

### FLOW TRADERS

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# Flow Traders Capital Markets Day

Creating the markets of tomorrow

18 April 2019

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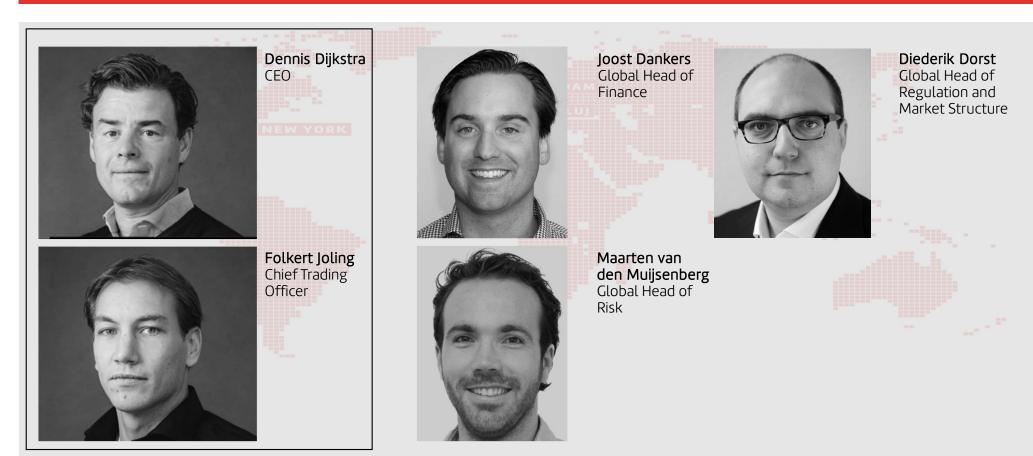
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### AGENDA

9.30 – 9.35	Opening	
<b>9.35</b> – 9.50	Evolution of Flow Traders investment case since IPO – by Dennis Dijkstra	
9.50 - 10.05	Trading – a closer look – by Folkert Joling	
10.05 – 10.20	Risk Management – by Maarten van den Muijsenberg	
10.20 - 10.35	Q&A - 1	
10.35 - 11.00	Coffee break	
11.00 - 11.15	Finance – by Joost Dankers	
11.15 – 11.30	Regulation – by Diederik Dorst	
11.30 - 11.45	Strategy & Outlook – by Dennis Dijkstra	
11.45 - 12.15	Q&A - 2	
12.15 - 13.30	Networking lunch	
13.30	Close	

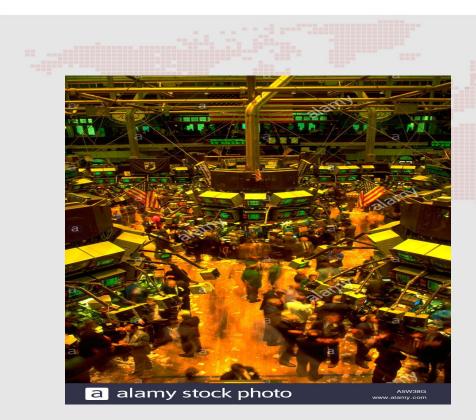
### Speakers today



Management Board speakers

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# Trading has changed a lot through the years







### **Evolution of Flow Traders investment case since IPO**

Dennis Dijkstra (CEO Flow Traders)

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#### Flow Traders business case at time of the IPO

- We play a central role in the global ETP ecosystem, providing liquidity to markets, issuers and investors
- Our business model is technology focused
- We trade both **on-exchange** and **directly** with institutional investors off-exchange
- We are **a global business**, headquartered in Amsterdam and with operations in Europe, the U.S. and Asia
- Our business is facilitated by a suite of **proprietary software**, **pricing and trading models**
- Our core competencies are pricing, technology and risk management
- We are fully compliant with current regulatory requirements and we are pro-actively contributing to the design of new regulations

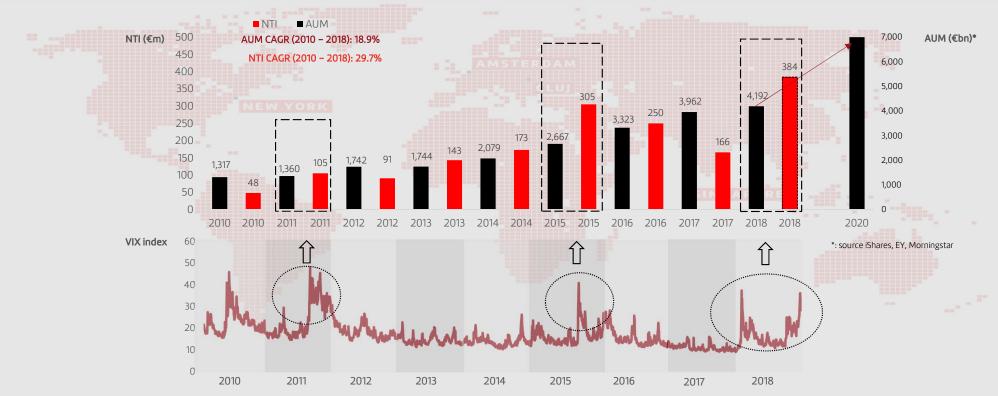
1. Source: Exchange data, Flow Traders

Global presence								
Amsterdam HQ, operations started in 2004 147 Cluj since Oct 2010 30 Singapore since July 2007								
Our business in numbers (I	Dec 2014)	Snapshot 2018						
# ETPs traded	c.4,000	>12,000						
# ETPs as registered liquidity provider	2,588	6,802						
# venues on which we trade	94	161						
On-exchange ETP market share: Europe <sup>1</sup>	14%	34%						
On-exchange ETP market share: Asia <sup>1</sup>	5%	2%						
On-exchange ETP market share: <b>US</b> <sup>1</sup>	1%	2%						
Number of off-exchange counterparties	352	> 1,100						

