



(A non-cellular company limited by shares incorporated under the laws of Guernsey with registered number 75570)

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in doubt as to any aspect of the proposals referred to in this document or the action you should take, you are advised to seek your own advice from your stockbroker, solicitor, accountant or other independent professional adviser duly authorised under the Financial Services and Markets Act 2000 (as amended) immediately.

If you have sold or otherwise transferred all your shares in iFOREX Financial Trading Holdings Ltd., please forward this document, together with the accompanying documents, as soon as possible to the purchaser or transferee, or to the person through whom the sale or transfer was effected for transmission to the purchaser or transferee.

20 May 2026

Dear Shareholder,

I am pleased to send you the notice of the annual general meeting (the "**AGM**") of the shareholders of iFOREX Financial Trading Holdings Ltd. (the "**Company**"), to be held at the offices of Shore Capital, Cassini House, 57 St James's Street, London, England, SW1A 1LD on Thursday, 18 June 2026 at 12:00 p.m.

We look forward to being able to welcome shareholders to attend our AGM in person.

The formal notice of the AGM (the "**Notice**") is set out on pages 3 to 5. A detailed explanation of the business of the AGM can be found on pages 6 to 18.

A copy of the Company's Annual Report and Audited Financial Statements for the financial year ended 31 December 2025 can be found on the Company's website at <https://www.iforex.com/investors/corporate-documents>.

Re-Election of Directors

All Directors are offering themselves for re-election in accordance with the 2024 UK Corporate Governance Code and the Articles of Incorporation of the Company (the "**Articles**"). Please note for your information that biographical details of all the Directors offering themselves for re-election, as well as certain information regarding the Directors considered by the Board to be independent for the purposes of the 2024 UK Corporate Governance Code, are set out in the explanatory notes to the resolutions that accompany the Notice.

Voting

The Directors of the Company believe that the proposed resolutions set out in the Notice are in the best interests of the Company and its shareholders as a whole. Accordingly, the Directors unanimously recommend that you vote in favour of the proposed resolutions, as they intend to do in respect of their own holdings in the Company.

If you would like to vote on the resolutions, please appoint a proxy by no later than 12:00 p.m. on Tuesday, 16 June 2026.

All resolutions will be put to a poll in reflection of best practice and to ensure that all shareholders have their votes taken into account, proportional to their shareholdings in the Company.

The results of the AGM will be announced to the market via a Regulatory Information Service, and be published on our website at <https://www.iforex.com/investors/corporate-documents>, as soon as practicable after the conclusion of the AGM. Should you wish to discuss anything ahead of the AGM, please use the following contact details:

New Street Management Limited, the Company Secretary
iforex@nsm.group

Yours faithfully,

Mr Ron Golan
Non-Executive Chair

NOTICE OF ANNUAL GENERAL MEETING 2026

Notice is hereby given that the annual general meeting (the “**AGM**”) of the shareholders of iFOREX Financial Trading Holdings Ltd. (the “**Company**”) will be held at the offices of Shore Capital, Cassini House, 57 St James’s Street, London, England, SW1A 1LD on Thursday, 18 June 2026 at 12:00 p.m. to consider and if thought fit, to pass the resolutions below (the “**Resolutions**”).

Resolutions 1 to 10 (inclusive) will be proposed as ordinary resolutions and Resolutions 11 to 13 (inclusive) will be proposed as special resolutions. Further information on all Resolutions is given in the explanatory notes on pages 6 to 18 of this notice (the “**Notice**”).

Resolutions 7, 8 and 9 will each also (in addition to the ordinary resolution of the shareholders as a whole) be subject to approval by a simple majority of the Independent Shareholders (as defined in the explanatory notes accompanying this Notice) voting, in order to be passed.

ORDINARY RESOLUTIONS

1. To receive the Company's Annual Report and Audited Financial Statements for the financial year ended 31 December 2025, including the report of the directors of the Company (the “**Directors**”) and the report of the auditor of the Company (the “**Auditor**”).
2. To re-appoint Kost Forer Gabbay and Kasierer (a member of EY Global) as Auditor of the Company to hold office from the conclusion of the AGM until the conclusion of the next annual general meeting at which financial statements are to be laid.
3. To authorise the Directors (with power of delegation to the audit committee of the board of Directors (the “**Board**”)) to agree the remuneration of the Auditor.
4. To declare a final dividend of USD 0.055 per ordinary share in the capital of the Company (each an “**Ordinary Share**”) payable to the shareholders on the Company's register of members at the close of business on Friday, 26 June 2026.
5. To re-elect Itai Sadeh as a Director.
6. To re-elect Shirley Winkler Hollander as a Director.
7. To re-elect Ron Golan as a Director.
8. To re-elect Sir Michael Davis as a Director.
9. To re-elect Denzil Jenkins as a Director.
10. THAT, the Directors are generally and unconditionally authorised to exercise all the powers of the Company to allot Ordinary Shares in the Company, and to grant rights to subscribe for or to convert any security into Ordinary Shares in the Company:
 - (a) up to an aggregate of 7,494,493 Ordinary Shares; and
 - (b) up to a further aggregate of 7,494,493 Ordinary Shares in connection with or pursuant to an offer of or invitation to apply for, equity securities by way of a fully pre-emptive offer to:
 - a. holders of Ordinary Shares (other than the Company) in proportion (as nearly as may be practicable) to their respective holdings; and
 - b. holders of other equity securities as required by the rights of those securities or as the Directors otherwise consider necessary,

and so that the Directors may impose any limits or restrictions and make any arrangements which they consider necessary or appropriate to deal with treasury shares, fractional entitlements, record dates or legal, regulatory or practical problems in, or under the laws of, any territory or any other matter.

This authority shall expire at the conclusion of the next annual general meeting of the Company or if earlier, at the close of business on 18 September 2027 (unless previously renewed, varied or revoked by the Company), in each case, so that the Company may, before such expiry, make an offer or agreement which would or might require Ordinary Shares to be allotted or rights to subscribe for or convert securities into Ordinary Shares to be granted after such expiry and the Directors may allot Ordinary Shares or grant rights to subscribe for or convert securities into Ordinary Shares pursuant to such an offer or agreement as if this authority had not expired.

