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This announcement is an advertisement for the purposes of Rule 3.3 of the Prospectus Regulation Rules of the Financial Conduct Authority (the "**FCA**") made under section 73A of the Financial Services and Markets Act 2000 (the "**FSMA**") and is not a prospectus nor an offer of securities for sale in any jurisdiction, including in or into the United States, Canada, Australia, South Africa or Japan.

Neither this announcement, nor anything contained herein, nor anything contained in the Registration Document (as defined herein) shall form the basis of, or be relied upon in connection with, any offer or commitment whatsoever in any jurisdiction. Investors should not purchase any shares referred to in this announcement or the Registration Document except solely on the basis of the information contained in a prospectus in its final form (together with any supplementary prospectus, if relevant, the "**Prospectus**"), including the risk factors set out therein, that may be published by iFOREX Financial Trading Holdings Ltd. (the "**Company**" and, together with its subsidiaries, the "**Group**"), in due course in connection with a possible offer (the "**Offer**") of ordinary shares in the Company (the "**Ordinary Shares**") and the possible admission of such Ordinary Shares to the equity shares (commercial companies) segment of the Official List of the FCA and to trading on the Main Market for listed securities of London Stock Exchange plc (the "**London Stock Exchange**") (together, "**Admission**"). A copy of any Prospectus published by the Company will, if published, be available for inspection on the Company's website at <u>www.iforex.com/investors/investor-relations</u>, subject to certain access restrictions.

19 May 2025

iFOREX Financial Trading Holdings Ltd.

(trading as "iFOREX")

("iFOREX", the "Company" or the "Group")

Confirmation of Intention to Float on the Main Market of the London Stock Exchange

Following the announcement on 9 May 2025 of its expected intention to float, iFOREX Financial Trading Holdings Ltd., a leading fintech business with a proprietary online and mobile trading platform for multi-asset contracts for difference ("**CFD**"), today confirms its intention to undertake an initial public offering and certain details of the Offer.

The Company intends to apply for admission of its Ordinary Shares to the equity shares (commercial companies) category of the official list of the FCA and to trading on the main market of London Stock Exchange plc (the "London Stock Exchange") ("Admission") which is currently expected to occur in late June 2025.

Capitalised terms not defined in this announcement have the meaning given to them in the Registration Document.

Confirmation of Offer Details:

- The Company expects that its shares will be admitted to listing on the equity shares (commercial companies) category of the Official List and trading on the Main Market of the London Stock Exchange.
- The Offer is expected to comprise solely of new Ordinary Shares.
- The Offer will be made to institutional investors by way of a placing together with an offer to be made to intermediaries using the Bookbuild platform for distribution to retail investors in the United Kingdom (the "Bookbuild Intermediaries Offer").
- Eyal Carmon, the business' founder and majority shareholder (the "Founder"), will remain the majority shareholder of iFOREX upon Admission and has agreed to enter into a relationship agreement upon Admission. The Founder will continue to assist with providing his expertise to the business through a consultancy agreement with Recap Ltd., a company wholly owned by the Founder.
- The Founder, the Directors, the Proposed Directors, and certain other senior managers and employees who hold an interest in the Ordinary Shares through an employee share ownership trust (the "**ESOP**") have agreed to a 12-month lock-up period, and subsequent 12-month orderly market period, in respect of their interest in the Ordinary Shares held at Admission.
- Any additional details in relation to the Offer, together with any changes to corporate governance arrangements would be disclosed in a Prospectus, if and when published.
- The Company has engaged Shore Capital and Corporate Limited as Sponsor and Shore Capital Stockbrokers Limited as Sole Bookrunner.

Enquiries:

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IMPORTANT LEGAL INFORMATION

The contents of this announcement, which has been prepared by and is the sole responsibility of iFOREX Financial Trading Holdings Ltd. (the **"Company**"), has been approved by Shore Capital and Corporate Limited (**"Shore Capital**") solely for the purposes of section 21(2)(b) of FSMA (as amended).

