

Flow Traders N.V.

4Q19 & FY19 Results Presentation

7 February 2020

FLOW TRADERS

AMSTERDAM - CLUJ - HONG KONG - LONDON - NEW YORK - SINGAPORE

Disclaimer

This presentation is prepared by Flow Traders N.V. and is for information purposes only and the material contained in this document is provided 'as is'. It is not a recommendation to engage in investment activities and you must not rely on the content of this document when making any investment decisions. The information in this document does not constitute legal, tax, or investment advice and is not to be regarded as investor marketing or marketing of any security or financial instrument, or as an offer to buy or sell, or as a solicitation of any offer to buy or sell, securities or financial instruments.

The information and materials contained in this presentation are provided 'as is' and Flow Traders N.V. or any of its affiliates ("Flow Traders") do not warrant the accuracy, adequacy or completeness of the information and materials and expressly disclaim liability for any errors or omissions. This presentation is not intended to be, and shall not constitute in any way a binding or legal agreement, or impose any legal obligation on Flow Traders. All intellectual property rights, including trademarks, are those of their respective owners. All rights reserved. All proprietary rights and interest in or connected with this publication shall vest in Flow Traders. No part of it may be redistributed or reproduced without the prior written permission of Flow Traders.

This presentation may include forward-looking statements, which are based on Flow Traders' current expectations and projections about future events, and are not guarantees of future performance. Forward looking statements are statements that are not historical facts, including statements about our beliefs and expectations. Words such as "may", "will", "would", "should", "expect", "intend", "estimate", "anticipate", "project", "believe", "could", "hope", "seek", "plan", "foresee", "aim", "objective", "potential", "goal" "strategy", "target", "continue" and similar expressions or their negatives are used to identify these forward-looking statements. By their nature, forward-looking statements involve known and unknown risks, uncertainties, assumptions and other factors because they relate to events and depend on circumstances that will occur in the future whether or not outside the control of Flow Traders. Such factors may cause actual results, performance or developments to differ materially from those expressed or implied by such forward-looking statements. Accordingly, no undue reliance should be placed on any forward-looking statements.

Forward-looking statements speak only as at the date at which they are made. Flow Traders expressly disclaims any obligation or undertaking to update, review or revise any forward-looking statements contained in this presentation to reflect any change in its expectations or any change in events, conditions or circumstances on which such statements are based unless required to do so by applicable law.

Financial objectives are internal objectives of Flow Traders to measure its operational performance and should not be read as indicating that Flow Traders is targeting such metrics for any particular fiscal year.

Flow Traders' ability to achieve these financial objectives is inherently subject to significant business, economic and competitive uncertainties and contingencies, many of which are beyond Flow Traders' control, and upon assumptions with respect to future business decisions that are subject to change. As a result, Flow Traders' actual results may vary from these financial objectives, and those variations may be material.

Efficiencies are net, before tax and on a run-rate basis, i.e. taking into account the full-year impact of any measure to be undertaken before the end of the period mentioned. The expected operating efficiencies and cost savings were prepared on the basis of a number of assumptions, projections and estimates, many of which depend on factors that are beyond Flow Traders' control. These assumptions, projections and estimates are inherently subject to significant uncertainties and actual results may differ, perhaps materially, from those projected. Flow Traders cannot provide any assurance that these assumptions are correct and that these projections and estimates will reflect Flow Traders' actual results of operations.

By accepting this document you agree to the terms set out above.

If you do not agree with the terms set out above please notify legal.amsterdam@nl.flowtraders.com immediately and delete or destroy this document.

All results published in this release are unaudited.