SPECIAL RESOLUTION

11. THAT, subject to and conditional on the passing of Resolution 10, the Directors be authorised to allot equity securities for cash pursuant to the authority conferred by Resolution 10 and/or to sell Ordinary Shares held by the Company as treasury shares for cash, provided that such power is limited to:

(a) the allotment of equity securities or sale of treasury shares for cash in connection with an offer of or invitation to apply for equity securities (but in the case of the authority granted under paragraph (b) of Resolution 10, such power shall be limited to the allotment of equity securities in connection with a fully pre-emptive offer only) to:

- i. holders of Ordinary Shares in proportion (as nearly as may be practicable) to their respective holdings; and
- ii. holders of other equity securities as required by the rights of those securities or as the Directors otherwise consider necessary,

and so that the Directors may impose any limits or restrictions and make any arrangements which they consider necessary or appropriate to deal with treasury shares, fractional entitlements, record dates or legal, regulatory or practical problems in, or under the laws of, any territory or any other matter;

(b) the allotment of equity securities or sale of treasury shares for cash (otherwise than under paragraph (a) of this Resolution 11) up to an aggregate of 2,248,347 Ordinary Shares; and

(c) the allotment of equity securities or sale of treasury shares (otherwise than under paragraph (a) or (b) of this Resolution 11) up to an aggregate nominal amount equal to 20 per cent. of any allotment of equity securities or sale of treasury shares from time to time under paragraph (b) of this Resolution 11, such authority to be used only for the purposes of making a follow-on offer which the Directors determine to be of a kind contemplated by paragraph 3 of Section 2B of the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this Notice,

such authority to expire at the conclusion of the next annual general meeting of the Company or, if earlier, at the close of business on 18 September 2027 (unless previously renewed, varied or revoked by the Company) but, in each case, before such expiry the Company may make offers, and enter into agreements, which would, or might, require equity securities to be allotted (and treasury shares to be sold) after the authority expires and the Directors may allot equity securities (and sell treasury shares) under any such offer or agreement as if this authority had not expired.

12. THAT, subject to and conditional on the passing of Resolution 10, the Directors be authorised in addition to any authority granted under Resolution 11 to allot equity securities for cash pursuant to the authority conferred by Resolution 10 and/or to sell Ordinary Shares held by the Company as treasury shares for cash, provided that such power is limited to:

(a) the allotment of equity securities or sale of treasury shares up to an aggregate of 2,248,347 Ordinary Shares such authority to be used only for the purposes of financing (or refinancing, if the authority is to be used within 12 months after the original transaction) a transaction which the Directors determine to be either an acquisition or a

specified capital investment of a kind contemplated by the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this Notice; and

- (b) the allotment of equity securities or sale of treasury shares (otherwise than under paragraph (a) of this Resolution 12) up to an aggregate nominal amount equal to 20 per cent. of any allotment of equity securities or sale of treasury shares from time to time under paragraph (a) of this Resolution 12, such authority to be used only for the purposes of making a follow-on offer which the Directors determine to be of a kind contemplated by paragraph 3 of Section 2B of the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this Notice,

such authority to expire at the conclusion of the next annual general meeting of the Company or, if earlier, at the close of business on 18 September 2027 (unless previously renewed, varied or revoked by the Company) but, in each case, before such expiry the Company may make offers, and enter into agreements, which would, or might, require equity securities to be allotted (and treasury shares to be sold) after the authority expires and the Directors may allot equity securities (and sell treasury shares) under any such offer or agreement as if this authority had not expired.

- 13. THAT, the Company be and is generally and unconditionally authorised in accordance with section 315 of the Companies (Guernsey) Law, 2008 (as amended) to make market acquisitions of its Ordinary Shares either for cancellation or to hold as treasury shares for future resale or transfer, provided that:

- (a) the maximum number of Ordinary Shares authorised to be purchased is 2,248,347 Ordinary Shares;
- (b) the minimum price (exclusive of expenses) which may be paid for an Ordinary Share is £0.01;
- (c) the maximum price (exclusive of expenses) which may be paid for each Ordinary Share must not be more than the higher of:
 - (i) 5 per cent. above the average middle market quotations for an Ordinary Share, as derived from the London Stock Exchange Daily Official List, for the five business days immediately preceding the day on which the Ordinary Share is purchased; and
 - (ii) the higher of (a) the price of the last independent trade of an Ordinary Share, and (b) the highest current independent bid for an Ordinary Share on the London Stock Exchange at the time the purchase is carried out,

such authority to expire at the conclusion of the next annual general meeting of the Company or if earlier, at the close of business on 18 September 2027 (except in relation to the purchase of Ordinary Shares the contract of which was concluded before the expiry of such authority and which might be exceeded wholly or partly after such expiry) unless such authority is renewed prior to such time.

By order of the Board

New Street Management Limited
Secretary

Dated: 20 May 2026

Registered office: c/o New Street Management Limited, Les Echelons Court, Les Echelons, St Peter Port, Guernsey GY1 1AR

Registered in Guernsey with registered number 75570

EXPLANATORY NOTES – RESOLUTIONS

At the AGM there are 13 Resolutions which shareholders are being asked to consider and, if thought fit, approve. An explanation of each of these Resolutions is given below. Resolutions 1 to 10 (inclusive) are proposed as ordinary resolutions, and Resolutions 11 to 13 (inclusive) are proposed as special resolutions.

To be passed, an ordinary resolution requires a simple majority of the valid votes cast to be cast in favour, and a special resolution requires a majority of not less than 75 per cent. of the votes cast to be cast in favour.

Resolutions 7, 8 and 9 will each also (in addition to the ordinary resolution of the shareholders as a whole) be subject to approval by a simple majority of the Independent Shareholders (as defined in the explanatory notes below) voting, in order to be passed.

The Board recommends that shareholders vote in favour of all Resolutions in the Notice of AGM.

ORDINARY RESOLUTIONS

RESOLUTION 1 – ANNUAL REPORT AND AUDITED FINANCIAL STATEMENTS

Pursuant to section 252 of the Companies (Guernsey) Law, 2008 (as amended) (the “**Law**”), the Company must present copies of its most recent accounts, directors’ report and auditor’s report at the AGM and shareholders are asked to receive them. The Company’s Annual Report and Audited Financial Statements for the financial year ended 31 December 2025 (including the report of the Directors and the report of the Auditor) can be downloaded from the Company’s website at <https://www.iforex.com/investors/corporate-documents>.

