

Second Quarter 2017

Financial and Operating Results

August 9, 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. 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.

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.

Highlights for Q2 2017 include:

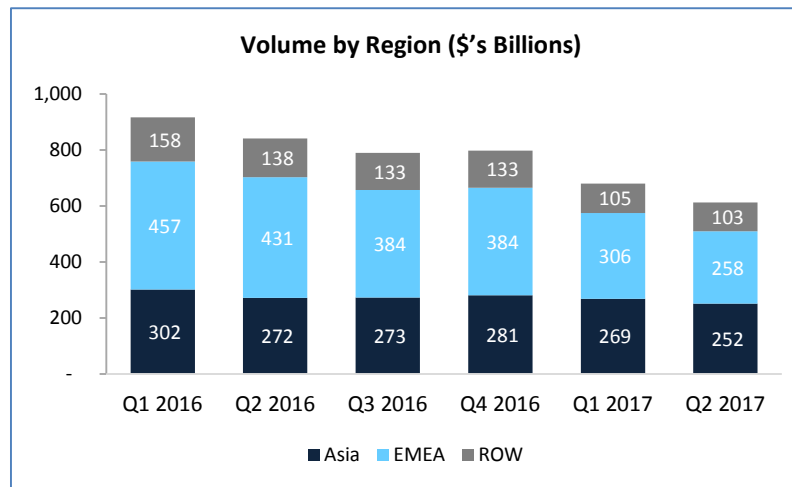
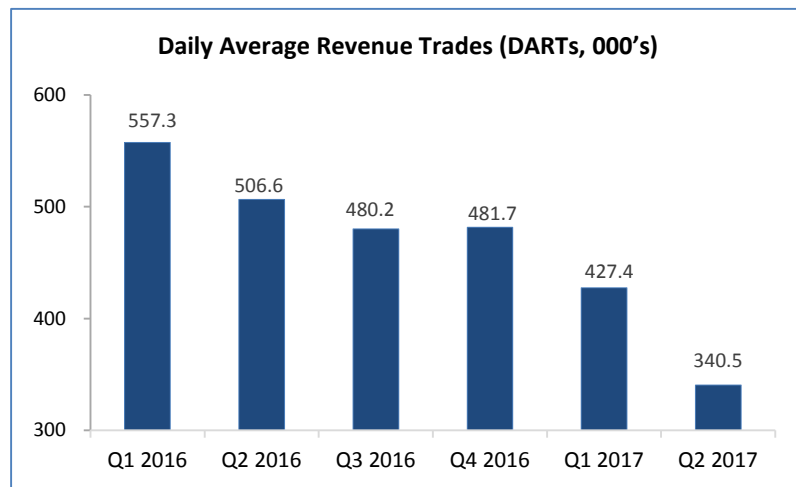
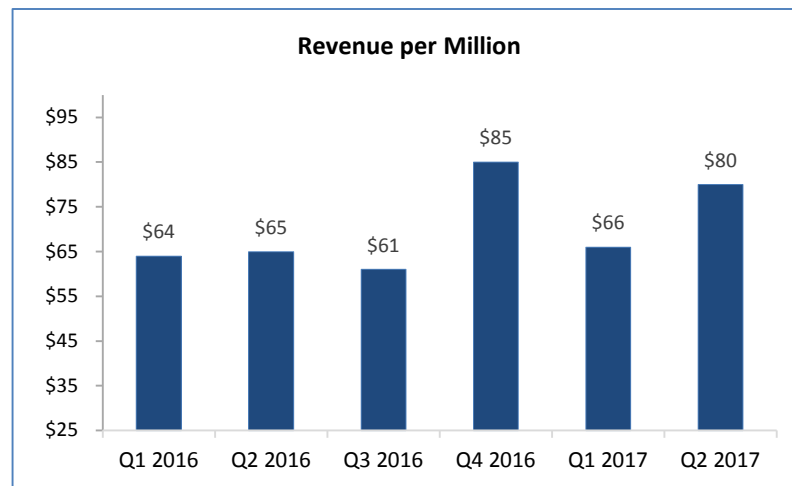
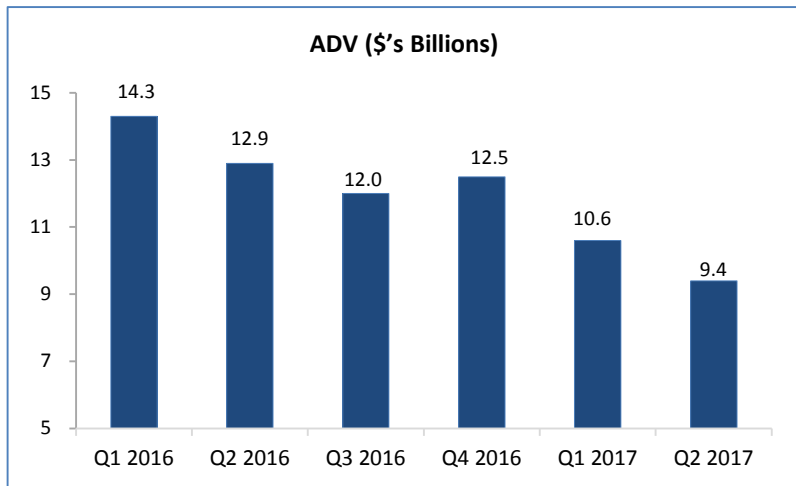
- **Total Net Revenues** from **continuing operations** were **\$49.4 million**, an increase of **\$3.5 million** or **7.7%** from \$45.9 million in Q1 2017, in part a reflection of lower volumes of **10%** but higher revenue per million of **21%** in Q2 2017
- **Adjusted EBITDA** from **continuing operations** was **\$9.0 million**, an increase of **\$2.9 million** from Q1 2017, in part a function of **continued cost reduction efforts**
- **Net Loss** from **continuing operations** attributable to Global Brokerage, Inc. of **\$4.3 million** or **\$0.69/share**
 - **Includes a non-cash gain** of **\$2.0 million** on derivative liabilities (Leucadia Credit Agreement) and **\$5.1 million** of depreciation and amortization

