

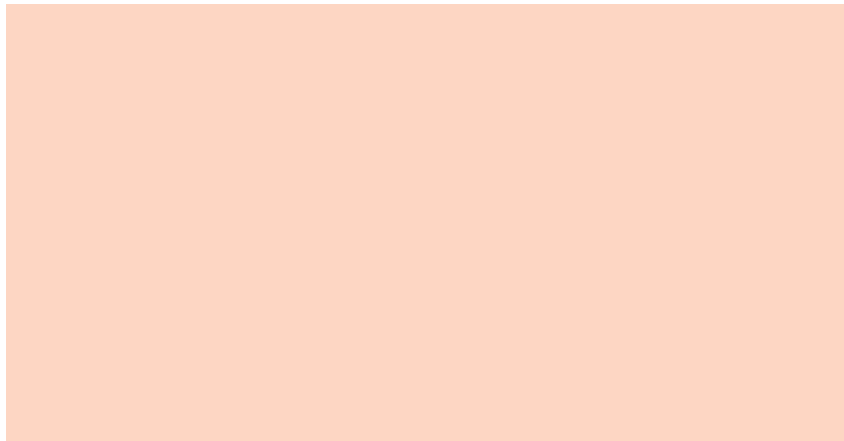
EXTRAORDINARY GENERAL MEETING OF



Notes to your Proxy Form

- Holders of depositary interests in respect of ordinary shares ("DI holder") may only appoint Link Market Services Trustees Limited (the "Depositary") to exercise their voting rights as proxy.
- Due to UK government restrictions in relation to COVID-19, only the Chairman may be appointed as proxy.
- If you do not have a Form of Proxy or Form of Direction and believe that you should have one, or if you require additional forms, please contact Link Market Services Limited at +44 (0) 371 664 0391. All forms must be signed and should be returned together in the same envelope. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Telephone hours are between 9.00 a.m. – 5.30 p.m. (UK time), Monday to Friday excluding public holidays in England and Wales.
- To be valid, any Form of Proxy or other instrument appointing a proxy and any power of attorney or other authority under which it is signed, or a notarially certified or office copy of such power or authority, must be received by post or (during normal business hours only) by hand at (i) Link Market Services Limited, PK5 1, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU or (ii) Plus500, Investor Relations, Matram, Building 25, Harfa 3190500, Israel (or by email to ir@plus500.com), by no later than 10.00 a.m. (UK time) on 12 March 2021.
- In the case of DI holders, a Form of Direction must be completed in order to instruct the Depositary whose registered office is at The Registry, 34 Beckenham Road, Beckenham, Kent, BR3 4TU to vote on the holder's behalf at the meeting. To be effective, a completed and signed Form of Direction must be deposited at Link Market Services Limited no later than 10.00 a.m. (UK time) on 9 March 2021.
- Pursuant to the Companies Law, 5759-1999 (the "Companies Law"), to be entitled to attend via audicast and to vote at the Extraordinary General Meeting (and for the purpose of the determination by the Company of the votes they may cast), shareholders must be registered in the register of the Company at close of business on 16 February 2021. Changes to the Company's register after the relevant deadline shall be disregarded in determining the rights of any person to attend and vote at the Extraordinary General Meeting.
- The quorum for the Extraordinary General Meeting shall be two or more shareholders present in person or by proxy and holding shares conferring in the aggregate 25 per cent of the voting power of the Company. If within half an hour from the time appointed for the meeting a quorum is not present, the meeting shall be adjourned to the same day in the next week, at the same time, via audicast facility, or to such day and at such time and place as the Chairman may determine. No business shall be transacted at any adjourned meeting except business which might lawfully have been transacted at the meeting as originally called. If a quorum as referred to in above is not present at the second meeting within half an hour from the time appointed for the adjourned meeting, the quorum shall be reduced to one or more shareholders present in person or by proxy holding shares conferring any voting power of the Company.
- Any shareholder attending the audicast of the Extraordinary General Meeting is entitled pursuant to the Companies Law to ask any question relating to the business being dealt with at the meeting. The Company will answer any such questions unless (i) to do so would interfere unduly with the preparation for the meeting or involve the disclosure of confidential information; or (ii) the answer has already been given on a website in the form of any answer to a question; or (iii) it is undesirable in the interests of the Company or the good order of the meeting that the question be answered.
- As at 5 February 2021 (being the last business day prior to the publication of this Notice) the Company's issued share capital consisted of 102,651,979 ordinary shares of which 12,236,398 were held as treasury shares. Therefore, the total voting rights in the Company as at 5 February 2021 were 102,651,979.
- The Board recommends that shareholders vote in favour of all items in the Notice.
- CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so by using the procedures described in the CREST Manual. CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a service provider, should refer to their CREST sponsor or voting service provider, who will be able to take the appropriate action on their behalf.
- In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a "CREST Proxy Instruction") must be properly authenticated in accordance with CRESTCo's specifications, and must contain the information required for such instruction, as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or is an amendment to an instruction given to a previously appointed proxy, must, in order to be valid, be transmitted so as to be received by the issuer's agent (D (RAT)) by 10.00 a.m. (UK time) on 12 March 2021. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Application Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.
- CREST members and, where applicable, their CREST sponsors or voting service providers should note that CRESTCo does not make available special procedures in CREST for any particular message. Normal system timings and limitations will, therefore, apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member, or sponsored member, or has appointed a voting service provider, to procure that his CREST sponsor or voting service provider takes) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.
- The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.
- Under the Companies Law, the approval of each proposed Resolution requires the affirmative vote of the holders of a majority of the voting power represented and voting on the Resolution in person or by proxy or by a written Form of Proxy or Form of Direction, provided that with respect to Resolution 1, (i) such majority includes at least a majority of the shares voted at the Meeting by holders who are not Controlling Shareholders (as defined below) and do not have a Personal Interest (as defined below) in the approval of the Resolution (except for a Personal Interest that does not result from such holder's relations with the Controlling Shareholder), disregarding abstentions; or (ii) the total number of shares voted against the approval of the Resolution by holders referred to in sub-section (i) does not exceed two percent (2%) of the total voting rights in the Company.