RESOLUTIONS 2 AND 3 – RE-APPOINTMENT AND REMUNERATION OF AUDITOR

Pursuant to the Law, an auditor must be appointed for each financial year of the Company. The audit committee of the Board (the “**Audit Committee**”) has assessed the independence, objectivity and effectiveness of the Company’s current Auditor, Kost Forer Gabbay and Kasierer (a member of EY Global) (“**KFGK**”), and concluded that KFGK was independent and objective in discharging its external audit functions and that the audit has been effective for the financial year ended 31 December 2025. KFGK has indicated that it is willing to continue to be the Auditor of the Company until the conclusion of the next annual general meeting at which accounts are laid before the Company. You are therefore asked to approve KFGK’s re-appointment as the Company’s Auditor, to hold office from the AGM’s conclusion until the conclusion of the next annual general meeting at which financial statements are laid before the Company, and to authorise the Directors (with power of delegation to the Audit Committee) to agree the Auditor’s remuneration.

Further details of how the Audit Committee assessed the Auditor prior to recommending them for re-appointment can be found on pages 60 to 61 of the Company’s Annual Report and Audited Financial Statements for the financial year ended 31 December 2025.

RESOLUTION 4 – DECLARATION OF FINAL DIVIDEND

The Directors recommend a final dividend of USD 0.055 per Ordinary Share for the financial year ended 31 December 2025, reflecting the performance of the Company and its subsidiaries (together, the “**Group**”) during that period and the timing of the Company’s admission to trading on the London Stock Exchange on 25 February 2026 (“**Admission**”). If approved, the dividend will be paid to shareholders on the Company’s register of members at the close of business on Friday, 26 June 2026.

If Resolution 4 is approved at the AGM on 18 June 2026, the timetable for the final dividend will be

as follows:

Ex-Dividend Date	25 June 2026
Record Date	26 June 2026
Pay Date	24 July 2026

RESOLUTIONS 5 to 9 – RE-ELECTION OF DIRECTORS

Resolutions 5 to 9 (inclusive) deal with the re-election of the Directors of the Company. All Directors of the Company are retiring and offering themselves for re-election in accordance with provision 18 of the 2024 UK Corporate Governance Code.

The Directors' biographies are set out on pages 12 to 15 (inclusive) of this document, and it is the Board's view that the biographical information set out on those pages illustrates why each Director's contribution is, and continues to be, important to the Company's long-term sustainable success.

Independent Directors

Resolutions 7 to 9 (inclusive) in particular relate to the re-election of Ron Golan, Sir Michael Davis and Denzil Jenkins, respectively, who are Directors that the Board has determined are independent non-executive Directors for the purposes of the 2024 UK Corporate Governance Code (the "**Independent Directors**").

Under UK Listing Rule ("**UKLR**") 6.2.8R, because Mr Eyal Carmon is a 'controlling shareholder' of the Company within the meaning of the UKLRs, the election or re-election of any Independent Director by shareholders must be approved by a majority vote of both:

- (a) the shareholders as a whole; and
- (b) the shareholders of the Company entitled to vote on the election of Directors who are not 'controlling shareholders' of the Company within the meaning of the UKLRs (the "**Independent Shareholders**").

Resolutions 7 to 9 are therefore being proposed as ordinary resolutions which all shareholders may vote on, but in addition the Company will separately count the number of votes cast by Independent Shareholders in favour of the relevant Resolution (as a proportion of the total votes of Independent Shareholders cast on the Resolution) to determine whether the threshold referred to in (b) above has been met. The Company will announce the result of Resolutions 7 to 9 on this basis as well as announcing the results of the ordinary resolutions of all shareholders.

Under the UKLR 6.2.9R, if a resolution to elect or re-elect an Independent Director is not approved by majority vote of both the shareholders as a whole and the Independent Shareholders of the Company at the AGM, a further resolution may be put forward to be approved by the shareholders as a whole at a general meeting which must be held more than 90 days after the date of the original vote but within 120 days of the date of the original vote. Accordingly, if any of Resolutions 7 to 9 are not approved by a majority vote of the Company's shareholders as a whole and the Independent Shareholders at the AGM, the relevant Director(s) will be treated as having been elected or re-elected only for the period from the date of the AGM until the earlier of: (i) the close of any general meeting of the Company, convened for a date more than 90 days after the AGM but within 120 days of the AGM, to propose a further resolution to re-elect him or her; (ii) the date which is 120 days after the AGM; and (iii) the date of any announcement by the Board that it does not intend to propose a further resolution.

In the event that the relevant Director's re-election is approved by a majority vote of all shareholders at a second meeting, the Director will then be re-elected until the next AGM at which they stand for re-election.

The process of selecting the Independent Directors was undertaken during the course of 2025 by the Board members at the time (being Itai Sadeh and Shirley Winkler Hollander), in preparation for the Company's Admission, and this process culminated in the decision of the Board in February

2026 to appoint each of the Independent Directors, which appointments took effect upon Admission on 25 February 2026. The Independent Directors were selected in order to strengthen the Board by bringing in highly experienced leaders whose expertise aligns with the Company's long-term strategic ambitions, and to enhance governance capabilities, deepen sector knowledge and ensure that the Board has the appropriate skills and insight for life as a Main Market listed company. Sir Michael Davis brings extensive global leadership and transactional experience, having raised almost USD 40 billion from global capital markets and successfully completed over USD 120 billion of corporate transactions, while Denzil Jenkins contributes significant regulatory, compliance and financial-markets expertise gained through senior roles within leading exchanges and regulatory bodies. Ron Golan also brings extensive experience in capital markets and the management of internal organisations. Together, the Independent Directors' diverse backgrounds reinforce the Board's ability to provide effective oversight and guide the Group's strategic direction.

The Independent Directors' biographies are set out on pages 13 to 15 (inclusive) of this document, and it is the Board's view that the biographical information set out on those pages illustrates why each of the Independent Directors is, and continues to be, an effective Director whose contribution is important to the Company's long-term sustainable success.

The Board considered the independence of each of Ron Golan, Sir Michael Davis and Denzil Jenkins as part of the Company's preparations for Admission and prior to appointing them as Independent Directors of the Company, and determined that they were each "independent non-executive directors" within the meaning of the 2024 UK Corporate Governance Code and free from any business or other relationship that could materially interfere with the exercise of their independent judgment. This remains the Board's view as at the date of publication of this Notice.