FXCM Group Operating Results:

- **Strong revenue capture** - trading revenue per million of **\$80/MM** up **21%** vs. \$66/MM in Q1 2017
- **Trading volume** of **\$612 billion** for **Q2 2017** decreased 10% from Q1 2017

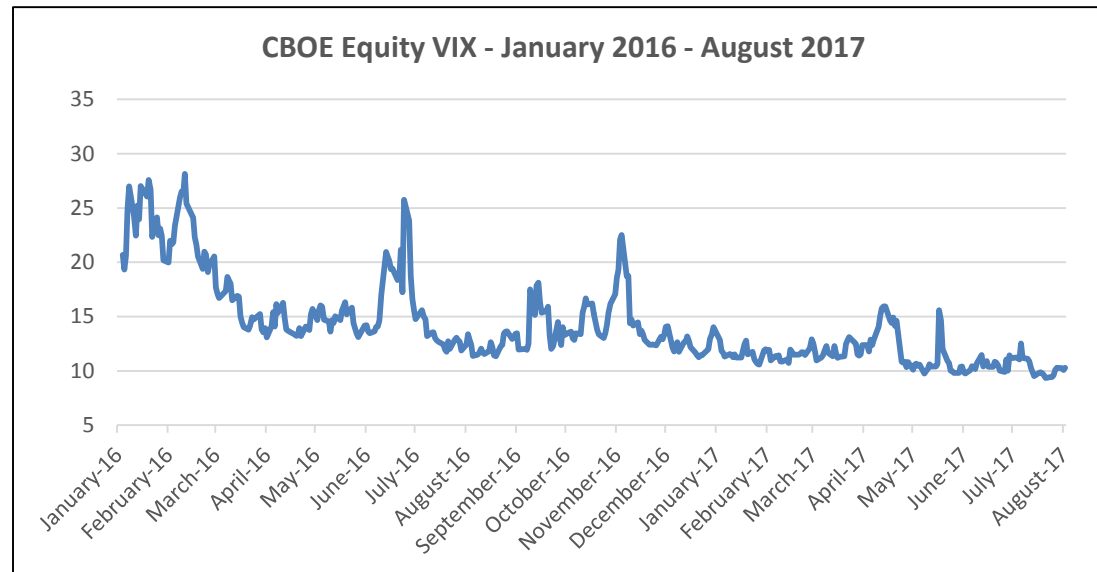
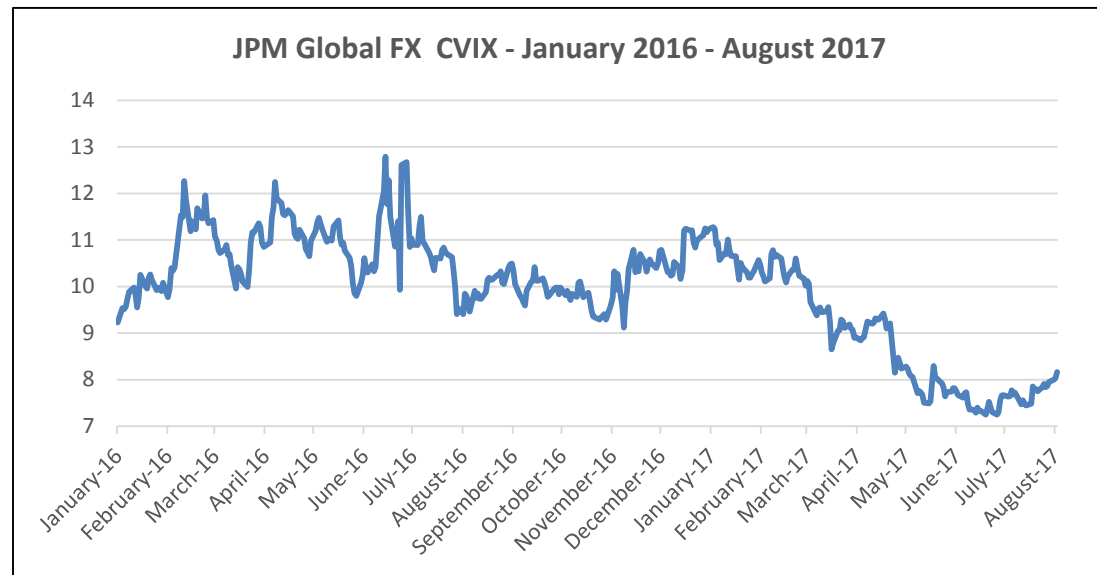
- **\$124.1 million of operating cash*** at 06/30/17 in our continuing operations
- **As of 8/9/17** there is **\$113.5 million** principal outstanding on the Leucadia loan due January 2018
- **\$172.5 million** outstanding of convertible debt due June 2018
- In Q2 2017, announced the **sale of our stake in FastMatch** for approx. **\$55.6 million**
 - Portion to be held in escrow
 - Subject to certain future adjustments including a share of a \$10 million earnout if certain performance targets of FastMatch are met
 - Subject to customary closing conditions / targeting closing in Q3 2017
- Work continues on disposing of the remaining assets held for sale (Lucid, V3 Markets)
- Potential delisting in October 2017 from Nasdaq Global Select Market could accelerate debt obligations; engaging with convertible bondholders

Trading Metrics⁽¹⁾



⁽¹⁾ Trading metrics data excludes discontinued operations.