4Q19 & FY19 results snapshot

ETP value traded exceeded €1 trillion for the first time in 2019 – lower volumes in 4Q and reduced volatility affected NTI generation

ETP market dynamics

- Market ETP Value Traded fell 11% Q-o-Q and 7% 2019 vs 2018
- Decline in Market ETP Value traded of 13% in the US Q-o-Q. Better performance in EMEA and APAC
- 2019 was 2nd highest inflow year on record for ETPs driven by fixed income
- Global ETP AuM increased by 10% Q-o-Q and by 32% 2019 vs 2018
- Following the elevated VIX levels seen in August, volatility levels and accordingly market activity levels reduced significantly in 4Q – particularly in the US

Flow Traders performance

- Flow Traders ETP Value Traded fell 5% Q-o-Q and increased 12% FY19 vs FY18, once again outperforming the broader market
- Flow Traders recorded NTI of €46.1m in 4Q19 reflecting an overall subdued market environment with reduced volumes and low levels of volatility as well as weaker than expected trading in the US. FY19 NTI was €216.4m
- Fixed operating expenses increased by 11% Q-o-Q and by 10% in FY19 vs FY18. €1.2m of one-off expenses in 4Q19 includes the termination of an additional Hong Kong office lease
- FTEs increased by 17.7% Y-o-Y to 513 as at 31 December 2019
- 4Q19 EBITDA margin reached 25%, contributing to a FY19 EBITDA margin of 36%
- 4Q19 Net Profit amounted to €7.2m, resulting in a FY19 Net Profit of €53.1m, and a FY19 EPS of €1.15
- Regulatory Own Funds Requirement (OFR) as at 31 December 2019 was €154m, resulting in an excess capital of €133m
- Proposed final FY19 dividend of €0.55, implying a €0.90 total dividend for FY19 and 78% dividend pay-out ratio
- Announced €20m share buyback programme given strong balance sheet and excess capital position
- In addition, c. 200,000 shares will be purchased to satisfy the requirements of various employee incentive plans

Market ETP Value Traded 4Q19: €5,480bn (-11% Q-o-Q)

Flow Traders' ETP Value Traded 4Q19: €251bn (-5% Q-o-Q)

Flow Traders' non-ETP Value Traded 4Q19: €746bn (-9% O-o-O) Flow Traders' NTI 4Q19: €46.1m (-13% Q-o-Q) EPS FY19:

€1.15

€0.55

Market ETP Value Traded FY19: €23.588bn (-7% Y-o-Y)

Flow Traders' ETP Value Traded FY19: €1.009bn (+12% Y-o-Y)

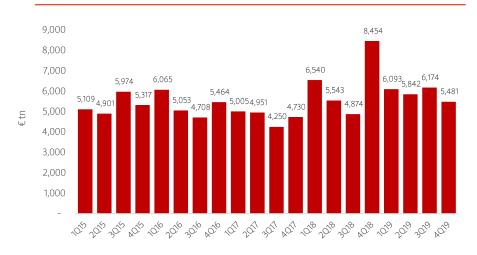
Flow Traders' non-ETP Value Traded FY19: €2.995bn (+12% Y-o-Y)

Flow Traders' NTI FY19: €216.4m (-44% Y-o-Y)

Final Dividend:

ETP market activity decreased in 4Q19 – 2019 subdued overall

ETP Value Traded development **



GENERAL MARKET DEVELOPMENTS

- Central bank actions Fed and ECB rate cuts
- Developments around Brexit had an impact on market sentiment in Europe
- Ongoing US China trade talks
- Strong equity and fixed income markets performance in 2019 led to lower levels of portfolio rebalancing in 4Q

Quarterly average VIX



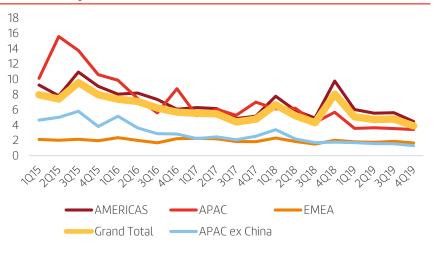
ETP AuM development ***



ETP MARKET DEVELOPMENTS

- Global ETP AuM have recovered strongly in 2019 (+32% vs 2018) – underlying growth trends in sector still in tact
- ETP AuM growth in Equities and Fixed Income continues
- Global ETP Value Traded decreased by 11% Q-o-Q in 4Q19 and by 7% Y-o-Y
- Implied volatility (VIX) decreased throughout 4Q19
- As a result of the above, ETP Velocity decreased 4Q19 compared to 3Q19

