

## Proxy

WRITTEN PROXY for the Annual General Meeting of Flow Traders N.V. to be held on 24 June 2020 (the "**General Meeting**") at 14:00 hours Amsterdam time.

**The undersigned:**

<i>Name</i>	
<i>Address</i>	
<i>Postal code/city/country</i>	

hereinafter referred to as the "**Shareholder**", acting in its capacity as holder of \_\_\_\_\_ (please include number) ordinary shares in the share capital of Flow Traders N.V., that are duly registered via the relevant intermediary (the "**Shares**"), hereby grants a power of attorney to represent the Shareholder at the General Meeting in order to speak and exercise the voting rights attached to the Shares on behalf of the Shareholder in respect of the agenda items for the General Meeting to:

- An independent third party** within the meaning of article 4.3.2. of the Dutch Corporate Governance Code, in this respect being Mr M.J.C. Arends, civil-law notary (*notaris*) of Clifford Chance LLP in the manner set out below.

**Voting instructions:**

No.	Agenda (advisory) voting items	For	Against	Abstain
2.b.	Adoption of the annual accounts	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.d.	Determination of dividend	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.e.	Remuneration Report over the year 2019 ( <i>advisory vote</i> )	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.f.	Remuneration Policy for the Management Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.g.	Remuneration Policy for the Supervisory Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

3.	Discharge of Management Board members	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.	Discharge of Supervisory Board members	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.	Proposal appointment of Britta Achmann as member of the Management Board and CRO	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.a.	Authority to issue shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.b.	Authority to restrict or exclude pre-emptive rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7.	Authority to acquire own shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.	Authority to cancel own shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.	Auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**SIGNING**

Depot Number: \_\_\_\_\_

Signature: \_\_\_\_\_

Name Bank: \_\_\_\_\_

Place: \_\_\_\_\_

Number of Shares: \_\_\_\_\_

Date: \_\_\_\_\_

***Additional information***

The agenda with explanatory notes, the annual accounts, annual report and other information as defined in article 2:392 of the Dutch Civil Code, and the instructions for attendance at the General Meeting will be available on the Company's website ([www.flowtraders.com](http://www.flowtraders.com)). The information mentioned can be obtained free of charge via the Company or via ABN AMRO Bank N.V., at the addresses stated below.

### Addresses

Flow Traders N.V.  
Investor Relations  
Jacob Bontiusplaats 9  
1018 LL Amsterdam  
The Netherlands  
E-mail: [investor.relations@flowtraders.com](mailto:investor.relations@flowtraders.com)

ABN AMRO Bank N.V.  
Visiting address:                      Postal address:  
Gustav Mahlerlaan 10                  P.O. Box 283 (HQ 7050)  
1082 PP Amsterdam                      1000 EA Amsterdam  
The Netherlands                          The Netherlands  
E-mail: [ava@nl.abnamro.com](mailto:ava@nl.abnamro.com)

### Record Date

A person who is registered as a shareholder of the Company on 27 May 2020 after close of trading and processing of all settlements (the "**Record Date**") and has timely registered (as described below) will be considered as having the right to participate in the General Meeting. The administration of the relevant financial intermediary under the Dutch Securities Giro Transfer Act (*Wet giraal effectenverkeer*) shall be consulted to determine which persons are deemed to be registered shareholders of the Company as per the record date.

### Voting through internet/proxy

A shareholder can choose to give a voting instruction to M.J. Arends, civil law notary in Amsterdam to vote on behalf of the shareholder during the meeting. The shareholders will not have the possibility to vote during the General Meeting. Electronic voting instructions can only be given via [www.abnamro.com/evoting](http://www.abnamro.com/evoting) and need to be received on Tuesday 23 June 2020 by 12:00 hours (Amsterdam time).

ABN AMRO Bank N.V.  
Department Corporate Broking HQ 7050  
P.O. Box 283  
1000 EA AMSTERDAM  
The Netherlands  
E-mail: [ava@nl.abnamro.com](mailto:ava@nl.abnamro.com)

**Webcast**

The meeting will be webcast live and available in full for everyone via [www.flowtraders.com/investors](http://www.flowtraders.com/investors).

**Submission of questions for the General Meeting**

Shareholders entitled to vote can submit questions about the agenda items prior to the General Meeting via [investor.relations@flowtraders.com](mailto:investor.relations@flowtraders.com) until Tuesday 23 June 2020 by 12:00 hours (Amsterdam time). These questions will be answered during the General Meeting and published on the website. Questions and answers will be clustered by the Company as much as possible per relevant theme. In addition, Shareholders may ask follow-up questions during the meeting via [investor.relations@flowtraders.com](mailto:investor.relations@flowtraders.com) unless this cannot reasonably be asked given the circumstances. The Chairman of the meeting may further determine this in the interest of the order of the General Meeting.

For further information please visit our website [www.flowtraders.com](http://www.flowtraders.com) or contact Investor Relations:

Jonathan Berger

Telephone: +31 20 799 6799

E-mail: [investor.relations@flowtraders.com](mailto:investor.relations@flowtraders.com)

The Supervisory Board

The Management Board Amsterdam, the Netherlands

13 May 2020