



Plus500 Ltd.
("Plus500" or "the Company")

Statement in relation to 2019 EGM

Plus500 noted the significant vote against resolutions 6 and 7 at its EGM on 19 January 2019 regarding the remuneration terms for the Chief Executive Officer and the Chief Financial Officer. We have set out below rationale for the resolutions and have aimed to explain what the Board has done to address the matters raised by shareholders following the vote.

Since the EGM, the Board has met and communicated with a number of shareholders to better understand their concerns; the Board is grateful for the shareholders' engagement and feedback. The Board, and the Remuneration Committee in particular, acknowledges that the remuneration structure for its Executive Directors is not yet perfectly aligned with the UK Corporate Governance Code, however, it contends that it has been greatly enhanced compared to previous years following the advice of the Remuneration Committee's consultants, PricewaterhouseCoopers LLP (PwC), which provided remuneration advice around the transition to a more UK corporate governance compliant structure following the Company's move to the Main Market in June 2018.

The Company is incorporated in Israel, and maintains its head office there, and competes heavily for talent in this area. The Board has attempted to find a balance between best practice whilst taking into account the need to recruit and retain the best quality people. The remuneration terms of the Chief Executive Officer and the Chief Financial Officer include a share appreciation right and an LTIP to align the Executive Directors with shareholders. To further align the interests of shareholders and those of our Executive Directors, the remuneration structure for the Executive Directors changed this year to include an overall cap along with a bonus deferral period, with the expectation for the Executive Directors to build up a personal shareholding of at least two times their basic remuneration.

The Board is committed to continuing to evolve the remuneration structure over time and will continue to engage with shareholders on their concerns, this valuable feedback will go into shaping the remuneration structure in future years. In accordance with Israeli law, all changes to directors' remuneration require prior approval of the Company's shareholders, which will continue to be obtained prior to any change in directors' remuneration. The Company will set out further detail on this dialogue and its outcome within the Company's Annual Report & Accounts for the year ending 31 December 2019.