Perivan 260478



Signature of person attending



PROXY FORM FOR EXTRAORDINARY GENERAL MEETING



I/We the undersigned am/are a controlling shareholder and/or have a personal interest (except for a personal interest that does not result from such holder's relations with the controlling shareholder) in the adoption of Resolution 1.

Yes No

I/We the undersigned, being (a) shareholder(s) of the above Company hereby appoint the Chairman of the meeting as my proxy

as my/our proxy to attend, speak and vote for me/us and on my/our behalf as directed below at the Extraordinary General Meeting of the Company to be held on 16 March 2021 at 10.00 a.m. (UK time) and at any adjournment thereof.

THE RESOLUTIONS

Please mark 'X' to indicate how you wish to vote

As special business to consider, and, if thought fit, pass Resolutions 1 to 5 below:

	For	Against	Vote Withheld
1. To elect Tami Gottlieb as an External Director and Independent Non-Executive Director of the Company for a three year term in accordance with the provisions of the Companies Law.	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
2. To approve the fees payable to Tami Gottlieb for her services as an External Director and Independent Non-Executive Director of £75,000 gross per annum (plus Israeli VAT (to the extent applicable)).	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
3. To approve an increase in the fees payable to Anne Grim for her services as an External Director and Independent Non-Executive Director, from £65,000 gross per annum to £75,000 gross per annum effective 16 March 2021.	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
4. To approve the fees payable to Sigalia Heifetz for her services as an Independent Non-Executive Director of £75,000 gross per annum, (plus Israeli VAT (to the extent applicable), effective as of the date of her appointment to the Board.	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
5. To amend Article 41 of the Company's Articles of Association to increase the maximum size of the Company's Board of Directors from eight directors to nine directors.	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>

Signature

Date