

Convening notice

Flow Traders Ltd. (the “**Company**”) is pleased to invite its Shareholders to the Special General Meeting (the “**General Meeting**”) to be held at Inntel Hotels Amsterdam Landmark, located at VOC-Kade 600, 1018 LG Amsterdam, the Netherlands, on **30 October 2025 at 12PM CET**.

In this convening notice, references to “shareholder(s)” and “holder(s) of shares” shall, as the context may require, include persons holding their beneficial interests in common shares in the capital of the Company through Nederlands Centraal Instituut voor Giraal Effectenverkeer B.V. (Euroclear Nederland).

Agenda and explanatory notes

1. Opening and announcements

2. Composition of the Board

a. Proposal to elect Mr. Thomas Spitz to the Board (voting Item)

In accordance with the bye-laws of the Company (the “**Bye-Laws**”), the board of the Company (the “**Board**”) nominates Mr. Thomas Spitz for election as a member of the Board as Executive Director and Chief Executive Officer (CEO) with effect from **1 November 2025** or, if later, the date on which all required regulatory approvals for his appointment have been obtained, for a fixed term until the date of the Company's Annual General Meeting of shareholders to be held in 2029.

Mr. Spitz (Age: 50) is a French national. Mr. Spitz is a distinguished senior financial markets executive with over 25 years of leadership experience in global financial institutions. Mr. Spitz's career is marked by a proven track record of leading trading and sales divisions, managing diverse international teams, and driving significant growth. Mr. Spitz has pioneered innovative business strategies, product developments, and technology initiatives, establishing himself as a thought leader in the financial sector. His expertise extends to managing stakeholder relationships across all layers of an

organization and building strategic partnerships.

Prior to joining Flow Traders, Mr. Spitz was the CEO of QuantCube Middle East, a technology firm specializing in alternative data and analytics. He also served as Head of Global Markets at First Abu Dhabi Bank from 2022 to 2024. Before that, Thomas spent more than 20 years at Crédit Agricole, in several leadership roles across all asset classes. He last held the role of Head of Global Markets Trading, FICC & EQD. Mr. Spitz comes with long-standing international experience, having managed teams in over 15 countries. The Board of Flow Traders has nominated Mr. Spitz for election as Executive Director of the Board at a Special General Meeting of shareholders scheduled to take place later this year. The convening notice, agenda and other documentation relating to the meeting will be published in due course.

The Board proposes to nominate Mr. Spitz for election in view of his in-depth knowledge of the industry and key stakeholders, combined with his international and cross-functional expertise in different roles. Mr. Spitz's drive and proven track record are of great value to the Company. Mr. Spitz joined Flow Traders B.V. on 1 September 2025 and is nominated for CEO and Executive Director of the Flow Traders Ltd. Board. The proposed election takes the Board Profile and the Diversity, Equity & Inclusion Policy into account.

Mr. Spitz does not own any shares in the Company's share capital.

The Board is pleased that Mr. Spitz is available to lead Flow Traders and help shape the Company's future by providing strategic direction, ensuring operational efficiency, cultivating key stakeholder relationships, as well as expanding business development practices and initiatives.

The remuneration of Mr. Spitz shall be in accordance with the Company's existing Remuneration Policy. In accordance with best practice provision 3.4.2 of the Dutch Corporate Governance Code, the main elements of the board agreement with Mr. Spitz (as applicable after his election) are available on the Company's website (www.flowtraders.com).

b. Proposal to elect Ms. Caroline Terry to the Board (Voting Item)

In accordance with the Bye-Laws of the Company, the Board nominates Ms. Caroline Terry for election as member of the Board as Non-Executive Director with effect from **1 November** 2025, or, if later, the date on which: (i) all required regulatory approvals for her appointment have been obtained; and (ii) her successor as an independent member of the Supervisory Board of Flow Traders B.V. has been duly appointed and all required regulatory approvals in respect of such appointment have been obtained, for a fixed term until the date of the Company's Annual General Meeting of shareholders to be held in 2029¹.