### Key investment highlights as presented at IPO in 2015



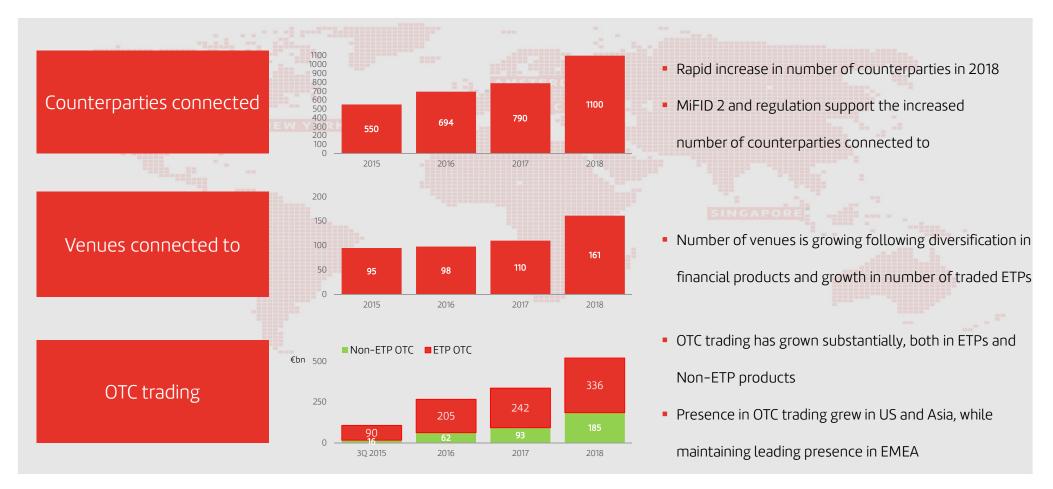
### ETP market developments show move from active to passive continues



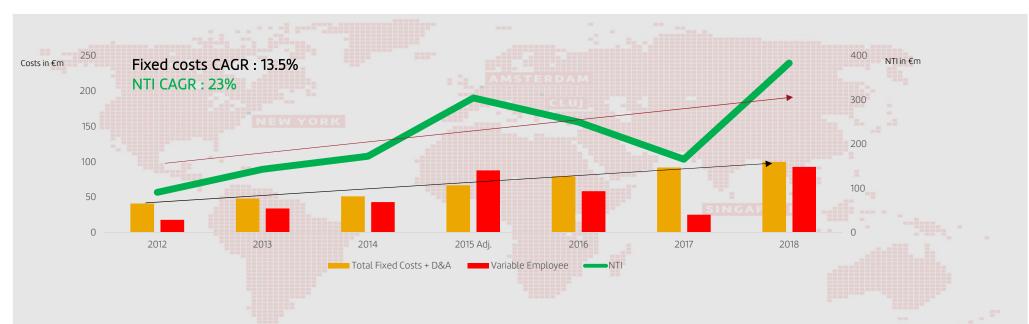
• Momentum in ETP remained strong over the years as trend from active to passive have grown and are set to continue according to research

• Flow Traders NTI development tracks the growth of the market but growth is not linear

### Execution on strategy led to growth and increased global scale

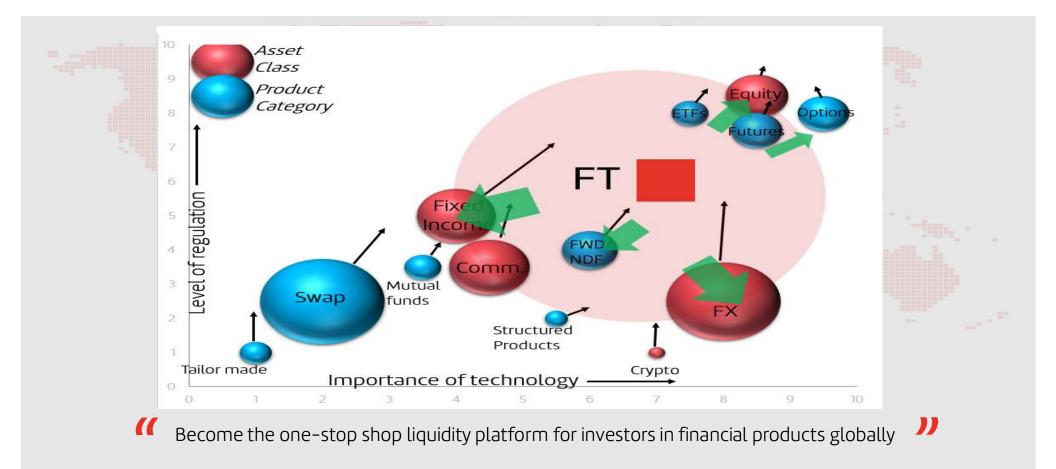


### ...resulting in NTI growth while controlling costs



- Variable employee expenses are fixed 36% of Operational Profit, aligned with company performance
- Fixed OPEX grew controlled driven by investments in our headcount and global infrastructure
- Technological development and growth in FTEs drive NTI, but also further build operational leverage
- Flow Traders had 1 loss day in the last 5 years

### Flow Traders entering the next phase of growth





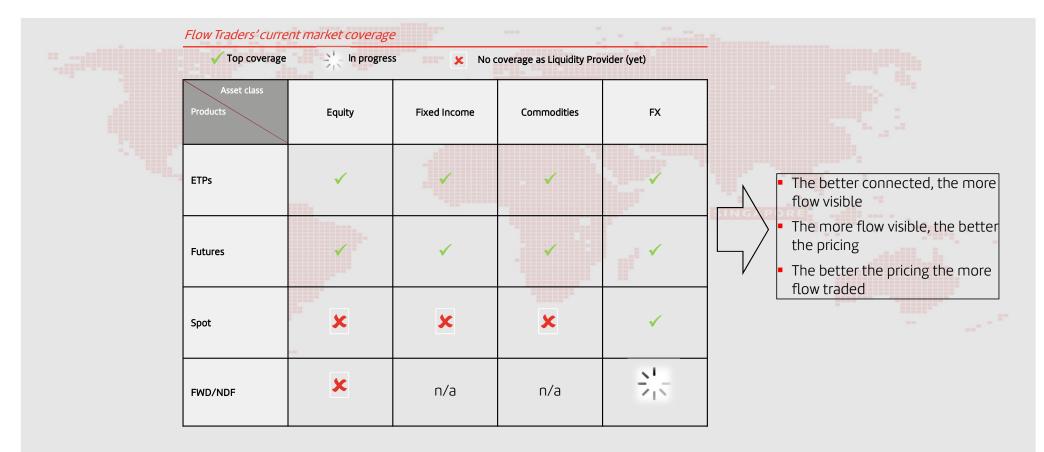
# Trading – a closer look

Folkert Joling (Chief Trading Officer)