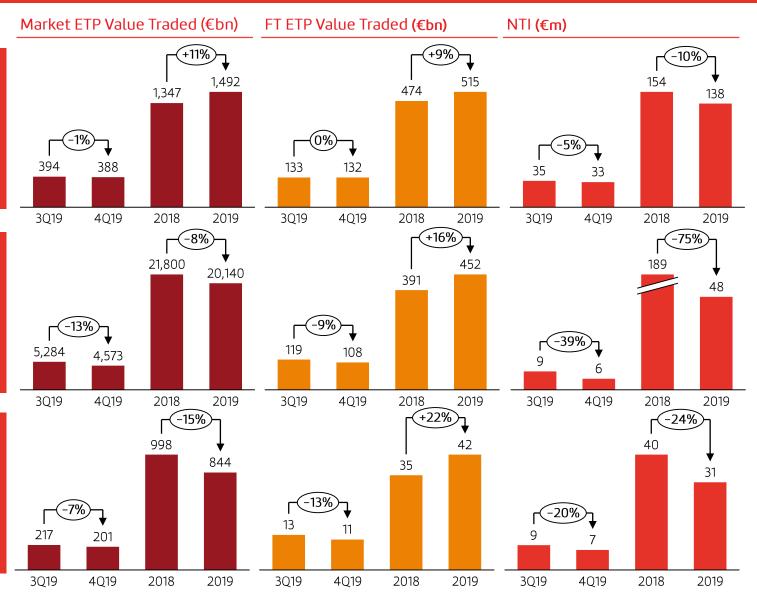
ETP velocity



 $^{**:} Source\ Bloomberg,\ iShares,\ Tradeweb,\ Bloomberg\ RfQ,\ Flow\ Traders.\ See\ appendix$

Regional performance overview

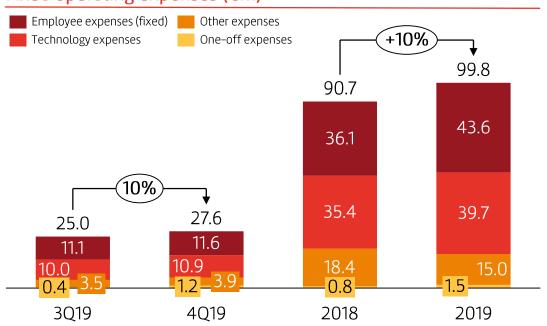
Americas



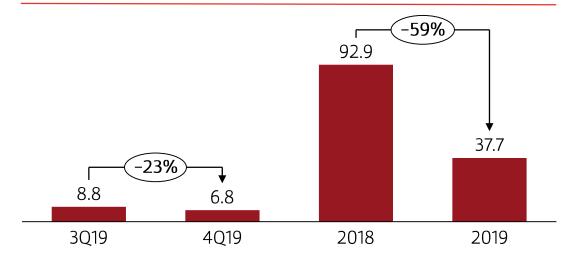
- Continued our leading liquidity provider position in ETPs with on-exchange market share reached new highs through the year
- Flow Traders ETP value traded broadly tracked market value traded in 4Q19 given the leading competitive position in the region
- Low volatility affected NTI generation
- Expanded the ETP ecosystem by becoming a remote member of TASE
- Challenging market environment as the Americas saw the largest decrease globally in market volumes during 4Q19
- Flow Traders continued to enhance its position in the region by growing ETP value traded in FY19 despite a declining overall market
- NTI was lower than expected in 4Q19 due to a weak market environment where trading strategies in fixed income perform less optimally
- Onboarding additional, newly connected counterparties
- Management in the US was strengthened with two new managing directors focussed on trading – confident that the US will be increasingly successful
- Flow Traders ETP value traded grew significantly during 2019 as the regional presence in both on and off screen trading increased
- Improved trading performance following the move of all trading desks for on-screen liquidity provision to Hong Kong from Singapore
- Business continuity plan remains in place with respect to recent political and public health developments in the region

Growth investments made in 2019 – maximum growth in fixed operating expenses of 10% for 2020

