Bad debt expense                              | -                                     | -               | -                  | -               | -             | -                 |
| <b>Adjusted Operating Expenses</b>            | <b>49,615</b>                         | <b>(1,349)</b>  | <b>48,266</b>      | <b>16,321</b>   | <b>(729)</b>  | <b>63,858</b>     |
| (Loss) gain on equity method investments, net | (140)                                 | -               | (140)              | 149             | -             | 9                 |
| <b>Adjusted EBITDA</b>                        | <b>\$ 560</b>                         | <b>\$ 1,349</b> | <b>\$ 1,909</b>    | <b>\$ 3,735</b> | <b>\$ 729</b> | <b>\$ 6,373</b>   |

Footnotes:

(1) Included in Q3 2016 continuing ops is \$47.4 million from Retail and \$0.6 million from FXCM Pro. Included in Q3 2016 discontinued ops is \$9.8 million from FXCM US LLC, \$5.8 million from Lucid and \$3.0 million from V3.

(2) Represents \$1.3 million of professional fees including fees related to the Leucadia Restructuring Transaction and other SNB related costs included in continuing operations and \$0.7 million of regulatory and legal costs related to the SNB event in discontinued operations.

# Reconciliation of GAAP Reported to Non-GAAP Adjusted Financial Measures

3 Months Ended September 30, 2016 (000's, unaudited)

|  | Reconciliation of U.S. GAAP Net Income (Loss) to Adjusted EBITDA <sup>(1)</sup> |                 |                 |
|--|---|-----------------|-----------------|
|  | Three Months Ended September 30, 2016   |                 |                 |
|  | Continuing Ops  | Disc Ops        | Combined        |
| <b>Net (loss) income</b>   | \$ (51,844)   | \$ (23,503)     | \$ (75,347)     |
| <b>Adjustments:</b>  |   |                 |                 |
| Allocation of net income to Lucid members for services provided(2) | -   | 1,218           | 1,218           |
| General and administrative(3)                                      | 1,349   | 729             | 2,078           |
| Depreciation and amortization                                      | 6,037   | 919             | 6,956           |
| Loss (gain) on classification as held for sale                     | -   | 25,095          | 25,095          |
| Loss (gain) on derivative liabilities - Letter & Credit Agreement  | 26,985  | -               | 26,985          |
| Interest on borrowings   | 19,473  | -               | 19,473          |
| Income tax (benefit) provision                                     | (91)  | 6               | (85)            |
| <b>Total adjustments</b>   | <b>53,753</b>   | <b>27,967</b>   | <b>81,720</b>   |
| <b>Adjusted EBITDA</b>   | <b>\$ 1,909</b>   | <b>\$ 4,464</b> | <b>\$ 6,373</b> |

<sup>(1)</sup> Adjusted EBITDA is a Non-GAAP measure that is not prepared under any comprehensive set of accounting rules or principles and does not reflect all of the amounts associated with the Company's results of operations as determined in accordance with U.S. GAAP.

<sup>(2)</sup> Represents the elimination of the 49.9% of Lucid's earnings allocated among the non-controlling interests recorded as compensation for U.S. GAAP purposes included in discontinued operations.

<sup>(3)</sup> Represents \$1.3 million of professional fees including fees related to the Leucadia Restructuring Transaction and other SNB related costs included in continuing operations and \$0.7 million of regulatory and legal costs related to the SNB event in discontinued operations.

# Financial Summary

Three Months Ended December 31, 2016  
(unaudited)

(\$'s in Thousands)

Three Months Ended December 31, 2016

|  | Continuing Ops   | Adjust.         | Adj Continuing Ops | Disc Ops          | Adjust.         | Adjusted Combined |
|--|------------------|-----------------|--------------------|-------------------|-----------------|-------------------|
| Trading Revenue <sup>(1)</sup>                               | \$ 67,736        | \$ -            | \$ 67,736          | \$ 20,205         | \$ -            | \$ 87,941         |
| Interest   | 102              | -               | 102                | 440               | -               | 542               |
| Other  | 706              | -               | 706                | 130               | -               | 836               |
| <b>Adjusted Total Revenues</b>                               | <b>68,544</b>    | <b>-</b>        | <b>68,544</b>      | <b>20,775</b>     | <b>-</b>        | <b>89,319</b>     |
| Compensation and benefits                                    | 13,153           | -               | 13,153             | 4,175             | -               | 17,328            |
| Referring broker fees  | 8,329            | -               | 8,329              | 770               | -               | 9,099             |
| Advertising and marketing                                    | 3,164            | -               | 3,164              | 2,332             | -               | 5,496             |
| Communication and technology                                 | 6,821            | -               | 6,821              | 1,801             | -               | 8,622             |
| Trading costs  | 598              | -               | 598                | 3,765             | -               | 4,363             |
| General and administrative <sup>(2)</sup>                    | 10,850           | 40              | 10,890             | 11,640            | (8,728)         | 13,802            |
| Bad debt expense   | -                | -               | -                  | -                 | -               | -                 |
| <b>Adjusted Operating Expenses</b>                           | <b>42,915</b>    | <b>40</b>       | <b>42,955</b>      | <b>24,483</b>     | <b>(8,728)</b>  | <b>58,710</b>     |
| (Loss) gain on equity method investments, net <sup>(3)</sup> | (2,575)          | 2,575           | -                  | 193               | -               | 193               |
| <b>Adjusted EBITDA</b>                                       | <b>\$ 23,054</b> | <b>\$ 2,535</b> | <b>\$ 25,589</b>   | <b>\$ (3,515)</b> | <b>\$ 8,728</b> | <b>\$ 30,802</b>  |