Ms. Terry (age: 61) is an English national. Ms. Terry has served as an Independent member of the Supervisory Board of Flow Traders B.V. since August 2023. Ms. Terry has more than 30 years of experience in the financial and banking sectors. She has held several leadership roles in the derivatives businesses of Citibank and derivatives and cash businesses of Bank of America Merrill Lynch, where she served as a Managing Director in the Equities Division, focusing on market making and high frequency trading. Ms. Terry is a founding member and a Managing Director of Amicos Advisors, a firm providing consultancy services to a broad range of companies at various stages of growth.

She is also a non-executive director of Child and Adult Neurodevelopmental Assessment Ltd, and a trustee on charity boards including the Old Vic Endowment Fund and Field Lane Foundation. Ms. Terry has been an active diversity champion throughout her career across gender and social diversity.

Ms. Terry holds a BSc Psychology, 1st class, diploma in Industrial Psychology and Msc in Occupation Psychology, all from the University of Hull.

The Board proposes to nominate Ms. Terry for election in view of her knowledge of, and experience in, companies trading financial instruments and the financial sector. Ms. Terry also has a profound understanding of the Flow Traders organization, given her position and contributions to the Supervisory Board of Flow Traders B.V. since 2023. The proposed election takes the Board Profile and the Diversity, Equity & Inclusion Policy into account.

¹ We may want to consider to fix the term to 2028, to prevent two women up for election in 2029 as Linda Hovius is also up for election in 2029.

Ms. Terry is Independent, as defined in the Dutch Corporate Governance Code and accordingly will be qualified by the Board as an Independent Director.

Ms. Terry does not own any shares in the Company's share capital.

The remuneration of Ms. Terry shall be in accordance with the Company's existing Remuneration Policy.

3. Any other business and closing

Additional information

The agenda with explanatory notes and the instructions for attendance at the General Meeting will be available on the Company's website (www.flowtraders.com), by clicking on the "Investors" tab and navigating to "Corporate Governance" and then to "AGM". The information mentioned can be obtained via e-mail, free of charge via the Company at the address stated below. Furthermore, the information mentioned can be requested in physical form, if desired, by notifying Investor Relations at the email address stated below.

Addresses

Flow Traders Ltd.

Investor Relations

Email: investor.relations@flowtraders.com

Record Date

A person who is registered as a shareholder of the Company on **Thursday 2 October 2025** after close of trading and processing of all settlements (the "**Record Date**") and has registered timely (as described below) will be considered as having the right to participate in the General Meeting. The administration of the relevant financial intermediary under the Dutch Securities Giro Transfer Act (*Wet giraal effectenverkeer*) ("**Intermediary**" or "**Intermediaries**") shall be consulted to determine which persons are deemed to be registered shareholders of the Company as per the Record Date.

Registration

Holders of shares (or their authorized representatives) who wish to attend the General Meeting, must notify ABN AMRO Bank N.V. ("**ABN AMRO**"), through the Intermediary, that they wish to attend the General Meeting. Shareholders may also register for the General Meeting via www.abnamro.com/evoting. Registration requests may be submitted following the Record Date (**Thursday 2 October 2025**) and no later than **Thursday 23 October 2025** at 05:00PM CEST.

No later than **Friday 24 October** 2025, 01:00PM CEST the Intermediaries must provide ABN AMRO via www.abnamro.com/intermediary with an electronic statement containing the number of shares held by the respective shareholders on the Record Date and for which number of shares registration for the General Meeting is requested.

Voting through internet/proxy

A shareholder can choose to give a proxy and voting instruction to **IQ EQ Financial Services B.V.** (an independent third party within the meaning of article 4.3.2 of the Dutch Corporate Governance Code) or any other party to their own discretion, to vote on behalf of the shareholder during the General Meeting. Electronic voting instructions can be given through the Intermediary or via www.abnamro.com/evoting and need to be received on **Thursday 23 October** 2025 by 05:00PM CEST.

Shareholders may also grant a written proxy and voting instruction by using a proxy form which is available at www.flowtraders.com/investors/corporate-governance/agm. In order to vote by proxy shareholders must have registered their shares as described above. After completion and signing, the proxy form should be sent by email to ava@nl.abnamro.com where it should be received no later than **Thursday 23 October** 2025 at 05:00PM CEST.

For further information please visit our website www.flowtraders.com or contact Investor Relations:

Eric Pan

Telephone: +31 20 799 6799

Email: investor.relations@flowtraders.com

The Board

Amsterdam, the Netherlands

18 September 2025