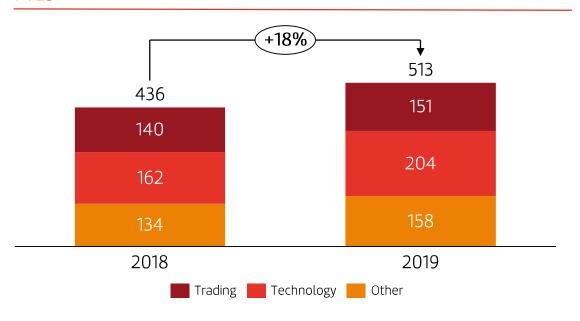
Fixed operating expenses (€m)



Employee expenses (variable) (€m)



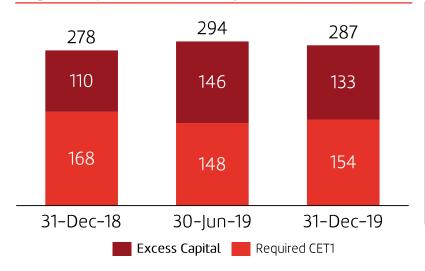
FTEs



- 10% fixed cost increase remained within guidance
- Increased technology expenses as investments made to support diversification initiatives and improve efficiency – technology hiring substantially done
- Main driver of increased fixed expenses relate to new hires FTEs grew 17.7% Y-o-Y to 513 with broadly flat fixed cost per average FTE (2019: €92k vs 2018: €90k)
- €1.2m of one-off expenses in 4Q19 due to a number of items including the termination of an extension to the Hong Kong office lease
- Given the investment in people made over the prior 2 years as well as ongoing organisational improvements, expect no material net FTE increases in 2020
- Variable employee expenses reflect overall financial performance

Capital position remains strong and conservative

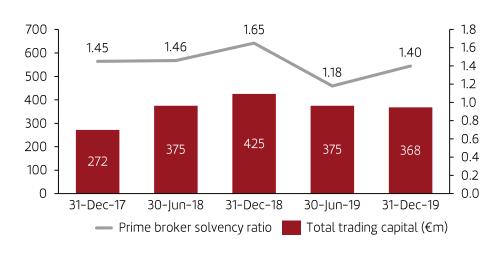
Regulatory Own Funds Requirement (OFR) (€m)



CAPITAL POSITION HIGHLIGHTS

- Flow Traders' trading capital remained comfortably above our Prime Broker requirements and Own Fund Requirements under CRR in 4Q19
- Current Regulatory Own Funds Requirement under CRR of €154m resulted in an excess capital of €133m
- Prime broker solvency ratio recovered from the temporary dip in 1H19
- Trading capital of €368m as at 31 December 2019

Prime broker solvency ratio



Note: Total Trading Capital divided by Prime Broker haircut

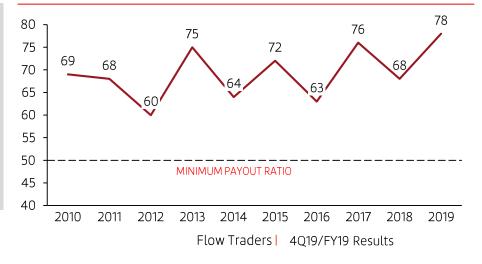
Annual dividend (€)