- **Q2 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)**
- **Low volatility trend has continued** since quarter-end although some improvement in currency volatility recently
- **Revenue per Million encouraging** into beginning of Q3 2017



(In thousands, except per share amounts) (Unaudited)	Three Months Ended June 30,	
	2017	2016
Revenues		
Trading revenue	\$ 48,734	\$ 54,698
Interest income	503	311
Brokerage interest expense	(184)	(229)
Net interest revenue	319	82
Other income	328	1,196
Total net revenues	49,381	55,976
Operating Expenses		
Compensation and benefits	14,276	19,407
Referring broker fees	5,906	8,079
Advertising and marketing	3,984	3,056
Communication and technology	5,559	6,208
Trading costs, prime brokerage and clearing fees	854	625
General and administrative	11,624	19,539
Depreciation and amortization	5,127	6,026
Total operating expenses	47,330	62,940
Operating income (loss)	2,051	(6,964)
Other Expense (Income)		
Gain on derivative liabilities — Letter & Credit Agreement	2,054	116,529
Income (loss) on equity method investments, net	170	(149)
Interest on borrowings	11,115	21,202
(Loss) income from continuing operations before income taxes	(6,840)	88,214
Income tax provision (benefit)	844	(443)
(Loss) income from continuing operations	(7,684)	88,657
Loss from discontinued operations, net of tax	(1,052)	(154)
Net (loss) income	(8,736)	88,503
Net (loss) income attributable to non-controlling interest in Global Brokerage Holdings, LLC	(1,161)	28,452
Net loss attributable to redeemable non-controlling interest in FXCM Group, LLC	(3,586)	-
Net loss attributable to other non-controlling interests	(538)	(350)
Net (loss) income attributable to Global Brokerage, Inc.	\$ (3,451)	\$ 60,401
(Loss) income from continuing operations attributable to Global Brokerage, Inc.	\$ (4,255)	\$ 60,247
Income from discontinued operations attributable to Global Brokerage, Inc.	804	154
Net (loss) income attributable to Global Brokerage, Inc.	\$ (3,451)	\$ 60,401
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	\$ (0.69)	\$ 10.75
Discontinued operations	0.13	0.03
Net (loss) income attributable to Global Brokerage, Inc.	\$ (0.56)	\$ 10.78

- **Q2 2017 net Loss** from continuing operations attributable to Global Brokerage, Inc. of **\$4.3 million** or **\$0.69/share** includes a non-cash gain of **\$2.0 million** on derivative liabilities (Leucadia Credit Agreement) and **\$5.1 million** of depreciation and amortization
- Cash interest expense in Q2 2017 was **\$8.2 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 Q2 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	June 30, 2017
	Adj Continuing Ops	Adj Continuing Ops	Adj Continuing Ops	Adj Continuing Ops	Adj Continuing Ops	Adj Continuing Ops
Adjusted Total Revenues*	\$ 60,438	\$ 55,976	\$ 50,315	\$ 68,544	\$ 45,864	\$ 49,381
Compensation and benefits	\$ 19,605	\$ 19,407	\$ 19,236	\$ 13,153	\$ 13,321	\$ 14,276
Referring broker fees	9,750	8,079	8,718	8,329	7,361	5,906
Advertising and marketing	3,530	3,056	2,736	3,164	3,643	3,984
Communication and technology	7,235	6,208	6,524	6,821	5,974	5,559
Trading costs	641	625	586	598	661	854
General and administrative	10,591	11,435	10,465	10,890	8,859	9,822
Adjusted Operating Expenses*	\$ 51,352	\$ 48,810	\$ 48,266	\$ 42,955	\$ 39,819	\$ 40,401

* Revenues and Operating expenses are adjusted for certain costs that are not viewed by management as expenses incurred in the ordinary course of business. See Slide 9 and the Appendix for reconciliations to GAAP.