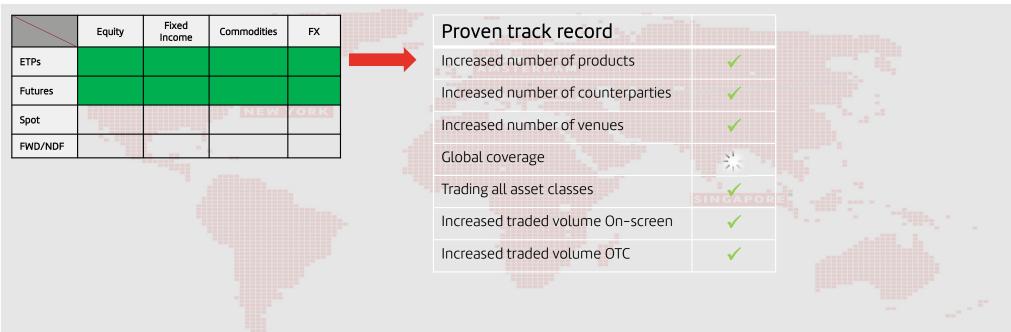
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### Growing trading means growing product portfolio to see all flows in the market

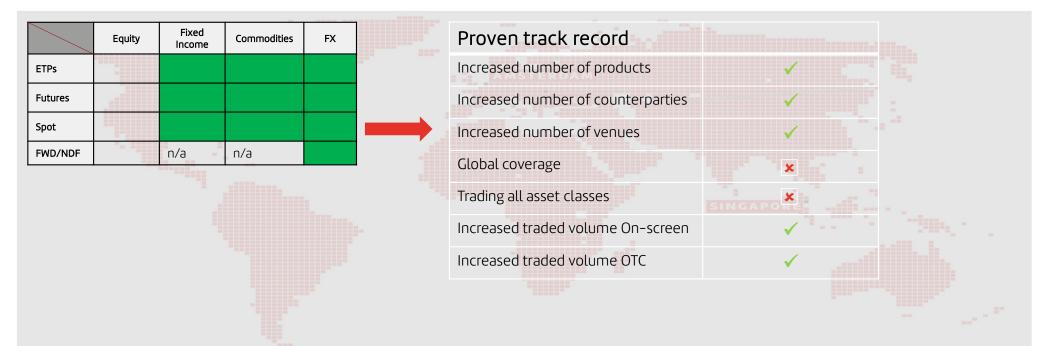


### Flow Traders trading universe: ETPs & Futures



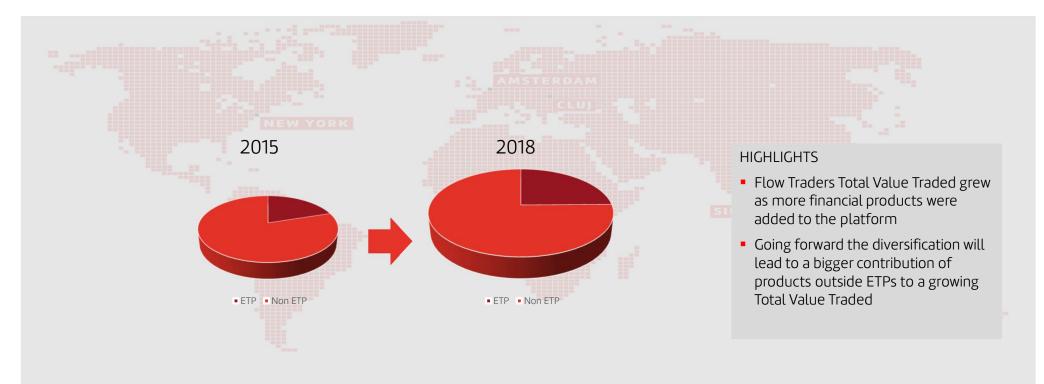
- Flow Traders trades all asset classes via ETPs and Futures
- Flow Traders trades Futures to mitigate risk in ETPs, but also makes a market in Futures as a liquidity provider
- Flow Traders is set up with virtually all issuers of ETPs across the globe and trades ETPs virtually in all markets
- Flow Traders has grown the number of venues, counterparties and products in ETPs, resulting in more volume traded on-screen and OTC

### Flow Traders trading universe: FICC



- Flow Traders has increased trading in FICC as markets are starting to become more transparent
- Flow Traders can leverage on its ETP and Futures setup to provide efficient spot liquidity in FICC asset classes
- Flow Traders chose to diversify liquidity providing into FX first, given market developments, regulations and technological capacities
- Flow Traders will further focus on diversification, through spot trading and NDF trading FX and explore trading in Fixed Income and Commodities

### Flow Traders' focus on growth has resulted in an increase in its total value traded



### FICC – Flow Traders FX trading setup in a nutshell



FX	Global	Code
Sign	ed GCC No	ov 1 <sup>st</sup> 2018



**Counterparties** Large reach of counterparties through the ETF setup



Access & Connectivity

To all relevant ECNs and platforms in LD4 and NY4 as maker & taker



Natural Flow from ETPs € 500 bln per year in spot and NDFs from ETP hedging



Pricing Skew Sweepable and full amount tiered pricing



**Uncorrelated Pricing** We trade across multiple asset classes globally

/	\$	

Non last Look We offer 'non last look' and zero holding time price feeds

RC	
X	

**No Liquidity Recycling** Presence of price signatures



#### Low Market Impact

In-house build TCA tool for preand post trade analysis

### Flow Traders is now connected to a vast number of FX platforms as Price Maker in FX

PLATFORM	TAKING	MAKING	
Fastmatch I Euronext	✓	✓	
Currenex I State Street	✓	✓	
Refinitiv FXAll   Reuters	✓	✓	
Hotspot I CBOE	✓	✓	
360T / GTX I Deutsche Börse	✓	✓	
EBS Direct	25	21	e an la
EBS Markets	4		
ParFX I Tradition	4	✓	
LMAX	✓	✓	
Reuters Matching	✓	3.5	
CME Futures	✓	✓	