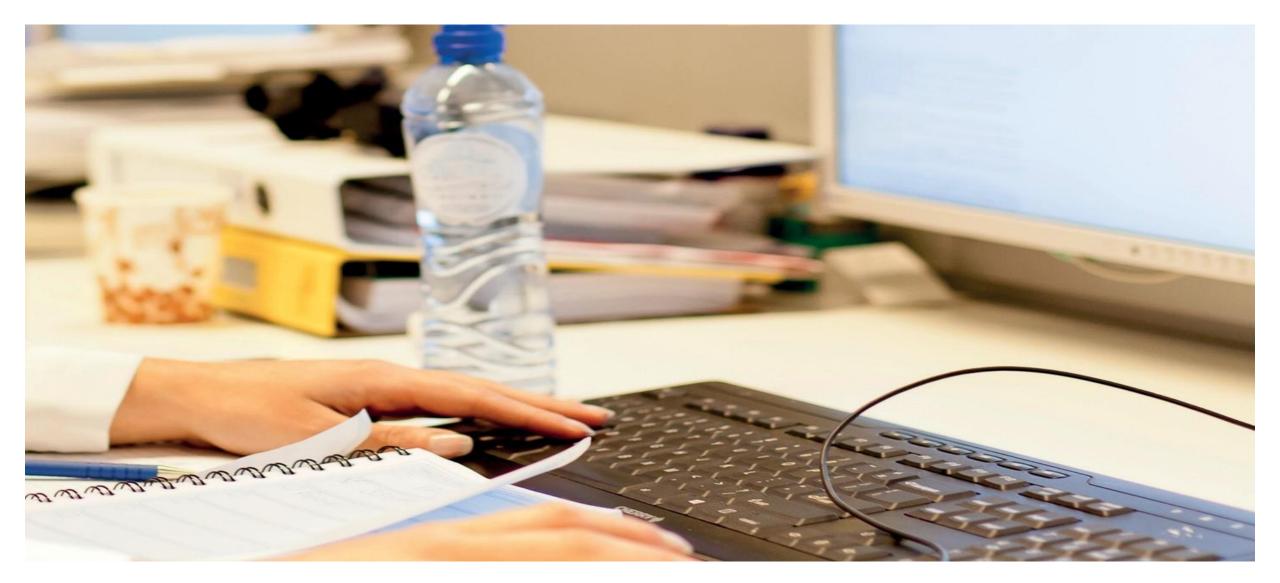
DIVIDEND HIGHLIGHTS

- Flow Traders pays its annual dividend in 2 instalments
- Dividend policy targets to return at least 50% of its net profits to shareholders
- Proposed final 2019 dividend of €0.55
- Aggregate dividend paid out since IPO amounts to €6.65 including proposed final dividend for FY19
- €20 million share buyback programme given strong balance sheet and excess capital position

Annual dividend payout ratio (%)



Strategy update



2019: Continued focused execution of our growth strategy

2019 strategic objectives

- 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

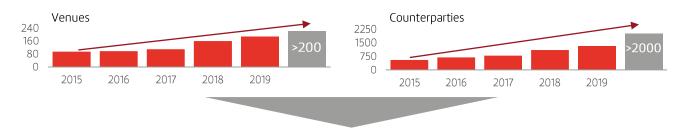
- Grow technology infrastructure to increase scale and data processing while at same time increase trading efficiency
- Continue to operate cost conscious, reiterate fixed expense growth guidance of max 15% annually for 2019 and beyond

2019 achievements

- ✓ Total number ETP counterparties grew to c. 1,300 and number of venues connected to grew to 187
- ✓ Consistently grew value traded in all regions onscreen, OTC or on MTFs
- ✓ Increased market share in ETPs in all regions
- ✓ Growth in ETP Value Traded globally by 12% Y-o-Y overall, especially in US and Asia
- ✓ ETP Value Traded exceeded €1 trillion for the first time
- ✓ Global non-ETP value traded grew 12% Y-o-Y represented 75% of total Value Traded
- ✓ Momentum in FX trading in Europe
- ✓ Liquidity provision in ETPs and other financial products (Futures, FX, FI) increased 12% Y-o-Y
- ✓ Supported by 12% increase in technology expenses Y-o-Y
- ✓ Improved trading efficiency and developing infrastructure to support diversification initiatives
- ✓ FY19 fixed operating expenses increased 10% Y-o-Y, well within guided range
- ✓ Strong cost control as growth investments have been made
- ✓ FTE growth of 18% Y-o-Y to 513

Leveraging our global ETP trading footprint to drive further growth

Focus remains on enlarging the ETP footprint



Flow Traders ETP value traded (€bn)