Financial Summary

Three Months Ended June 30, 2017 and 2016
(unaudited)

Three Months Ended June 30, 2017

	Continuing Ops	Adjust.	Adj Continuing Ops	Disc Ops	Adjust.	Adjusted Combined
Trading Revenue	\$ 48,734	\$ -	\$ 48,734	\$ 5,775	\$ -	\$ 54,509
Interest	319	-	319	8	-	327
Other	328	-	328	33	-	361
Adjusted Total Revenues	49,381	-	49,381	5,816	-	55,197
Compensation and benefits (3)	14,276	-	14,276	1,426	(160)	15,542
Referring broker fees	5,906	-	5,906	-	-	5,906
Advertising and marketing	3,984	-	3,984	-	-	3,984
Communication and technology	5,559	-	5,559	1,174	-	6,733
Trading costs	854	-	854	3,427	-	4,281
General and administrative (1)	11,624	(1,802)	9,822	1,486	(539)	10,769
Bad debt expense (2)	-	-	-	-	-	-
Adjusted Operating Expenses	42,203	(1,802)	40,401	7,513	(699)	47,215
Gain (loss) on equity method investments, net (4)	170	(170)	-	496	-	496
Adjusted EBITDA	\$ 7,348	\$ 1,632	\$ 8,980	\$ (1,201)	\$ 699	\$ 8,478

Three Months Ended June 30, 2016

	Continuing Ops	Adjust.	Adj Continuing Ops	Disc Ops	Adjust.	Adjusted Combined
	\$ 54,698	\$ -	\$ 54,698	\$ 21,728	\$ -	\$ 76,426
	82	-	82	280	-	362
	1,196	-	1,196	74	-	1,270
	55,976	-	55,976	22,082	-	78,058
	19,407	-	19,407	5,416	-	24,823
	8,079	-	8,079	854	-	8,933
	3,056	-	3,056	1,760	-	4,816
	6,208	-	6,208	1,734	-	7,942
	625	-	625	3,324	-	3,949
	19,539	(8,104)	11,435	6,456	(1,422)	16,469
	-	-	-	(141)	141	-
	56,914	(8,104)	48,810	19,403	(1,281)	66,932
	(149)	-	(149)	(60)	-	(209)
	\$ (1,087)	\$ 8,104	\$ 7,017	\$ 2,619	\$ 1,281	\$ 10,917

Footnotes:

- (1) For the three months ended June 30, 2017, represents \$1.4 million of professional fees primarily related to restructuring costs associated with the Senior convertible notes and \$0.4 million of charges for client adjustments related to various trading platform issues, recorded in continuing operations; and \$0.5 million of legal and other professional fees, primarily related to the regulatory settlement, a \$0.1 million reserve for potential regulatory fines related to the events of January 15, 2015, partially offset by an adjustment of \$0.1 million to restructuring costs associated with a marketing agreement as a result of the Company ceasing operations in the United States in the first quarter of 2017, recorded in discontinued operations. For the three months ended June 30, 2016, 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, including fees related to the Leucadia debt restructuring, 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, recorded in continuing operations; and \$1.3 million of professional fees, \$0.5 million related to pre-August 2010 trade execution practices and other regulatory fees and fines, partially offset by \$0.4 million of insurance recoveries to reimburse for costs incurred related to the January 15, 2015 SNB event and the cybersecurity incident, recorded in discontinued operations.
- (2) Represents the net bad recovery related to client debit balances associated with the January 15, 2015 SNB event.
- (3) Represents \$0.2 million of employee severance expense related to the restructuring plan as a result of the withdrawal from business in the United States in the first quarter of 2017.
- (4) Represents the gain on the sale of an equity method investment which was impaired in 2016.