Most connectivity targets have been established. Now focus will be predominantly on:

- Products •
- Counterparties connected •





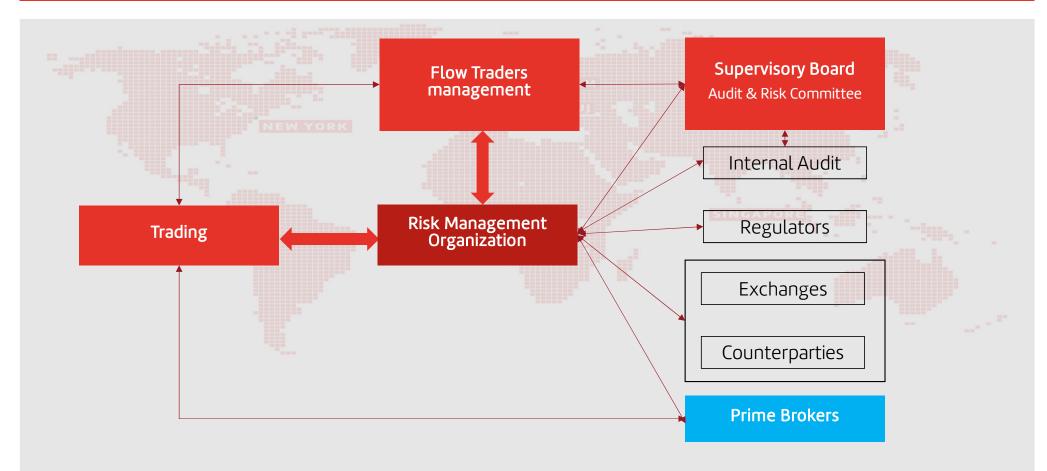
# Risk Management

Maarten van den Muijsenberg (Global Head of Risk)

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### Risk management – key pillar in Flow Traders business model



### Risk is not only Risk management – multiple lines of defense



### Types of risks Flow Traders identifies

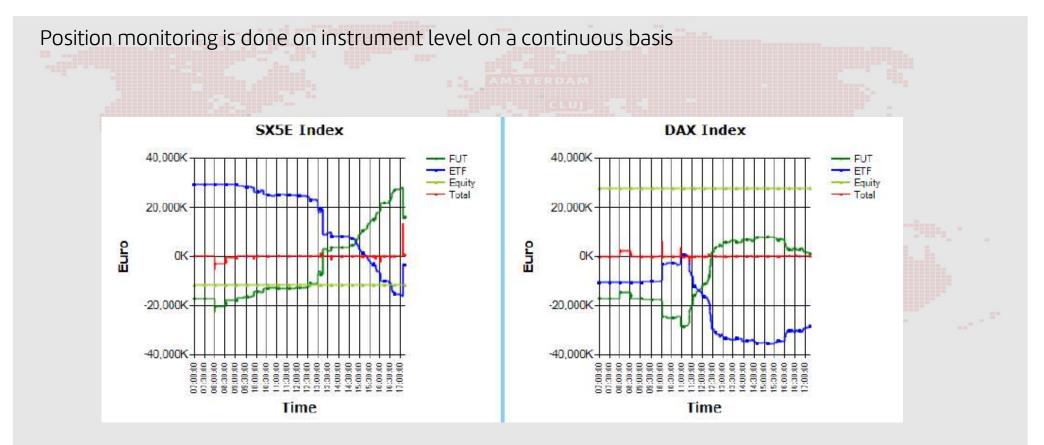


• Operational Risk : create tools to prevent manual work and/or mistakes

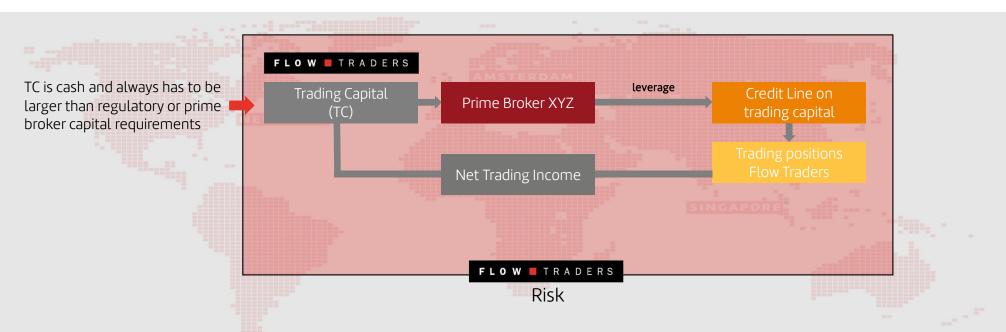
#### Biggest risk we can not influence:

• Regulatory Risk : When a regulator unexpectedly implements regulations

### Managing and monitoring risk on product level

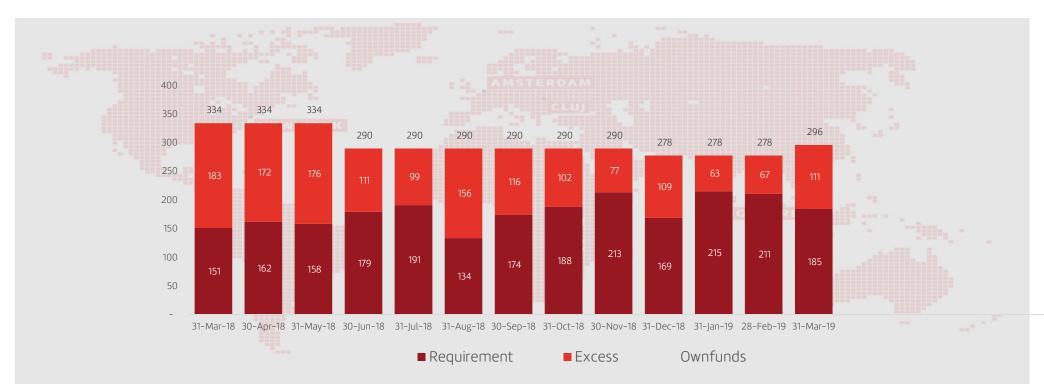


### Risk management is also about optimal setup with Prime Brokers



- Risk management focuses on optimizing trading conditions and requirements
- Using multiple Prime Brokers creates flexibility for liquidity providers and reduces dependencies, but also creates capital inefficiencies
- Only European Prime Brokers use a maximum Credit Line