The Independent Directors do not have any existing or previous relationships, transactions or arrangements with the Company, its Directors, Mr Eyal Carmon or any associate of Mr Eyal Carmon, except for the share incentive plan awards and other interests in shares, and cash bonuses, of certain of the Independent Directors as described in pages 62 to 69 (inclusive) of the Company's Annual Report and Audited Financial Statements for the financial year ended 31 December 2025. Additionally, Ron Golan's previous appointment as a director of the Company's subsidiary, iFOREX Holding Ltd., as of 26 November 2024 was in connection with the Company's preparations for Admission and assisting the Group with this process. The Board does not consider that any of these past or present relationships, transactions or arrangements impair, or have the potential to impair, the independent judgement of any of the Independent Directors.

RESOLUTION 10 – AUTHORITY TO ALLOT, GRANT RIGHTS TO SUBSCRIBE OR CONVERT ANY SECURITY INTO ORDINARY SHARES

Under Article 4 of the Company's articles of association (the "**Articles**"), the Board is only authorized to allot equity securities up to the aggregate number of Ordinary Shares authorized by the shareholders of the Company by ordinary resolution to be allotted in the relevant period. Accordingly, the purpose of Resolution 10 is to renew the Directors' authority to allot Ordinary Shares, and to grant rights to subscribe for or to convert any security into Ordinary Shares in the Company.

The aggregate number of Ordinary Shares which can be allotted under the authority set out in paragraph (a) of Resolution 10 is limited to 7,494,493, which represents approximately one-third of the Company's issued Ordinary Share capital (excluding treasury shares) as at 19 May 2026 (the latest practicable date prior to publication of this Notice).

The authority in paragraph (b) of Resolution 10 permits the Directors to allot Ordinary Shares in the Company, and to grant rights to subscribe for or to convert any security into Ordinary Shares in the Company, only in connection with a fully pre-emptive offer, up to a further aggregate of 7,494,493 Ordinary Shares. This amount, together with the authority under paragraph (a) of Resolution 10, represents approximately two-thirds of the Company's issued Ordinary Share capital (excluding treasury shares) as at 19 May 2026. This is in line with the latest Investment Association Share Capital Management Guidelines published in February 2023 which regard as routine an authority to allot shares up to two-thirds of the existing issued share capital provided that any amount in excess of one-third of the Company's existing issued share capital should only be allotted pursuant to a fully pre-emptive offer.

The authority will last until the conclusion of the next annual general meeting of the Company or, if earlier, at the close of business on 18 September 2027 (unless previously renewed, varied or revoked by the Company). The Directors have no present intention of exercising this authority other than in the ordinary course of business in connection with making share awards and/or granting options under the Company's 2024 Share Incentive Plan, but believe that the flexibility allowed by Resolution 10 may assist them in taking advantage of business opportunities as they arise.

As at 19 May 2026, the Company does not hold any Ordinary Shares in treasury.

The Directors intend to renew this authority annually.

SPECIAL RESOLUTIONS

RESOLUTIONS 11 and 12 – DISAPPLICATION OF PRE-EMPTION RIGHTS

Guernsey companies law does not confer statutory rights of pre-emption on shareholders in respect of the allotment of equity securities which are, or are to be, paid up in cash. However, under the Articles, if the Directors wish to allot Ordinary Shares for cash or sell treasury shares for cash (other than pursuant to an Employee Share Scheme (as defined in the Articles), which includes the Company's 2024 Share Incentive Plan), they must first offer them to existing shareholders in proportion to their holdings. The purpose of Resolutions 11 and 12 (which will be proposed as special resolutions) is to authorise the Directors (subject to the passing of Resolution 10) to allot Ordinary Shares and sell treasury shares in exchange for cash without first offering them to existing shareholders in proportion to their existing shareholdings.

The authority under Resolution 11 would be limited to:

- (a) allotments or sales by way of a fully pre-emptive offer only;
- (b) allotments or sales (otherwise than pursuant to paragraph (a) above) up to an aggregate of 2,248,347 Ordinary Shares, which represents approximately 10 per cent. of the Company's issued Ordinary Share capital as at close of business on 19 May 2026 (being the latest practicable date prior to the publication of this Notice); and
- (c) allotments or sales (otherwise than pursuant to paragraphs (a) and (b) above) up to an aggregate nominal amount equal to 20 per cent. of any allotment of equity securities or sale of treasury shares under paragraph (b) above, such authority to be used only for the purposes of making a follow-on offer which the Board determines to be of a kind contemplated by paragraph 3 of Section 2B of the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this Notice (the "**Statement of Principles**").

Resolution 12 would give the Directors authority to allot additional Ordinary Shares for cash and/or to sell treasury shares:

- (a) up to an aggregate of 2,248,347 Ordinary Shares, which is approximately 10 per cent. of the Company's issued Ordinary Share capital as at close of business on 19 May 2026 (being the latest practicable date prior to the publication of this Notice), to be used only for the purposes of financing (or refinancing, if the authority is to be used within 12 months after the original transaction) a transaction which the Directors determine to be either an acquisition or a specified capital investment of a kind contemplated by the Statement of Principles; and
- (b) (otherwise than pursuant to paragraph (a) above) up to an aggregate nominal amount equal to 20 per cent. of any allotment of equity securities or sale of treasury shares under paragraph (a) above, such authority to be used only for the purposes of making a follow-on offer which the Board determines to be of a kind contemplated by paragraph 3 of Section 2B of the Statement of Principles.

These disapplication authorities are in line with the Statement of Principles.

The authority sought and the limits set by Resolutions 11 and 12 will also apply to any sale or transfer of treasury shares. The Directors consider it prudent to have the flexibility to buy back Ordinary Shares into treasury and subsequently to sell or to transfer them, if appropriate. This will enable them to act on short notice in appropriate circumstances if that is in the best interests of the Company.

Resolutions 11 and 12, if passed, would give the Directors the authority to allot Ordinary Shares for cash and/or to sell treasury shares on a non pre-emptive basis for up to 20 per cent. of the issued Ordinary Share capital of the Company with a further 4 per cent. for any follow-on offers only.

There are no current plans to allot Ordinary Shares pursuant to the authority under Resolutions 11 and 12, however, the Directors wish to ensure that the Company has maximum flexibility in managing the Group's capital resources. Any issues of Ordinary Shares under these Resolutions will be in accordance with the shareholder protections contemplated in paragraph 1 of Section 2B of the Statement of Principles.

These authorities will expire at the conclusion of the next annual general meeting of the Company or, if earlier, at the close of business on 18 September 2027 (unless previously renewed, varied or revoked by the Company).