Balance Sheet

As of June 30, 2017 and December 31, 2016
(unaudited, condensed)

(\$'s in Thousands)

	<u>June 30, 2017</u>	<u>December 31, 2016</u>		<u>June 30, 2017</u>	<u>December 31, 2016</u>
Assets			Liabilities, Redeemable Non-Controlling Interest and Stockholders' Deficit		
Current assets			Current liabilities		
Cash and cash equivalents	\$ 124,542	\$ 200,914	Customer account liabilities	\$ 352,292	\$ 428,542
Cash and cash equivalents, held for customers	352,292	428,542	Accounts payable and accrued expenses	30,156	55,491
Due from brokers	881	3,363	Due to brokers	1,292	1,471
Accounts receivable, net	5,123	5,236	Senior convertible notes	165,149	-
Other current assets	113	199	Credit Agreement - Related Party	119,693	-
Assets held for sale	64,868	330,497	Other liabilities	1,117	2,629
Total current assets	<u>547,819</u>	<u>968,751</u>	Liabilities held for sale	<u>3,084</u>	<u>235,719</u>
Deferred tax assets	511	330	Total current liabilities	672,783	723,852
Office, communication and computer equipment, net	29,534	32,815	Deferred tax liability	269	215
Goodwill	-	23,479	Senior convertible notes	-	161,425
Other intangible assets, net	2,963	6,285	Credit Agreement - Related Party	-	150,516
Other assets	17,845	7,364	Other liabilities	<u>7,973</u>	<u>7,319</u>
Total assets	<u><u>\$ 598,672</u></u>	<u><u>\$ 1,039,024</u></u>	Total liabilities	<u>681,025</u>	<u>1,043,327</u>
			Redeemable non-controlling interest	26,962	46,364
			Stockholders' Deficit		
			Total stockholders' deficit	<u>(109,315)</u>	<u>(50,667)</u>
			Total liabilities, redeemable non-controlling interest and stockholders' deficit	<u><u>\$ 598,672</u></u>	<u><u>\$ 1,039,024</u></u>

Appendix

Operating Cash

June 30, 2017 and December 31, 2016 (000's, unaudited)

	June 30, 2017			December 31, 2016		
	Continuing Operations	Discontinued Operations	Combined	Continuing Operations	Discontinued Operations	Combined
Cash & Cash Equivalents	\$ 124,542	\$ 10,033	\$ 134,575	\$ 200,914	\$ 9,378	\$ 210,292
Due From Brokers	881	6,597	7,478	3,363	14,090	17,453
Due to Brokers	(1,292)	(492)	(1,784)	(1,471)	(45)	(1,516)
Operating Cash	\$ 124,131	\$ 16,138	\$ 140,269	\$ 202,806	\$ 23,423	\$ 226,229

Reconciliation of GAAP Reported to Non-GAAP

Adjusted Financial Measures*

3 Months Ended June 30, 2017 and 2016 (000's, unaudited)

(Unaudited)

Reconciliation of U.S. GAAP Net Income (Loss) to Adjusted EBITDA

Three Months Ended June 30,

	2017			2016		
	Continuing Operations	Discontinued Operations	Combined	Continuing Operations	Discontinued Operations	Combined
Net (loss) income	\$ (7,684)	\$ (1,052)	\$ (8,736)	\$ 88,657	\$ (154)	\$ 88,503
Adjustments:						
Allocation of net income to Lucid members for services provided ⁽¹⁾	—	687	687	—	1,360	1,360
General and administrative ⁽²⁾	1,802	539	2,341	8,104	1,422	9,526
Bad debt recovery ⁽³⁾	—	—	—	—	(141)	(141)
Compensation and benefits ⁽⁴⁾	—	160	160	—	—	—
Depreciation and amortization	5,127	—	5,127	6,026	923	6,949
Loss on classification as held for sale	—	—	—	—	486	486
Gain on derivative liabilities — Letter & Credit Agreement	(2,054)	—	(2,054)	(116,529)	—	(116,529)
Interest on borrowings	11,115	—	11,115	21,202	—	21,202
Income tax provision (benefit)	844	(4)	840	(443)	4	(439)
Gain on completed dispositions	—	(832)	(832)	—	—	—
Gain on sale of equity method investment ⁽⁵⁾	(170)	—	(170)	—	—	—
Total adjustments	16,664	550	17,214	(81,640)	4,054	(77,586)
Adjusted EBITDA	\$ 8,980	\$ (502)	\$ 8,478	\$ 7,017	\$ 3,900	\$ 10,917

Reconciliation of GAAP Reported to Non-GAAP Adjusted Financial Measures

3 Months Ended June 30, 2017 and 2016 (footnotes)

(1) 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.