### Risk management control also means monitoring regulatory capital requirements



- Capital requirements vary through time, following the products traded
- Capital consumption is determined by the products traded, the prime brokers used and regulatory margins required to be held
- Growth of trading is being facilitated without crossing required margin buffers through tight risk management

# Q&A





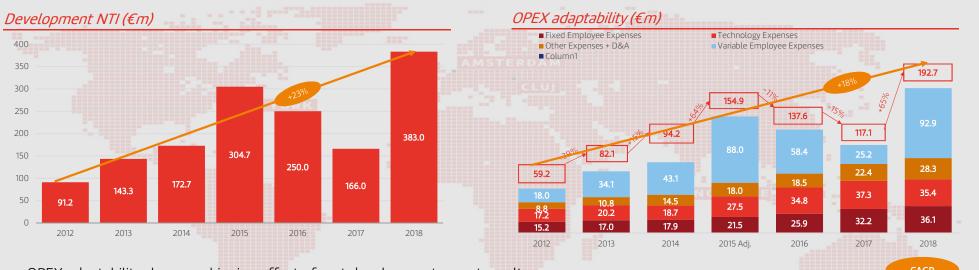
### Finance

Joost Dankers (Global Head of Finance)

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### Essential part of Flow Traders business model is an adaptive OPEX model



- OPEX adaptability shows cushioning effect of cost development on net results
- Fixed operating expenses have increased primarily as a result of the growth in FTEs, products and venues connected to
- NTI CAGR growth rate was higher than the expense CAGR growth rate, both fixed and total expenses
- Investments in the Flow Traders trading infrastructure lead to improvement of performance

# Financial highlights 2017–2018 show importance of cost control

Consolidated				
In milllions of euro	1Q19	FY18	FY17	FY16
Net Trading Income	63.1	383.4	166.0	250.0
Employee expenses (fixed)	10.3	36.1	32.2	26.5
Technolo <mark>gy expenses</mark>	9.5 🔍	<mark>8163</mark> 5.4	37.3	34.8
Other expenses	3.5	19.3	15.2	12.4
Fixed operational expenses	23.4	90.7	84.7	73.6
Employee expenses (variable)	13.0	92.9	25.2	57.7
Total operational expenses	36.3	183.6	109.9	131.3
EBITDA	26.8	199.8	56.0	118.7
Depreciation / Amortisation 📒	3.6	9.0	7.2	6.3
Write offs tangible assets	-	0.3	0.5	2.8
(Profit) or loss on subsidiaries	-	(3.4)	(0.1)	0.2
Profit Before Tax	23.2	193.9	48.4	109.4
Тах	4.0	33.0	8.8	17.5
Net Profit	19.2	160.9	39.6	91.9
EPS (in €)	0.41	3.46	0.85	1.98
EBITDA margin (in %)	42%	52%	34%	47%

Fixed expenses per employee	2018	2017	2016	
	89,327	87,463	88,989	
 FTE	2018	2017	2016	
	436 (+11%)	394 (+16%)	341	
Fixed Technology expenses	2018	2017	2016	
	-5%	+7%	+27%	
Fixed operational expenses	2018	2017	2016	
	+7%	+16%	+11%	

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# Detailed technology expenses

Consolidated				
In milllions of euro	1Q19	FY18	FY17	FY16
Market connection costs	2.6	9.7 K	9.4	7.4
Datalines	3.2	12.4	13.4	12.9
Datacenters	2.8	9.3	8.8	9.0
Data communication solutions	0.2	0.4	3.3	2.3
Other IT & Software costs	0.8	3.6	2.5	3.1
Total Technology expenses	9.5	35.4	37.3	34.8

Comn	nents Technology Expenses
	nnology expenses are significant part of Flow Traders' fixed rational expenses
	wing our underlying business results in growth of certain nnology expenses
Flov	v Traders is continuously looking to optimize its setup
	v Traders leverages on its infrastructure under all market umstances

### Flow Traders Employee Participation Plan (FCIP) – mechanics explained

	TO – taken on –		nce liability	2021 20%	2022 20%	Off-Balance sheet liabilities FCIP	2019	2020	2021	2022	Totals
Bonus		2019 20%	2020 20%		-	FCIP 2017	600	600	600	600	2,400
pool 36%	2010	50%		FCIP 2018		FCIP 2018	1,842	1,842	1,842	1,842	7,368
	Available for cash bonus (variable					FCIP 2019	To follow				
	expenses)					Total	2,442	2,442	2,442	2,442	9,768
FCIP acco	FCIP accounting mechanics:										

- All 5 future cash incentives are funded out of the bonus pool of the current performance year
- The cash incentive will only be paid to employees which are employed at the company and still hold shares
- This results in a service condition, IFRS request in that kind of situations to allocate the costs to that (future) year the service is provided
- These costs will however not impact the bonus pool of that particular year, but as the expenses are taken into the P&L. This impacts the % presented in that year
- Off-balance liabilities come on-balance again in year of payment. This is spread out over the year it is being paid out

