**FORM OF DIRECTION**

**EXTRAORDINARY GENERAL MEETING OF**

**Plus500**

Form of Direction for completion by holders of Depository Interests representing shares on a 1 for 1 basis in the Issuer Company in respect of the Extraordinary General Meeting to be held at 4.30 p.m. on 20 February 2020 at MHP Communications, 6 Agar Street, London, WC2N 4HN.

**THE RESOLUTIONS**

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<th>Yes</th>
<th>Against</th>
<th>Vote Withheld</th>
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Notes

1. To be effective, this Form of Direction and the power of attorney or other authority (if any) under which it is signed, or a notarially or otherwise certified copy of such power or authority, must be deposited at Link Market Services Limited, The Registry, 34 Beackenham Road, Beckenham Kent BR3 4TU, United Kingdom no later than 4.30 p.m. on 14 February 2020.

2. Any alterations made to this Form of Direction should be initialled.

3. In the case of a corporation this Form of Direction should be given under the Common Seal or under the hand of an officer or attorney duly authorised in writing.

4. Please indicate how you wish your votes to be cast by placing ‘X’ in the box provided. On receipt of this form duly signed, you will be deemed to have authorised the Depository to vote or not to vote from voting, as per your instructions. If no voting instruction is indicated, you will be deemed to have instructed the Depository to abstain from voting on the specified resolution.

5. The Depository will appoint the Chairman of the meeting as its proxy to cast your votes. The Chairman may also vote or abstain from voting as he or she thinks fit on any other resolution (including amendments to resolutions) which may properly come before the meeting.

6. The ‘Vote Withheld’ option is provided to enable you to abstain from voting on the resolutions. However, it should be noted that a ‘Vote Withheld’ is not a vote in law and will not be counted in the calculation of the proportion of the votes ‘For’ and ‘Against’ a resolution.

7. Depository Interests may be voted through the CREST Proxy Voting Service in accordance with the procedures set out in the CREST manual.

8. Depository Interests holders wishing to attend, speak and vote at the meeting should contact the Depository at Link Market Services Trustees Limited, The Registry, 34 Beackenham Road, Beckenham, Kent BR3 4TU or by email to CAGtrustees@linkgroup.co.uk in order to request a letter of representation by no later than 4.30 p.m. on 14 February 2020.

**Declaration**

I/We the undersigned is a controlling shareholder and/or have a personal interest in the adoption of Resolution 1.

Please complete, sign and return this form in the enclosed reply-paid envelope to be received by Link Market Services Limited no later than 4.30 p.m. on 14 February 2020.

Being a holder of Depository Interests representing shares in the Issuer Company hereby appoint Link Market Services Trustees Limited (“Depository”) as my/our proxy to vote for me/us and on my/our behalf at the Extraordinary General Meeting of the Issuer Company to be held on the above date (and at any adjournment thereof) as directed by an X in the spaces below.

*The ‘Vote Withheld’ option is to enable you to abstain on any of the specified resolutions. Please note that a vote withheld has no legal effect and will not be counted in the votes ‘For’ or ‘Against’ a resolution.

For a vote in accordance with my/our instructions.

Against a vote in accordance with my/our instructions.

Vote Withheld a vote in accordance with my/our instructions.

**signature**

**date**

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**Return the form**

The form may be returned by post in the pre-paid envelope provided.
Location of Extraordinary General Meeting:
To be held at 4.30 p.m. on 20 February 2020 at
MHP Communications, 6 Agar Street, London, WC2N 4HN

Please return using addressed envelope supplied