(2) For the three months ended June 30, 2017, represents \$1.4 million of professional fees primarily related to restructuring costs associated with the Senior convertible notes and \$0.4 million of charges for client adjustments related to various trading platform issues, recorded in continuing operations; and \$0.5 million of legal and other professional fees, primarily related to the regulatory settlement, a \$0.1 million reserve for potential regulatory fines related to the events of January 15, 2015, partially offset by an adjustment of \$0.1 million to restructuring costs associated with a marketing agreement as a result of the Company ceasing operations in the United States in the first quarter of 2017, recorded in discontinued operations. For the three months ended June 30, 2016, 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, including fees related to the Leucadia debt restructuring, 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, recorded in continuing operations; and \$1.3 million of professional fees, \$0.5 million related to pre-August 2010 trade execution practices and other regulatory fees and fines, partially offset by \$0.4 million of insurance recoveries to reimburse for costs incurred related to the January 15, 2015 SNB event and the cybersecurity incident, recorded in discontinued operations.

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

(4) Represents \$0.2 million of employee severance expense related to the restructuring plan as a result of the withdrawal from business in the United States in the first quarter of 2017.

(5) Represents the gain on the sale of an equity method investment which was impaired in 2016.

Financial Summary

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

Three Months Ended March 31, 2017

	Continuing Ops	Adjust.	Adj Continuing Ops	Disc Ops	Adjust.	Adjusted Combined
Trading Revenue ⁽¹⁾	\$ 45,145	\$ -	\$ 45,145	\$ 12,635	\$ -	\$ 57,780
Interest	169	-	169	196	-	365
Other ⁽²⁾	550	-	550	899	-	1,449
Adjusted Total Revenues	45,864	-	45,864	13,730	-	59,594
Compensation and benefits ⁽³⁾	13,321	-	13,321	9,203	(4,385)	18,139
Referring broker fees	7,361	-	7,361	250	-	7,611
Advertising and marketing	3,643	-	3,643	2,097	-	5,740
Communication and technology	5,974	-	5,974	1,560	-	7,534
Trading costs	661	-	661	4,400	-	5,061
General and administrative ⁽⁴⁾	9,966	(1,107)	8,859	6,904	(5,364)	10,399
Adjusted Operating Expenses	40,926	(1,107)	39,819	24,414	(9,749)	54,484
(Loss) gain on equity method investments, net ⁽⁵⁾	-	-	-	478	-	478
Adjusted EBITDA	\$ 4,938	\$ 1,107	\$ 6,045	\$ (10,206)	\$ 9,749	\$ 5,588

Three Months Ended March 31, 2016

	Continuing Ops	Adjust.	Adj Continuing Ops	Disc Ops	Adjust.	Adjusted Combined	Change in Adjusted Combined
Trading Revenue ⁽¹⁾	\$ 58,874	\$ -	\$ 58,874	\$17,209	\$ -	\$ 76,083	\$ (18,303)
Interest	137	-	137	322	-	459	(94)
Other ⁽²⁾	1,383	44	1,427	55	-	1,482	(33)
Adjusted Total Revenues	60,394	44	60,438	17,586	-	78,024	(18,430)
Compensation and benefits ⁽³⁾	19,605	-	19,605	5,262	-	24,867	(6,728)
Referring broker fees	9,750	-	9,750	896	-	10,646	(3,035)
Advertising and marketing	3,530	-	3,530	1,938	-	5,468	272
Communication and technology	7,235	-	7,235	1,867	-	9,102	(1,568)
Trading costs	641	-	641	3,856	-	4,497	564
General and administrative ⁽⁴⁾	11,708	(1,117)	10,591	2,899	(369)	13,121	(2,722)
Adjusted Operating Expenses	52,469	(1,117)	51,352	16,718	(369)	67,701	(13,217)
(Loss) gain on equity method investments, net ⁽⁵⁾	(189)	-	(189)	832	(679)	(36)	514
Adjusted EBITDA	\$ 7,736	\$ 1,161	\$ 8,897	\$ 1,700	\$ (310)	\$ 10,287	\$ (4,699)