#### Flow Traders' business model is supported by a conservative and unleveraged balance sheet

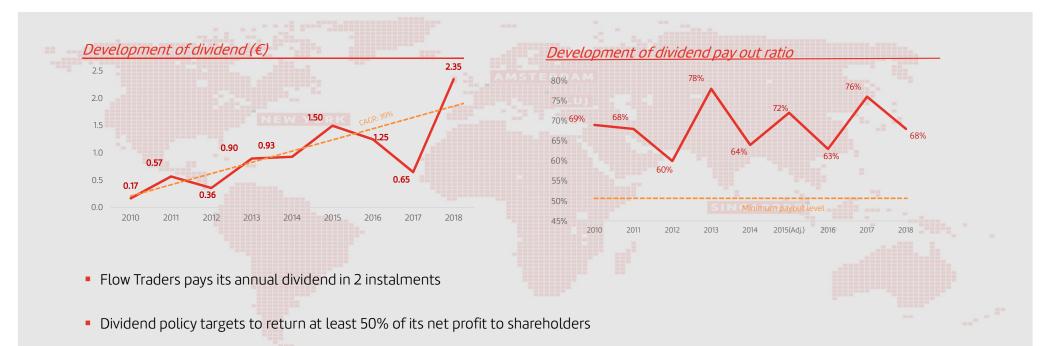
Condensed Balance Sheet (in €m)			
Assets	31 Dec 2018	31 Dec 2017	31 Dec 2016
Trading capital	424.7	271.8	343.3
Property, equip. and intang. assets	30.2	28.8	23.2
Other receivables	NEW Y23.3K	21.1	25.9
Total assets	478.1	321.8	392.3
Equity & liabilities			
Bonus liabilities	97.8	49.7	98.9
Other liabilities	39.3	18.0	23.3
Total liabilities	137.0	67.7	122.2
Total equity	341.1	254.1	270.1

#### Balance sheet:

- Straightforward balance sheet as Flow Traders holds no debt
- Balance sheet is influenced by level of trading activity Flow Traders conducts
- It impacts trading capital, tax liabilities and other liabilities including bonus as the variable compensation is tied to the operational profit
- Property, Equipment and intangible assets are rather stable through time
- Bonus liability currently not included as capital, but acts as cushion in reality for any operational losses

#### Conservative risk management and strong balance sheet allow for high dividend returns

### Dividend track record shows return generating abilities



- Flow Traders has returned €5.75 to shareholders since IPO, at an average pay out ratio of almost 70%
- Going forward, Flow Traders will continue to focus on optimal NTI growth to maximize dividend returns to shareholders



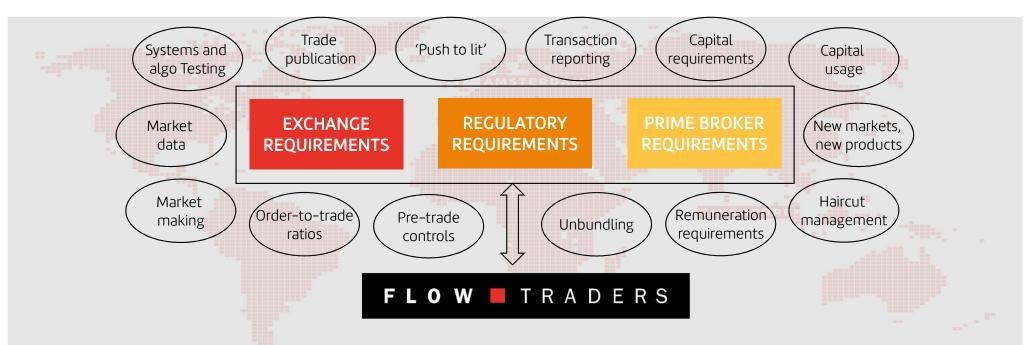
# Regulation

Diederik Dorst (Global Head of Regulation and Market Structure)

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#### Our regulatory environment



- Flow Traders complies with rules from regulators, prime brokers, exchanges and other actors
- Flow Traders maintains close, pro-active and transparent relationships with all regulatory actors, directly and through industry groups
- Flow Traders closely monitors compliance with its obligations, including capital requirements and market obligations
- Flow Traders spends significant resources on identifying, advocating and implementing regulatory frameworks
- Regulation determines our operational parameters but also brings opportunity if navigated well

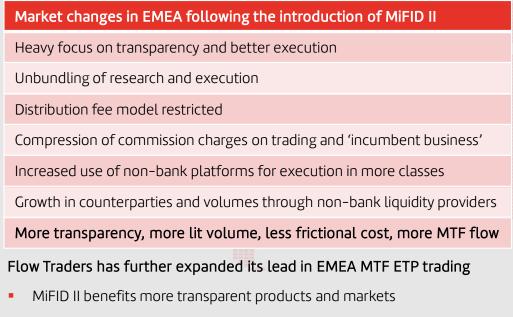
# Impact of key regulatory developments

FACTS		
<ul> <li>MIFID II</li> <li>MiFID II contains detailed regulation regarding market structure, transparency and operational controls</li> <li>MiFID II went live in 2018 and shifted flows traded from dark pools to "lit" venues like MTFs</li> <li>MiFID II also separated execution from research commission payments</li> </ul>	<ul> <li>IFR /IFD</li> <li>The Investment Firm Regulation and Directive (IFR/IFD) are the future European capital and prudential requirements for non-banks</li> <li>EU is finalizing, effective early/mid 2021</li> <li>Legislation offers more methodologies for capital requirements and more proportionate reporting and remuneration requirements</li> </ul>	<ul> <li>BREXIT</li> <li>Impact of any changes in regulation, following Brexit, is being watched closely</li> <li>Branch office in London enables Flow Traders to maintain deep relationships with UK markets and counterparties</li> <li>Process and outcome are highly uncertain</li> </ul>
<ul> <li>Considerations</li> <li>MiFID II's basic premise fits Flow Traders very well: better controls, transparent markets, trading away from incumbent brokerage relationships</li> <li>Counterparty list and MTF trading have grown strongly; SI regime impact negligible so far in ETP trading</li> <li>While MiFID II could have been more ambitious, electronification and the RfQ model are a strong trend</li> </ul>	<ul> <li>Considerations</li> <li>Flow Traders has been closely involved in this file by consultations and sharing expertise</li> <li>At first glance, IFR/IFD is more proportionate to firms like ours - which differ from banks</li> <li>In political realm; awaiting outcome of lower-level regulation and implementation</li> </ul>	<ul> <li>Considerations</li> <li>We have identified all relevant scenarios which are being adjusted continuously</li> <li>We have all paperwork in place to continue doing business to the maximum extent -uninterrupted</li> <li>We have opened a branch office in London as we think Brexit also offers commercial opportunities</li> </ul>
Impact on business	Expected impact on business	Expected impact on business