RESOLUTION 13 – AUTHORITY TO MAKE MARKET ACQUISITIONS OF ORDINARY SHARES FOR CANCELLATION OR TO HOLD AS TREASURY SHARES

Resolution 13 seeks authority for the Company to purchase its own Ordinary Shares in the market as permitted by the Law. The authority limits the number of Ordinary Shares that could be purchased to a maximum of 2,248,347 Ordinary Shares, representing approximately 10 per cent. of the Company's issued Ordinary Share capital as at 19 May 2026 (excluding treasury shares) and specifies the minimum and maximum prices at which the Ordinary Shares may be bought, exclusive of expenses.

This authority will expire at the conclusion of the next annual general meeting of the Company or if earlier, at the close of business on 18 September 2027 (except in relation to the purchase of Ordinary Shares the contract of which was concluded before the expiry of such authority and which might be exceeded wholly or partly after such expiry) unless such authority is renewed prior to such time.

The Board has no current intention of exercising this authority. This authority would be exercised only after careful consideration by the Directors, having taken into account market conditions prevailing at that time, the investment needs of the Company, its opportunities for expansion and its overall financial position. The Directors would exercise the authority to make market acquisitions of Ordinary Shares only if they considered it to be in the best interest of shareholders and if the purchase could be reasonably expected to result in an increase in earnings per Ordinary Share.

Under the Law, the Company is allowed to hold its own Ordinary Shares in treasury following a share buyback and is not obligated to cancel those Ordinary Shares. This gives the Company the ability to sell or transfer treasury shares quickly and cost effectively and provides the Company with additional flexibility in the management of its capital base. Such Ordinary Shares may be resold for cash or used for the purpose of employee share schemes but all rights attaching to them, including voting rights and any right to receive dividends, are suspended whilst they are held in treasury. If the Directors exercise the authority conferred by Resolution 13, the Company will have the option of holding these Ordinary Shares in treasury, cancelling the Ordinary Shares, selling the Ordinary Shares or transferring the Ordinary Shares to an employee share scheme and the Board will decide at the time of purchase which option to pursue. To the extent any Ordinary Shares are subsequently sold or transferred from treasury, they will in any event form part of the Ordinary Shares counted towards the restrictions set out in the UK Pre-Emption Group's Statement of Principles with which the Company is intending to comply as described more fully in relation to Resolutions 11 and 12.

As at the close of business on 19 May 2026 (being the latest practicable date prior to the publication of this Notice), the total number of options to subscribe for Ordinary Shares in the Company was 1,273,552. This represented 5.66 per cent. of the Company's issued Ordinary Share capital as at

that date (excluding treasury shares). If the Company were to purchase the maximum number of Ordinary Shares permitted by Resolution 13, the number of options outstanding could potentially represent 6.29 per cent. of the Company's issued Ordinary Share capital (excluding treasury shares).

DIRECTORS' BIOGRAPHIES

Itai Sadeh, CEO

Itai Sadeh is the Chief Executive Officer and an Executive Director of the Company, having been appointed as a Director on 30 April 2025.

(a) Key Skills and Experience

Itai is an experienced executive with extensive experience in corporate development, regulatory and legal affairs, and financial technology, and has been providing services to the Group since May 2011. Since June 2023, he has been the Chief Executive Officer of I For Fintech Ltd., an Israeli incorporated subsidiary of the Company, having previously from July 2020 served as a Senior Advisor to the board of Directors of the Company (the “**Board**”).

From July 2016 to June 2020, he was Executive Director and VP of Corporate Development at Vallister Ltd., a then-UK incorporated subsidiary of the Company, where he played a key role in driving corporate strategies. Prior to this, he served as General Manager of EFIX Foreign Exchange Ltd., an Israeli subsidiary of the Company, from March 2013 to June 2016, following a role as General Counsel at the same company from May 2011 to February 2013.

Before joining the Group, Itai held the position of General Counsel at RRsat Global Communications Network Ltd., then a public company listed on NASDAQ (later acquired by SES S.A.), from February 2007 to April 2011, where he managed the legal aspects of the corporate operations.

He is a qualified lawyer and a member of the Israeli Bar Association, holding an LL.B. in Law from The Hebrew University of Jerusalem and an LL.M. in Commercial Law (with honours) from the executive programme of Tel Aviv University in collaboration with the University of California, Berkeley.

(b) Committee Memberships

Itai Sadeh serves as a member of the Disclosure Committee of the Company, which he attends in his capacity as Chief Executive Officer.

(c) External Appointments

Itai Sadeh's current external appointments include iFOREX Holding Ltd. (BVI), I For Fintech Ltd. (Israel) and Itai Sadeh, Attorney at Law (Israel).

(d) Independence Status

Itai Sadeh is an Executive Director and is accordingly not considered to be an independent director.

Shirley Winkler Hollander, CFO

Shirley Winkler Hollander is the Chief Financial Officer and an Executive Director of the Company, having been appointed as a Director on 30 April 2025.

(a) Key Skills and Experience

Shirley joined the Company as Chief Financial Officer in October 2024. She has over a decade of experience in finance and accounting and has expertise in financial regulation and policies.

Before joining the Group, Shirley served as the Director of Finance at STK Bio-Ag Technologies from June 2021 to July 2024, where she was responsible for implementing financial strategies and supporting the company's growth and innovation. Prior to that, she was the Associate Director of Accounting at Teva Pharmaceuticals from October 2017 to June 2021.

Shirley was also an Assurance Manager at Ernst & Young, specialising in auditing and financial analysis, from December 2010 to September 2017. Her diverse experience has equipped her with a comprehensive understanding of the financial landscape.

Shirley holds a Bachelor's degree in Economics from Ben-Gurion University of the Negev.

(b) Committee Memberships

Shirley Winkler Hollander serves as Chair of the Disclosure Committee of the Company in her capacity as Chief Financial Officer.

(c) External Appointments

Shirley Winkler Hollander holds no current external directorships or appointments outside the Company.

(d) Independence Status

Shirley Winkler Hollander is an Executive Director and is accordingly not considered to be an independent director.

Ron Golan, Non-Executive Chairman

Ron Golan joined the Board of the Company as Non-Executive Chairman upon Admission, and has been a director of the Company's subsidiary, iFOREX Holding Ltd., since 26 November 2024.

(a) Key Skills and Experience

Ron was a Director and Chief Financial Officer of NASDAQ-listed Finnovate Acquisition Corporation from November 2021 to May 2023. He began his career at Morgan Stanley, where he served as Managing Director and Head of Israel, Central and Eastern Europe (CEE), and Africa for Investment Banking and Capital Markets from 1997 to 2012. Following this role, Ron joined Renaissance Capital as Managing Director in 2012 and was Co-Head of Investment Banking when he left in 2015. He then took on the role of Managing Director and Head of Origination for Israel and Africa at VTB Capital Plc from 2017 to 2019.