Americas

- US is the largest ETP market globally with single regulatory regime
- Technology (e.g. RfQ adoption) and regulatory changes (e.g. unbundling, best execution) will create a more level playing field and ability to grow share
- Already top 3 in OTC with current setup and momentum continues to grow
- More products and additional large counterparties to generate more flow
- Confident of increased success with building blocks in place



Europe

- Growing ETP market in 2019 with increasing regulatory alignment
- MIFID II has led to step change in transparency with trading moving away from dark pools to MTFs
- Retrenchment of market participants
- Flow Traders sees almost all flow which drives pricing capabilities
- Flow Traders is successfully defending and enhancing a strong market position – 35%+ onscreen market share

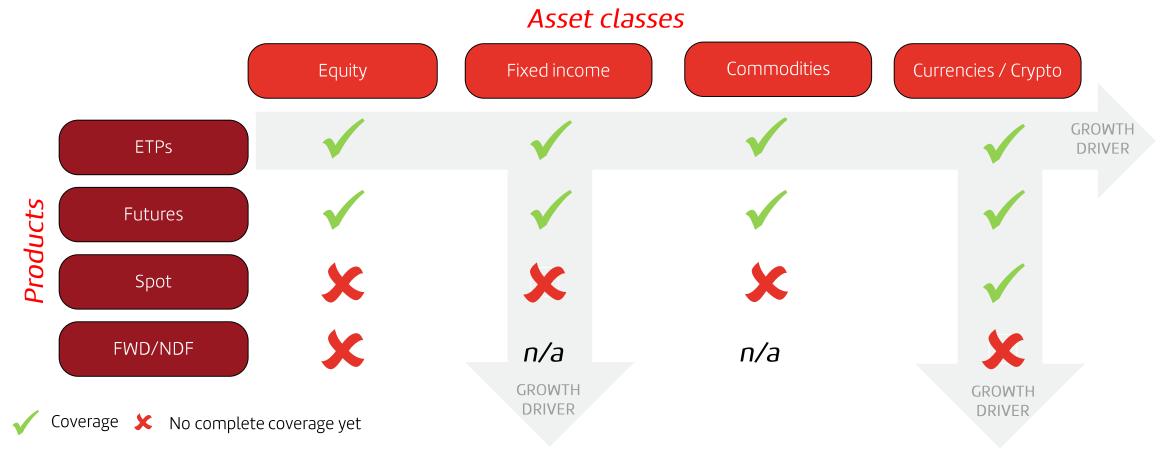


Asia

- Second largest regional ETP market dominated by China
- Highly fragmented landscape
- Flow Traders currently operates in Asia ex-China examining entering this market in the near future
- High degree of relationship-driven trading led by domestic banks (often also ETP issuers themselves)

Three near term key growth drivers – fixed income and currencies alongside ETP core strength

Technology and regulatory developments are catalysts for these key growth drivers



- Growth focus is on enhanced coverage of fixed income and currency products alongside enlarging the global ETP trading footprint
- Pricing of products traded, connectivity and transparency are key
- NTI growth is realised through growing Value Traded and optimising Revenue Capture
- Improved efficiency through greater scale and continued technology investments