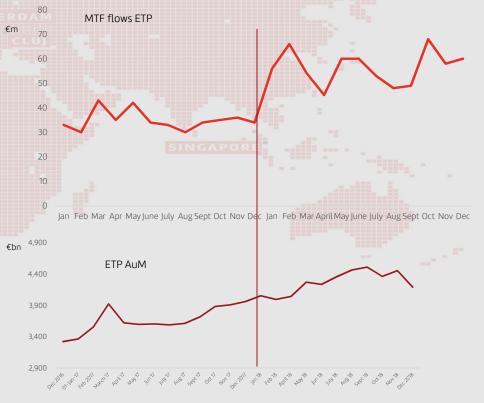
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### Impact of MiFID II

### MiFID II brought a number of changes, which offered excellent opportunities to electronic liquidity providers



- We grew the number of counterparties trading on MTFs
- We help counterparties to achieve consistently strong execution, fulfilling their regulatory obligations and focus on execution quality



## IFR/IFD – Classification of financial landscape

• IFR IFD permits more – and better fitting – methodologies for calculating capital requirements

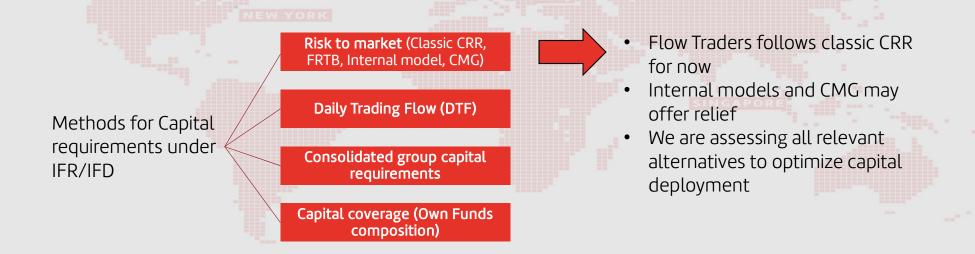
• IFR IFD provides more proportionate reporting and remuneration requirements



- IFR/IFD replaces CRR/CRD IV rules on capital requirements, liquidity, reporting and remuneration per early 2021
- Flow Traders currently assesses the impact of IFR/IFD as neutral to moderately better

### IFR/IFD - Capital requirements

Unlike CRR, IFR offers optionality to pick a capital requirement calculation method that better fits the business
IFR has a simpler liquidity requirements regime than CRR, which is met because we trade liquid instruments



Flow Traders will remain well-capitalised under IFR

### IFR/IFD – Remuneration

- IFD's remuneration provisions need to be implemented into Dutch law, subject to EBA guidance
- IFD prescribes parameters for governance, payment in instruments and deferral of bonus payments
- IFD contains no bonus cap for investment firms although member states may impose one onto certain categories

Flow Traders expects to comply with IFD under similar terms as currently under CRD IV:

- Defers variable remuneration 'as appropriate to the business cycle, nature of business and risks, and individual activities'
- Encourages employees to have "skin in the game" by acquiring shares out of variable pay, in line with CRD IV/IFD
- Remuneration policy closely aligned with actual risks and business model



# Strategy & Outlook

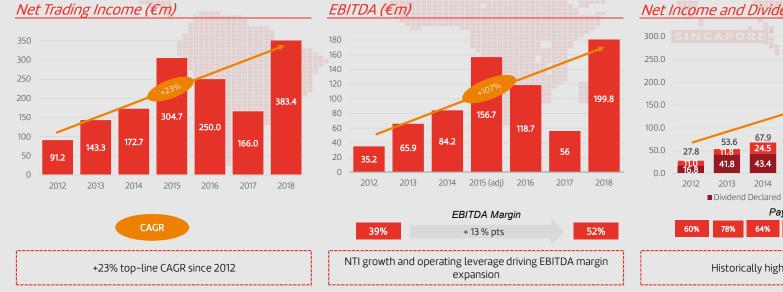
Dennis Dijkstra (CEO Flow Traders)

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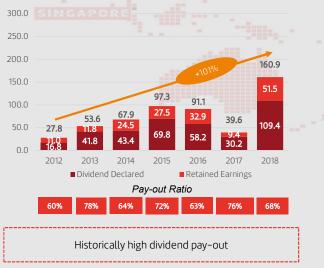
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### Flow Traders – A leading technology–enabled liquidity provider

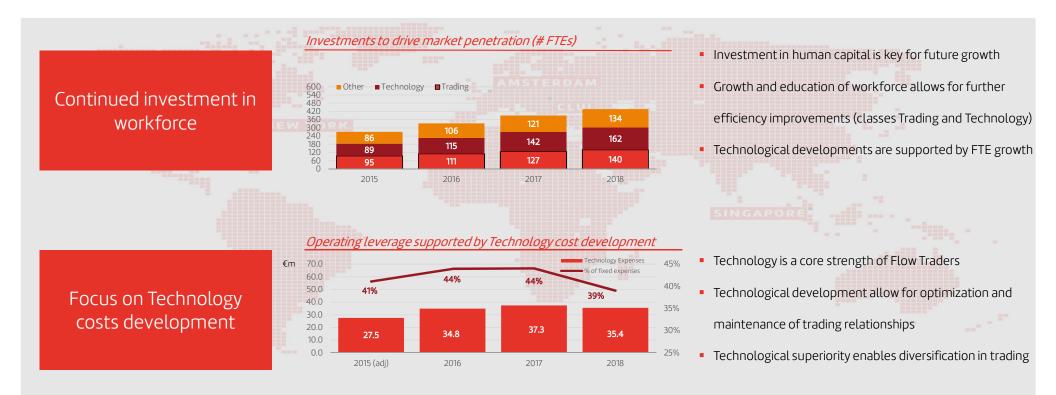
- A global focused liquidity provider, with strong presence in Europe and expanding across the US and Asia
- Core business in providing ETP liquidity with increasing diversification into other asset classes
- Technological expertise and proprietary trading platform, creating a critical competitive advantage
- Highly robust, real-time risk management framework with multiple lines of defense
- A strong financial track record of growth, high margins and high returns through dividend