Ron holds a BA in Economics and Management from Tel Aviv University and an MBA from Harvard Business School.

(b) Committee Memberships

Ron Golan chairs the Nomination Committee of the Company, with Sir Michael Davis and Denzil Jenkins as the other members.

Ron Golan is also a member of the Audit Committee of the Company. Although it is ordinarily recommended that the chair of the Board should not be a member of the Audit Committee, given the size of the Board, it has been decided that Ron Golan should participate in the Audit Committee.

Ron Golan is also a member of the Remuneration Committee of the Company. As Ron Golan was independent on appointment, he is able to participate in the Remuneration Committee following Admission.

(c) External Appointments

Ron Golan's current external appointments include GCM Advisors Ltd, GCM Capital Ltd, GCM Advisors Limited (Isle of Man), Myrtleberry Limited and British Friends of Kishorit.

(d) Independence Status

The Company regards Ron Golan as an independent non-executive director within the meaning of

the UK Corporate Governance Code and free from any business or other relationship that could materially interfere with the exercise of his independent judgement. Ron's previous appointment as a director of the Company's subsidiary, iFOREX Holding Ltd., as of 26 November 2024 was in connection with the Company's preparations for Admission and assisting the Group with this process, and is therefore not considered by the wider Board to impair Ron's independence as a non-executive director of the Company.

Sir Michael Davis, Senior Independent Director

Sir Michael Davis joined the Board as a Non-Executive Director upon Admission, and was appointed as the Senior Independent Director ("**SID**") at that time.

(a) Key Skills and Experience

Sir Michael is currently Executive Chairman of Vision Blue Resources Ltd, a private equity firm investing in critical minerals which he founded in 2021, and Non-Executive Chairman of MacSteel, a global trading and shipping company.

He was Chief Executive Officer of Xstrata plc until 2013, one of the world's largest global diversified mining and metals companies, which he grew over a ten-year period from a market value of USD 500 million to USD 60 billion, employing more than 90,000 people and operating in over 22 countries.

Previously, Sir Michael was an Executive Director and Chief Financial Officer of Billiton plc and Chairman of Billiton Coal. Prior to joining Billiton, Sir Michael was an Executive Director of South African state-owned Eskom, one of the world's largest electricity utilities.

Sir Michael has extensive capital markets and corporate transactions experience. During his career, he has raised almost USD 40 billion from global capital markets and successfully completed over USD 120 billion of corporate transactions. His notable achievements include the creation of the Ingwe Coal Corporation in South Africa; the listing of Billiton on the London Stock Exchange; the merger of BHP and Billiton; the initial public offering of Xstrata plc on the London Stock Exchange in 2002; Xstrata's subsequent acquisitions of MIM Holdings and Falconbridge Ltd.; the merger of Xstrata and Glencore; and the establishment of Vision Blue Resources Ltd.

Sir Michael is a Chartered Accountant by profession. He holds an honours degree in Commerce from Rhodes University, South Africa and an Honorary Doctorate from Bar Ilan University. In the 2015 Queen's Birthday Honours List, Sir Michael was made a Knight's Bachelor.

(b) Committee Memberships

Sir Michael Davis chairs the Audit Committee of the Company, and is also a member of the Remuneration Committee and the Nomination Committee of the Company.

(c) External Appointments

Sir Michael Davis's current external appointments include Vision Blue Resources Limited, Macsteel Global Limited, Ferro-Alloy Resources Limited, NextSource Materials Inc., Vision Blue Capital Limited, Haven Cyber TopCo S.à r.l., Sinova Global Inc, Institute for National Security Studies of Israel, Nosmas Protector Corporation, Nosmas Investment Advisor Corporation, SVRE Holdings Ltd, Shared Future, The Davis Foundation, Sabi Sand Wildtuin Association, University of Haifa, Brookings International Advisory Council, The Duke of Edinburgh International Awards Advisory Council, The Kemach Foundation, Royal Opera House Development Committee, Ethiopotash, Vision Blue Advisors UK LLP, Onward Thinktank LTD, Beacon Rock Limited, Chief Rabbinate Trust, QTEC Analytics Limited, The Portland Trust, Jordan Holdings Limited, and Institute for Strategic Dialogue, among others.

(d) Independence Status

The Company regards Sir Michael Davis as an independent non-executive director within the meaning of the UK Corporate Governance Code and free from any business or other relationship that could materially interfere with the exercise of his independent judgement.

Denzil Jenkins, Non-Executive Director

Denzil Jenkins joined the Board as a Non-Executive Director upon Admission.

(a) Key Skills and Experience

Denzil Jenkins currently serves as Chair of OneChronos Markets UK, a firm regulated by the FCA as a multilateral trading facility, and OneChronos Markets NL B.V. Denzil has over 30 years of experience in financial services. Until 2022, he was Group Chief Compliance Officer at London Stock Exchange Group (“**LSEG**”), a leading global financial infrastructure and data provider, where he oversaw regulatory compliance, including financial crime and sanctions prevention, across the group’s many trading venues, clearing houses and index businesses. In his 12 years at LSEG, Denzil held several key positions including Head of UK Compliance & Group Regulatory Policy, Chief of Staff to the CEO, and notably, Interim CEO in 2020.

Before joining LSEG, Denzil was with Chi-X Europe from 2008, where he played a key role in its growth to become the leading pan-European equity trading platform. He was also at the FSA, where he managed the team supervising UK equity exchanges and trading platforms for four years, ensuring regulatory adherence in a rapidly evolving financial landscape. Prior to this, he was at Deutsche Bank, including as a Director originating and executing corporate finance and equity capital markets transactions.

Denzil holds a Master’s degree in Economics from the University of Cambridge.

(b) Committee Memberships

Denzil Jenkins chairs the Remuneration Committee of the Company, and is also a member of the Audit Committee and the Nomination Committee of the Company.

(c) External Appointments

Denzil Jenkins’s current external appointments include OneChronos Markets UK Limited, OneChronos Markets NL B.V. and Tetherdown Primary School.

(d) Independence Status

The Company regards Denzil Jenkins as an independent non-executive director within the meaning of the UK Corporate Governance Code and free from any business or other relationship that could materially interfere with the exercise of his independent judgement.