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.

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 ⁽¹⁾					
	2017			2016		
	Continuing Ops	Disc Ops	Combined	Continuing Ops	Disc Ops	Combined
Net (loss) income	\$ (39,025)	\$ (27,699)	\$ (66,724)	\$ 91,150	\$ (31,974)	\$ 59,176
Adjustments:						
Net Revenues ⁽²⁾	-	-	-	44	-	44
Allocation of net income to Lucid members for services provided ⁽³⁾	-	774	774	-	1,201	1,201
General and administrative ⁽⁴⁾	1,107	5,364	6,471	1,117	369	1,486
Compensation & Benefits ⁽⁵⁾	-	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)
Total adjustments	45,070	27,242	72,312	(82,253)	33,364	(48,889)
Adjusted EBITDA	\$ 6,045	\$ (457)	\$ 5,588	\$ 8,897	\$ 1,390	\$ 10,287

* 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 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
Adjusted Total Revenues	50,315	-	50,315	19,907	-	70,222
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	-	-	-	-	-	-
Adjusted Operating Expenses	49,615	(1,349)	48,266	16,321	(729)	63,858
(Loss) gain on equity method investments, net	(140)	-	(140)	149	-	9
Adjusted EBITDA	\$ 560	\$ 1,349	\$ 1,909	\$ 3,735	\$ 729	\$ 6,373

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 ⁽¹⁾		
	Three Months Ended September 30, 2016		
	Continuing Ops	Disc Ops	Combined
Net (loss) income	\$ (51,844)	\$ (23,503)	\$ (75,347)
Adjustments:			
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)
Total adjustments	53,753	27,967	81,720
Adjusted EBITDA	\$ 1,909	\$ 4,464	\$ 6,373

⁽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 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.

⁽³⁾ 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 ⁽¹⁾	\$ 67,736	\$ -	\$ 67,736	\$ 20,205	\$ -	\$ 87,941
Interest	102	-	102	440	-	542
Other	706	-	706	130	-	836
Adjusted Total Revenues	68,544	-	68,544	20,775	-	89,319
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 ⁽²⁾	10,850	40	10,890	11,640	(8,728)	13,802
Bad debt expense	-	-	-	-	-	-
Adjusted Operating Expenses	42,915	40	42,955	24,483	(8,728)	58,710
(Loss) gain on equity method investments, net ⁽³⁾	(2,575)	2,575	-	193	-	193
Adjusted EBITDA	\$ 23,054	\$ 2,535	\$ 25,589	\$ (3,515)	\$ 8,728	\$ 30,802

Footnotes:

⁽¹⁾ 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.

⁽²⁾ 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.

⁽³⁾ 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 ⁽¹⁾		
	Three Months Ended December 31,		
	2016		
	Continuing Ops	Disc Ops	Combined
Net income (loss)	\$ 44,649	\$ (73,048)	\$ (28,399)
Adjustments:			
Allocation of net income to Lucid members for services provided ⁽²⁾	-	(750)	(750)
General and administrative ⁽³⁾	(40)	8,728	8,688
Loss on equity method investments, net ⁽⁴⁾	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)
Total adjustments	(19,060)	78,261	59,201
Adjusted EBITDA	\$ 25,589	\$ 5,213	\$ 30,802

⁽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 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.

⁽³⁾ 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.

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