2020 strategic priorities

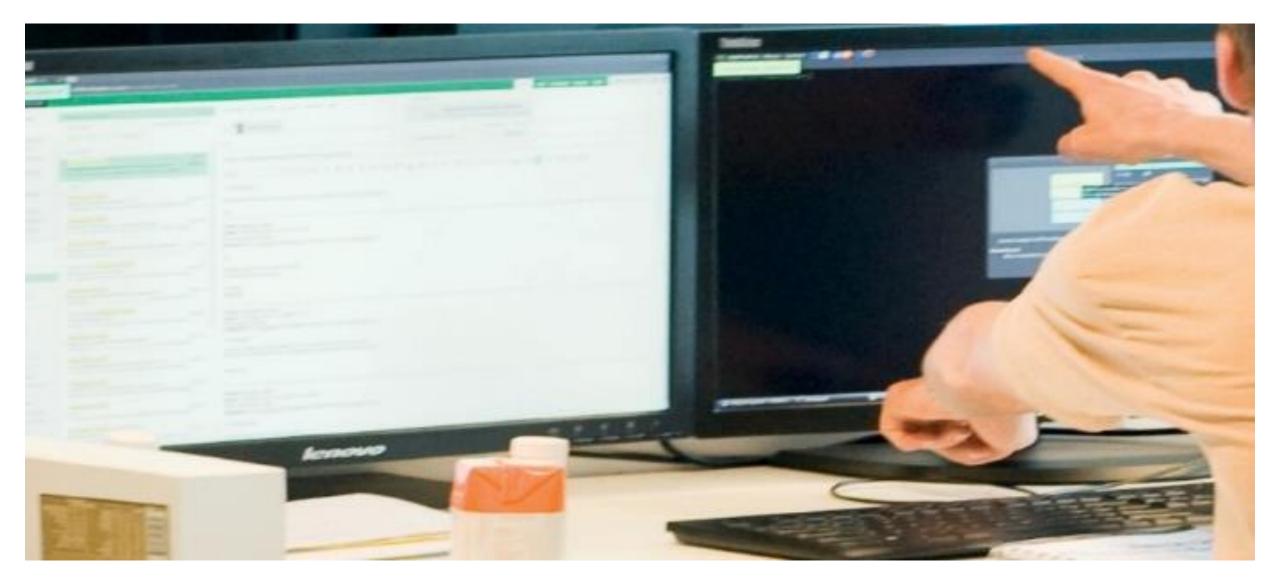
- Expand leading ETP liquidity provider position and continue to grow ETP ecosystem through more venues, products and counterparties
- 2 Expand currency trading capabilities
- Expand fixed income trading capabilities will strengthen fixed income ETP trading
- Drive efficiency improvements through technology infrastructure and data processing
- Maintain strong capital position and robust risk management framework
- 6 Strong cost discipline as growth investments are made

Structural NTI growth potential

Q&A

Thank you!

Appendix



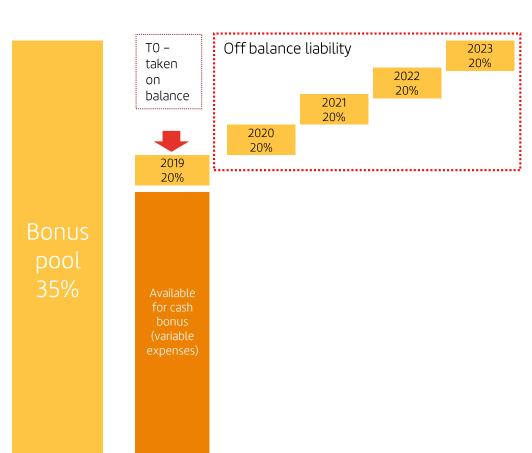
Summary income statement

€ millions	4Q19	3Q19		FY19	FY18	
Net Trading Income	46.1	53.3	(13%)	216.4	383.4	(44%)
Employee expenses (fixed)	11.6	11.1	5%	43.6	36.1	21%
Technology expenses	10.9	10.0	9%	39.7	35.4	12%
Other expenses	3.9	3.5	13%	15.0	18.4	(19%)
One-off expenses	1.2	0.4	209%	1.5	0.8	88%
Fixed operational expenses	27.6	25.0	11%	99.8	90.7	10%
Employee expenses (variable)	6.8	8.8	(23%)	37.7	92.9	(59%)
Total operational expenses	34.4	33.8	2%	137.5	183.6	(25%)
EBITDA	11.7	19.5	(40%)	78.9	199.8	(61%)
Depreciation / Amortisation	3.7	3.7		14.6	9.0	
Write offs, tangible assets	-	-		0.1	0.3	
Results subsidiaries	1.0	-		1.1	3.4	
Profit Before Tax	9.0	15.8	(43%)	65.3	193.9	(66%)
Тах	1.8	2.9		12.2	33.0	
Net Profit	7.2	12.9	(44%)	53.1	160.9	(67%)
EPS (€)	0.16	0.28		1.15	3.46	
EBITDA margin	25%	37%		36%	52%	