The information contained in this announcement is for background purposes only and does not purport to be full or complete. No reliance may be placed by any person for any purpose on the information contained in this announcement or on its accuracy, fairness or completeness.

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This announcement is not for publication, distribution or release, in whole or in part, directly or indirectly, in or into Australia, the Republic of South Africa, Japan, Canada or any other country outside of the United Kingdom where such distribution may lead to a breach of any legal or regulatory requirement (each a "**Restricted Jurisdiction**"). The Ordinary Shares have not been, and will not be, registered under the applicable securities laws of (and clearances have not been, and will not be, obtained from the relevant securities authorities or commissions of) any Restricted Jurisdiction. The distribution of this announcement in or into (or to persons or residents in, or citizens of) jurisdictions outside of the United Kingdom may be restricted by law and persons into whose possession this announcement comes should inform themselves about, and observe, any such restrictions. Any failure to comply with these restrictions may constitute a violation of the laws of the relevant jurisdiction.

This announcement is only addressed to and directed at specific addressees who: (A) if in a member state of the European Economic Area (the "EEA"), are persons who are "qualified investors" within the meaning of Article 2(e) of Regulation (EU) 2017/1129 (as amended) (the "Prospectus Regulation") ("Qualified Investors"); and (B) if in the United Kingdom, are "qualified investors" within the meaning of Article 2(e) of the UK version of the Prospectus Regulation as it forms part of domestic law in the United Kingdom by virtue of the European Union (Withdrawal) Act 2018 (the "UK Prospectus **Regulation**") who are: (i) persons having professional experience in matters relating to investments who fall within the definition of "investment professionals" in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "Order"); or (ii) high net worth entities falling within Article 49(2)(a) to (d) of the Order; or (iii) are other persons to whom an invitation or inducement to engage in investment activity (within the meaning of section 21 of FSMA (as amended)) in connection with the sale of any securities of the Company or any member of its group may otherwise lawfully be communicated or caused to be communicated (all such persons referred to in (i), (ii) and (iii) together being "Relevant Persons"). This announcement must not be acted on or relied on (i) in the United Kingdom, by persons who are not Relevant Persons, and (ii) in any member state of the EEA by persons who are not Qualified Investors. Any investment activity to which this announcement relates (i) in the United Kingdom is available only to, and may be engaged in only with, Relevant Persons, and (ii) in any member state of the EEA is available only to, and may be engaged only with, Qualified Investors.

This announcement may include statements that are, or may be deemed to be, "forward-looking statements". These forward-looking statements may be identified by the use of forward-looking terminology, including the terms "believes", "estimates", "plans", "projects", "targets, "anticipates", "expects", "intends", "may", "will", "forecast" or "should" or, in each case, their negative or other variations or comparable terminology, or by discussions of strategy, plans, objectives, goals, future events or intentions. These statements reflect beliefs of the directors of iFOREX Financial Trading Holdings Ltd (the "**Directors**") (including based on their expectations arising from pursuit of the Group's strategy) as well as assumptions made by the Directors and information currently available to

the Group. Although the Directors consider that these beliefs and assumptions are reasonable, by their nature, forward-looking statements reflect the Group's current view with respect to future events and involve known and unknown risks, uncertainties, assumptions and other factors that may cause the Group's actual financial position, results of operations, cash flows, liquidity, prospects, growth or strategies to be materially different from any future such metric expressed or implied by such statements. Past performance cannot be relied upon as a guide to future performance and should not be taken as a representation that trends or activities underlying past performance will continue in the future. Forward-looking statements speak only as of the date they are made. Forward-looking statements may and often do differ materially from actual results. No representation is made that any of these statements or forecasts will come to pass or that any forecast results will be achieved.