#### Net Income and Dividends (€m)



### Continued investments in technology platform and talent as prerequisite for future growth

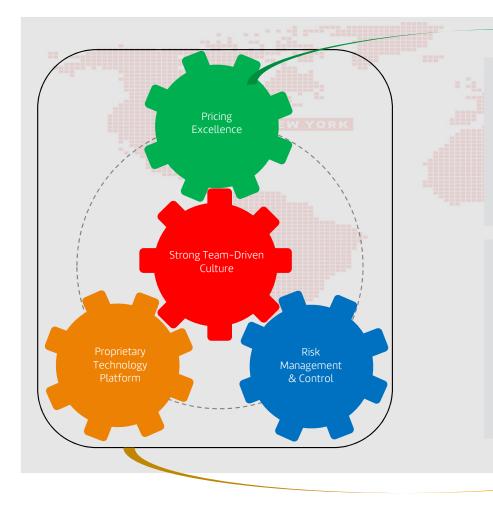


### How will Flow Traders realise growth?

## **Outlook Flow Traders**

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## Pathway to drive growth towards 2025 is clear – 1

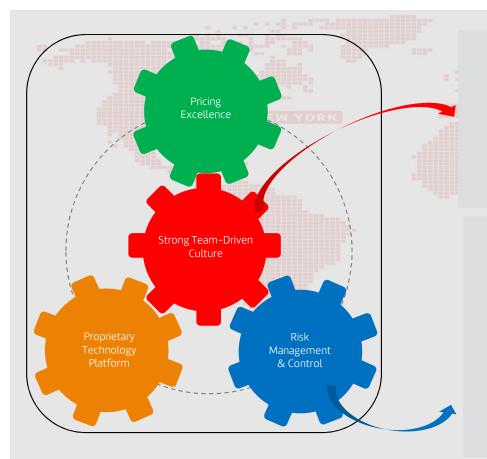


- Further expand coverage in ETPs (US & APAC)
- Expand coverage in non-ETPs (FX, FI, Crypto)
- Expand trading relationships (venues and OTC)
- Expand continuous trading globally

### Expand trading infrastructure to enable growth in trading

- Set up and maintain new interfaces to allow for expansion of venues, products
- Controlled headcount growth to support new products and regions
- Improve operational efficiency, meaning connections, systems

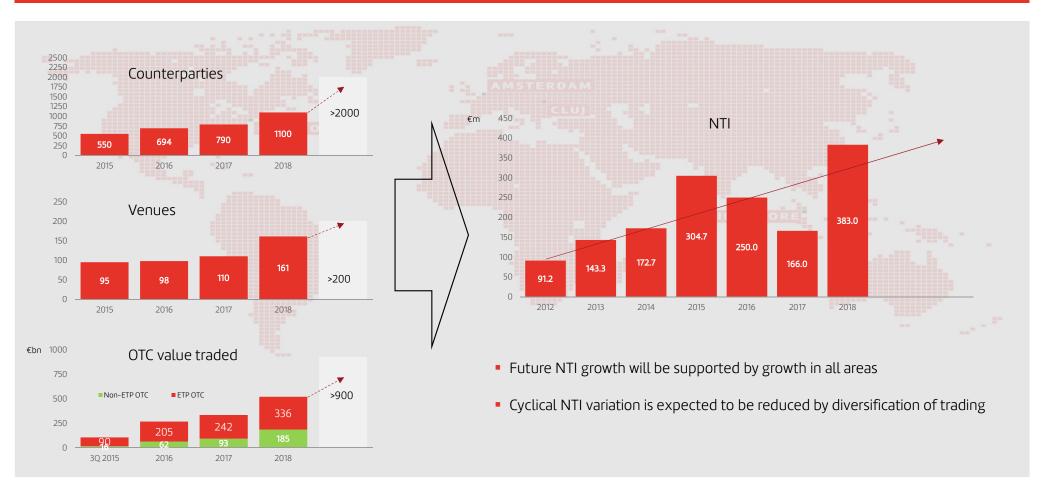
### Pathway to drive growth towards 2025 is clear – 2



### Equity participation employees in FCIP ("skin in the game")

- 360 degrees employee performance monitoring and maturing of new senior management
- Flow Academy internal knowledge sharing
- Actively rotate employees within the firm
- Maintain balance between capital growth and shareholder returns
- Cost conscious investing to facilitate growth
- Tracking and capture growth opportunities
- Pro-actively involve in regulatory developments and consultations (IFR IFD, MiFID 2, FX Code)
- Allow for growth of market-neutral trading into new asset classes

# Strategic roadmap 2025 : Increase presence and scale to grow NTI and reduce cyclical variation



### 2019 growth strategy Flow Traders ties into Vision 2025

Foundation built recent years leads to 4 strategic focus areas for 2019 to enable organic growth globally through diversification

Expand presence in ETP trading, both in products and trading relations, especially in the Americas and APAC Intensify and expand liquidity providing in ETPs and the underlying asset classes globally

Grow technology infrastructure to increase scale and data processing while at same time increase trading efficiency Continue to operate cost conscious, reiterate fixed expense growth guidance of max 15% annually for 2019 and beyond

## Updated key investment highlights

Key Investment Highlights during IPO	Key Investment Highlights in 2019
A leading global player	A leading global player
In a high growth and attractive industry	In a high growth and attractive industry
With further firm-specific growth opportunities	With further firm-specific growth opportunities
A leading-edge, scalable proprietary platform	A leading-edge, scalable proprietary platform
Robust risk management	Robust risk management in a expanding trading universe
Strong leadership and unique embedded culture	Strong leadership and unique embedded culture

## Flow Traders' ambitions for the future are based on the same principles as at time of the IPO

## Strategic targets going forward



It is Flow Traders' ambition to become a one-stop shop liquidity platform for investors in financial products globally

# Q&A





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