EXPLANATORY NOTES – GENERAL

The following notes explain your general rights as a shareholder and your right to vote at the 2026 AGM or to appoint someone else to vote on your behalf.

1. Only those shareholders registered in the Company's register of members at 6:00 p.m. on Tuesday, 16 June 2026, or if this meeting is adjourned, at 6:00 p.m. on the day that is two days (excluding any day or part of a day that is not a working day) before the adjourned meeting, are entitled to attend and vote.
2. A shareholder of the Company who is entitled to attend the AGM is entitled to appoint one or more proxies exercise all or any of their rights to attend, speak and vote on their behalf at the AGM, and should have received a proxy form with this Notice. A proxy does not need to be a shareholder of the Company but must attend the AGM to represent you. Details of how to appoint the Chairman of the AGM or another person as your proxy using the proxy form provided are set out in the notes to the proxy form. If you wish your proxy to speak on your behalf at the AGM, you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to them. A shareholder may appoint more than one proxy to attend the AGM, provided that each proxy is appointed to exercise rights attached to a different Ordinary Share or Ordinary Shares held by that shareholder. Shareholders are encouraged to appoint the Chairman of the meeting as their proxy, in order to ensure that the shareholder's vote is counted if the shareholder is unable for any reason to attend on the day. The appointment of a proxy will not prevent a shareholder from attending and voting in person.
3. You can instruct your proxy on how to vote. Where no specific instruction is given, your proxy may vote at their discretion or refrain from voting as they see fit. If a shareholder appoints the Chairman of the meeting as their proxy and does not direct the Chairman how to vote on a Resolution, the Chairman will use their discretion as to whether, and if so how, to vote and will vote in line with the Board's recommendations on each of the Resolutions.
4. To allow effective constitution of the AGM, if it is apparent to the Chairman of the AGM that no shareholders will be present in person or by proxy, other than by proxy in the Chairman's favour, then the Chairman may appoint a substitute to act as proxy in his stead for any shareholder, provided that such substitute proxy shall vote on the same basis as the Chairman.
5. A "Vote Withheld" option is provided on the form of proxy to enable you to instruct your proxy to abstain on any particular Resolution. 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.
6. If you do not have a paper form of proxy and believe that you should have one, or if you require additional paper forms of proxy, please request these from the Company's registrar, Computershare Investor Services (Guernsey) Limited, by email to info@computershare.co.je, or you may call on +44 (0) 370 707 4040. 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. Lines are open between 09:00 - 17:30, Monday to Friday, excluding public holidays in England and Wales.
7. The form of proxy should be completed in accordance with the instructions included on the form of proxy. To be valid, a form of proxy and any power of attorney or other authority under which it is executed (or a duly certified copy of such power of attorney) must be lodged with Computershare Investor Services (Guernsey) Limited, c/o The Pavilions, Bridgwater Road, Bristol BS99 6ZY by no later than 12:00 p.m. on Tuesday, 16 June 2026, being 48 hours before the time appointed for the AGM (or, in the event that the AGM is adjourned, by 48 hours (excluding any day or part of a day that is not a working day) before the time of the adjourned AGM).
8. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the AGM (and any adjournment(s) thereof) by following the procedures described in the CREST Manual (available via www.euroclear.com). CREST Personal members or other CREST sponsored members (and those CREST members who have

appointed a voting service provider(s)) should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.

9. 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 Euroclear UK & International Limited’s specifications and must contain the information required for such instructions, as described in the CREST Manual. The message (regardless of whether it constitutes the appointment of a proxy or an amendment to the 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 (ID 3RA50) by 12:00 p.m. on Tuesday, 16 June 2026 (or, in the event that the AGM is adjourned, by 48 hours (excluding any day or part of a day that is not a working day) before the time of the adjourned AGM). For this purpose, the time of receipt will be taken to be the time (as determined by the time-stamp applied to the message by the CREST Applications 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 a proxy appointed through CREST should be communicated to the appointee through other means.
10. CREST members (and, where applicable, their CREST sponsors or voting service provider(s)) should note that Euroclear UK & International Limited 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(s), to procure that his or her CREST sponsor or voting service provider(s) take(s)) 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 provider(s)) are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.
11. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 34 of the Uncertificated Securities (Guernsey) Regulations 2009 (as amended).
12. In the case of joint holders of Ordinary Shares, where more than one of the joint holders purports to vote or to appoint a proxy, only the vote or appointment submitted by the most senior holder (being the first named holder in respect of the Ordinary Shares in the Company’s register of members) will be accepted.
13. A corporation which is a shareholder can appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a shareholder provided that no more than one corporate representative exercises powers over the same Ordinary Shares. Corporate shareholders are encouraged to appoint the Chairman of the meeting to ensure their votes are included in the poll.
14. Please note that the AGM will not be made available by way of publicly available real-time broadcast.
15. All Resolutions will be put to a poll in reflection of best practice and to ensure that all shareholders have their votes taken into account, proportional to their shareholdings in the Company. As soon as practicable following the AGM, the results of voting at the AGM will be announced via a Regulatory Information Service and be published on our website at <https://www.iforex.com/investors/corporate-documents>.
16. As at 19 May 2026 (being the latest practicable date prior to the publication of this Notice), the Company’s issued share capital consists of 22,483,479 Ordinary Shares, carrying one vote each. The Company does not hold any shares in the capital of the Company in treasury. Therefore, the total number of voting rights in the Company as at 19 May 2026 was 22,483,479.
17. The following documents will be available for inspection at the registered office of the Company during normal business hours on any weekday (Saturdays, Sundays and public holidays excluded) from the date of this Notice until the conclusion of the AGM, and at the AGM venue itself for at least

15 minutes prior to the AGM until the conclusion of the AGM:

- a. copies of the letters of appointment and service contracts of the Executive Directors;
 - b. the letters of appointment (and other related documents) for the Non-Executive Directors;
 - c. the Company's Annual Report and Audited Financial Statements for the financial year ended 31 December 2025; and
 - d. this Notice.
18. A copy of this Notice, and of the Company's Annual Report and Audited Financial Statements for the financial year ended 31 December 2025, can be found on the Company's website at <https://www.iforex.com/investors/corporate-documents>.
19. Shareholders may not use any electronic address provided either in this Notice or in any related documents (including the form of proxy) to communicate with the Company for any purposes other than those expressly stated.