In light of these risks, uncertainties and assumptions, the events in the forward-looking statements may not occur or the Company's or the Group's actual results, performance or achievements might be materially different from the expected results, performance or achievements expressed or implied by such forward-looking statements. Each of Shore Capital, Shore Capital Stockbrokers Limited, the Company or any member of the Group, or any of such person's affiliates or their respective directors, officers, employees, agents or advisers expressly disclaim any obligation or undertaking to update, review or revise any such forward-looking statement or any other information contained in this announcement, whether as a result of new information, future developments or otherwise, except to the extent required by applicable law. You are therefore cautioned not to place any undue reliance on such forward-looking statements. In addition, even if the results of operations, financial condition and liquidity of the Group, and the development of the industry in which the Group operates are consistent with the forward-looking statements set out in this announcement, those results or developments may not be indicative of results or developments in subsequent periods. No statement in this announcement is intended to be a profit forecast.

Any purchase of Ordinary Shares in the possible Offer should be made solely on the basis of information contained in the Prospectus which may be issued by the Company in connection with the possible Offer. The information in this announcement is subject to change. Before purchasing any Ordinary Shares, persons viewing this announcement should ensure that they fully understand and accept the risks which will be set out in the Prospectus, if published. No reliance may be placed for any purpose on the information contained in this announcement or its accuracy, fairness or completeness. Neither this announcement, nor anything contained in the Registration Document, shall constitute, or form part of, any offer or invitation to sell, or any solicitation of any offer to acquire, any Ordinary Shares or any other securities, nor shall it (or any part of it), or the fact of its distribution, form the basis of, or be relied on in connection with, or act as any inducement to enter into, any contract or commitment whatsoever.

The Company may decide not to go ahead with the possible Offer and there is therefore no guarantee that a Prospectus will be published, the Offer will be made or Admission will occur. Potential investors should not base their financial decision on this announcement. Acquiring investments to which this announcement relates may expose an investor to a significant risk of losing all of the amount invested. Persons considering making investments should consult an authorised person specialising in advising on such investments. Neither this announcement, nor the Registration Document, constitutes a recommendation concerning a possible offer. The value of shares can decrease as well as increase. Potential investors should consult a professional adviser as to the suitability of a possible Offer for the person concerned.

Nothing contained herein constitutes or should be construed as (i) investment, tax, financial, accounting or legal advice, (ii) a representation that any investment or strategy is suitable or appropriate to your individual circumstances or (iii) a personal recommendation to you.

Apart from the responsibilities and liabilities, if any, which may be imposed on Shore Capital or Shore Capital Stockbrokers Limited by FSMA or the regulatory regime established thereunder, or under the regulatory regime of any jurisdiction where the exclusion of liability under the relevant regulatory regime would be illegal, void or unenforceable, none of Shore Capital nor Shore Capital Stockbrokers Limited nor any of their respective affiliates and/or any of their or their affiliates' directors, officers, employees, advisers and/or agents accepts any responsibility or liability whatsoever for, or makes any representation or warranty, express or implied, as to, the truth, accuracy or completeness of the information in this announcement (or whether any information has been omitted from the announcement) and/or any other information relating to the Company, the Group or its associated companies, whether written, oral or in a visual or electronic form, and howsoever transmitted or made available, or for any loss howsoever arising from any use of this announcement or its contents or otherwise arising in connection therewith.

Shore Capital and Shore Capital Stockbrokers Limited are authorised and regulated by the FCA in the United Kingdom and are acting exclusively for the Company and no one else in connection with the possible Offer. Shore Capital and Shore Capital Stockbrokers Limited will not regard any other person (whether or not a recipient of this announcement) as their client in relation to the possible Offer and will not be responsible to anyone other than the Company for providing the protections afforded to their respective clients nor for giving advice in relation to the possible Offer, the contents of this announcement or any transaction, arrangement or other matter referred to herein.

Certain data in this announcement, including financial, statistical, and operating information has been rounded. As a result of the rounding, the totals of data presented in this announcement may vary slightly from the actual arithmetic totals of such data. Percentages in tables may have been rounded and accordingly may not add up to 100 per cent.

Unless otherwise indicated, market, industry and competitive position data are estimated (and accordingly, approximate) and should be treated with caution. Such information has not been audited or independently verified, nor has the Group ascertained the underlying economic assumptions relied upon therein.

For the avoidance of doubt, the contents of the Group's website, or any website directly or indirectly linked to the Group's website, are not incorporated by reference into, and do not form part of, this announcement.