Footnotes:

<sup>(1)</sup> Included in Q4 2016 continuing ops is \$67.4 million from Retail and \$0.3 million from FXCM Pro. Included in Q4 2016 discontinued ops is \$11.7 from FXCM US LLC, \$7.2 million from Lucid and \$1.3 million from V3.

<sup>(2)</sup> Represents \$0.1 million of insurance recoveries to reimburse for costs incurred related to the January 15, 2015 SNB event included in continuing operations and represents a CFTC regulatory fine of \$7.0 million and \$2.1 million of regulatory and legal costs related to the SNB event partially offset by \$0.4 million of insurance recoveries to reimburse for costs related to the January 15, 2015 SNB event in discontinued operations for the three months ended December 31, 2016.

<sup>(3)</sup> Represents \$2.6 million of impairments taken on equity method investments in the three months ended December 31, 2016.

# Reconciliation of GAAP Reported to Non-GAAP Adjusted Financial Measures

3 Months Ended December 31, 2016 (000's, unaudited)

|  | Reconciliation of U.S. GAAP Net Income (Loss) to Adjusted EBITDA <sup>(1)</sup> |                 |                  |
|--|---|-----------------|------------------|
|  | Three Months Ended December 31,   |                 |                  |
|  | 2016  |                 |                  |
|  | Continuing Ops  | Disc Ops        | Combined         |
| <b>Net income (loss)</b>   | \$ 44,649   | \$ (73,048)     | \$ (28,399)      |
| <b>Adjustments:</b>  |   |                 |                  |
| Allocation of net income to Lucid members for services provided <sup>(2)</sup> | -   | (750)           | (750)            |
| General and administrative <sup>(3)</sup>                                      | (40)  | 8,728           | 8,688            |
| Loss on equity method investments, net <sup>(4)</sup>                          | 2,575   | -               | 2,575            |
| Depreciation and amortization  | 5,336   | 804             | 6,140            |
| Loss on classification as held for sale  | -   | 69,419          | 69,419           |
| (Loss) gain on derivative liabilities - Letter & Credit Agreement              | (6,402)   | -               | (6,402)          |
| Interest on borrowings   | 15,915  | -               | 15,915           |
| Income tax provision (benefit)   | 713   | 60              | 773              |
| (Gain) loss on completed dispositions  | (37,157)  | -               | (37,157)         |
| <b>Total adjustments</b>   | <b>(19,060)</b>   | <b>78,261</b>   | <b>59,201</b>    |
| <b>Adjusted EBITDA</b>   | <b>\$ 25,589</b>  | <b>\$ 5,213</b> | <b>\$ 30,802</b> |

<sup>(1)</sup> Adjusted EBITDA is a Non-GAAP measure that is not prepared under any comprehensive set of accounting rules or principles and does not reflect all of the amounts associated with the Company's results of operations as determined in accordance with U.S. GAAP.

<sup>(2)</sup> Represents the elimination of the 49.9% of Lucid's earnings allocated among the non-controlling interests recorded as compensation for U.S. GAAP purposes included in discontinued operations.

<sup>(3)</sup> Represents \$0.1 million of insurance recoveries to reimburse for costs incurred related to the January 15, 2015 SNB event included in continuing operations and represents a CFTC regulatory fine of \$7.0 million and \$2.1 million of regulatory and legal costs related to the SNB event partially offset by \$0.4 million of insurance recoveries to reimburse for costs related to the January 15, 2015 SNB event in discontinued operations for the three months ended December 31, 2016.

<sup>(4)</sup> Represents \$2.6 million of impairments taken on equity method investments in the three months ended December 31, 2016.