**iFOREX Financial Trading Holdings Ltd. (the “Company”)
(Registration Number 75570)**

FORM OF PROXY

Form of proxy for use at the annual general meeting (the “**AGM**”) of the Company to be held at the offices of Shore Capital, Cassini House, 57 St James’s Street, London, England, SW1A 1LD on Thursday, 18 June 2026 at 12:00 p.m. and at any adjournment thereof.

Please complete this box only if you wish to appoint a third party proxy other than the Chairman. Please leave this box blank if you want to select the Chairman. Do not insert your own name(s).

	*
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I/We.....(BLOCK LETTERS)

of.....(ADDRESS IN BLOCK LETTERS)

being [a] shareholder[s] of the Company, hereby appoint the Chairman of the AGM or the person indicated in the box above as my / our proxy to attend, speak and vote in respect of my / our full voting entitlement* on my / our behalf at the AGM and at any adjournment thereof.

*** For the appointment of more than one proxy, please refer to explanatory note vii to this form of proxy.**

I / We direct my / our proxy to vote as follows:

ORDINARY RESOLUTIONS	FOR	AGAINST	VOTE WITHHELD
1. To receive the Company's Annual Report and Audited Financial Statements for the financial year ended 31 December 2025.			
2. To re-appoint Kost Forer Gabbay and Kasierer (a member of EY Global) as Auditor of the Company until the conclusion of the next annual general meeting.			
3. To authorise the Directors (with power of delegation to the Audit Committee) to agree the remuneration of the Auditor.			
4. To declare a final dividend of USD 0.055 per Ordinary Share payable to the shareholders on the Company’s register of members at the close of business on Friday, 26 June 2026.			
5. To re-elect Itai Sadeh as a Director.			
6. To re-elect Shirley Winkler Hollander as a Director.			
7. To re-elect Ron Golan as a Director.			
8. To re-elect Sir Michael Davis as a Director.			
9. To re-elect Denzil Jenkins as a Director.			

10. Authority to allot, grant rights to subscribe or convert any security into Ordinary Shares.			
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SPECIAL RESOLUTIONS	FOR	AGAINST	VOTE WITHHELD
11. Disapplication of pre-emption rights.			
12. Disapplication of pre-emption rights in connection with an acquisition or specified capital investment.			
13. Authority to make market acquisitions of Ordinary Shares for cancellation or to hold as treasury shares.			

Please indicate with an **X** in the appropriate space how you wish your vote to be cast. On receipt of the form duly executed and in the absence of a specific direction, your proxy may vote or abstain as he or she thinks fit in relation to any business of the AGM and any adjournment thereof. Unless the number of Ordinary Shares voted via this form of proxy is specified, all Ordinary Shares will be voted as indicated above.

Signed this.....day of.....2026

Signature.....

[] PLEASE TICK HERE TO INDICATE THAT THIS PROXY INSTRUCTION IS IN ADDITION TO A PREVIOUS INSTRUCTION. OTHERWISE, IT WILL OVERWRITE ANY PREVIOUS INSTRUCTION GIVEN.

NOTES TO THE FORM OF PROXY:

- i. To allow effective constitution of the AGM, if it is apparent to the Chairman of the AGM that no shareholders will be present in person or by proxy, other than by proxy in the Chairman's favour, then the Chairman may appoint a substitute to act as proxy in his stead for any shareholder, provided that such substitute proxy shall vote on the same basis as the Chairman. A proxy need not be a shareholder of the Company.
- ii. The "Vote Withheld" option is provided on the form of proxy to enable you to instruct your proxy to abstain on any particular resolution. 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.
- iii. If the shareholder is a corporation, this form must be executed under its common seal or under the hand of its attorney or duly authorised officer, stating their capacity (e.g. director, secretary).
- iv. The signature of any one of joint holders will be sufficient, but the names of all joint holders should be stated.
- v. Any alterations to this proxy should be initialled by the person who signs it.
- vi. To be valid this form of proxy and any power of attorney or other authority under which it is executed (or a duly certified copy of such power of attorney) must be lodged with the Company's registrars at Computershare Investor Services (Guernsey) Limited, c/o The Pavilions, Bridgwater Road, Bristol BS99 6ZY by no later than 12:00 p.m. on Tuesday, 16 June 2026, being 48 hours before the time appointed for the AGM (or, in the event that the AGM is adjourned, by 48 hours (excluding any day or part of a day that is not a working day) before the time of the adjourned AGM). Completing and returning this form of proxy will not prevent you from attending the meeting and voting in person if you so wish.
- vii. In accordance with sections 222 and 223 of the Law, you may appoint more than one person as your proxy to exercise all or any rights to attend and to speak and vote, provided that each proxy is appointed to exercise rights attached to a different Ordinary Share or Ordinary Shares that you hold. To appoint more than one proxy you may photocopy this form. Please indicate the proxy holder's name, and in the box next to the proxy holder's name (see the front page) the number of Ordinary Shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of Ordinary Shares held by you). Please also indicate if the proxy instruction is of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.
- viii. In the event that a form of proxy is returned without an indication as to how the proxy shall vote on any particular matter, the proxy will exercise their discretion as to whether and, if so, how they vote.
- ix. In order to revoke a proxy instruction, a shareholder will need to send a signed hard copy notice clearly stating their intention to revoke a proxy appointment, together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of attorney or authority, to the Company's registrars, Computershare Investor Services (Guernsey) Limited, to the contact details noted above.
- x. Pursuant to Regulation 41 of the Uncertificated Securities (Guernsey) Regulations 2009 (as amended), entitlement to attend and vote at the AGM and the number of votes which may be cast thereat will be determined by reference to the register of members of the Company at 6:00 p.m. on the day which is two days (excluding any day or part of a day that is not a working day) before the day of the AGM or of any adjournment thereof. Changes to entries on the register of members after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting.

- xi. To appoint one or more proxies or to give an instruction to a proxy (whether previously appointed or otherwise) via the CREST system, CREST messages must be received by the issuer's agent (ID number 3RA50) not later than 48 hours (excluding any day or part of a day that is not a working day) before the time appointed for holding the AGM or any adjournment thereof. For this purpose, the time of receipt will be taken to be the time (as determined by the time-stamp applied to the message by the CREST Applications 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 a proxy appointed through CREST should be communicated to the appointee through other means. The Company may treat as invalid a proxy appointment or instruction sent by CREST in the circumstances set out in Regulation 34 of the Uncertificated Securities (Guernsey) Regulations 2009 (as amended).
- i. The Board recommends that shareholders vote in favour of all items in the Notice of AGM.