Flow Cash Incentive Plan (FCIP) mechanics overview

Payment schedule

FCIP



Accounting considerations

- All 5 future cash incentives are funded out of this year's bonus pool
- Cash incentive will only be paid to employees who remain employed at the company and still hold shares
- This results in a service condition and IFRS accordingly requires that the costs are allocated to that year
- These costs will, however, not impact the bonus pool of that particular year, but as the expenses are taken into the P&L, the % presented in that year will be impacted

2019 monthly market updates

						2019							2018		
	Dec	Nov	Oct	Sep	Aug	Jul	Jun	May	Apr	Mar	Feb	Jan	Dec	Nov	Oct
On & Off Exchange* Value Traded - Global (€bn)	1,786	1,654	2,041	1,973	2,462	1,739	1,853	2,228	1,761	2,116	1,696	2,281	3,033	2,321	3,100
On & Off Exchange* Value Traded - EMEA (€bn)	128	124	136	130	135	129	119	124	111	118	113	125	108	107	131
On & Off Exchange Value Traded - Americas (€bn)	1,483	1,354	1,736	1,682	2,155	1,447	1,589	1,934	1,479	1,813	1,451	2,017	2,710	1,994	2,768
On & Off Exchange Value Traded - APAC (€bn)	175	176	168	160	173	163	145	170	170	186	132	138	215	220	201
EMEA - Off Exchange Market Value Traded on MTF** (€bn)	75	76	71	76	70	76	67	71	66	68	68	73	60	58	68
EMEA - Off Orderbook* Market Value Traded (€bn)	17	12	22	15	16	14	12	10	10	9	7	8	7	6	9
Americas - Off Exchange Market Value Traded (€bn)	562	496	562	553	660	492	567	621	538	595	518	752	899	639	812
APAC - On & Off Exchange Market Value Traded in China (€ bn)	113	109	97	93	90	97	86	89	101	105	67	68	125	133	87
Assets under Management*** - Global (€bn)	Pending	n/a	n/a	5,157	n/a	n/a	4,937	n/a	n/a	4,785	n/a	n/a	4,192	4,457	4,363
Assets under Management - EMEA (€bn)				843			805			778			682	715	710
Assets under Management - Americas (€bn)				3,756			3,602			3,497			3,062	3,272	3,195
Assets under Management - APAC (€bn)				558			530			510			448	471	458
# of ETP listings - Global	12,751	12,709	12,651	12,583	12,457	12,359	12,268	12,158	11,821	11,910	11,583	11,620	11,508	11,445	11,425
# of ETP listings - EMEA	6,046	6,037	6,019	6,022	5,983	5,953	5,939	5,872	5,649	5,782	5,471	5,580	5,539	5,522	5,591
# of ETP listings - Americas	4,620	4,599	4,582	4,529	4,473	4,435	4,386	4,374	4,286	4,269	4,264	4,196	4,148	4,103	4,054
# of ETP listings - APAC	2,085	2,073	2,050	2,032	2,001	1,971	1,943	1,912	1,886	1,859	1,848	1,844	1,821	1,820	1,780
Average VIX per month	13.74	12.70	15.66	15.72	18.98	13.31	15.84	16.72	13.05	14.65	15.42	19.57	24.95	19.39	19.35
VIX high per month	16.30	13.39	20.24	19.66	24.59	16.12	18.86	20.55	14.39	18.33	17.89	25.45	36.07	22.48	25.23
VIX low per month	12.12	11.62	12.90	13.74	15.80	12.07	14.33	12.87	11.03	12.37	13.44	16.57	16.44	16.36	11.61

Notes:

Sources: Blackrock Global ETP Landscape, Tradeweb, Bloomberg, Flow Traders analysis

^{*:} Off Exchange flow EMEA includes Off Orderbook flow printed on exchange and flows via MTFs. This is still excluding flows via SI

^{**:} Publicly available data about market flows traded on MTFs, representing Tradeweb and Bloomberg RfQ. Last month number is preliminary and may be subject to change

^{***:} BlackRock Global ETP Landscape (as of 2019 no longer on monthly basis, but on quarterly basis)