



# Pillar 3 Disclosure

31 December 2018





## Contents

<b>1. OVERVIEW</b> .....	3
<b>1.1 Introduction</b> .....	3
<b>1.2 Scope and Frequency of Disclosures</b> .....	3
<b>1.3 Basis of Disclosures</b> .....	3
<b>1.4 Location and Verification of Disclosures</b> .....	4
<b>2. RISK MANAGEMENT OBJECTIVES AND POLICIES</b> .....	4
<b>2.1 Introduction</b> .....	4
<b>2.2 Board of Directors</b> .....	4
<b>2.3 Risk &amp; Control Functions</b> .....	4
<b>2.4 Risk Appetite Statement &amp; Key Risk Indicators</b> .....	5
<b>2.5 Principal Risks to Plus500UK</b> .....	5
<b>3. CAPITAL RESOURCES</b> .....	6
<b>3.1 Capital Management</b> .....	6
<b>3.2 Tier 1 Capital</b> .....	6
<b>3.3 Tier 2 Capital</b> .....	6
<b>3.4 Internal Capital Adequacy Assessment Process (ICAAP)</b> .....	6
<b>4. PRINCIPAL RISKS</b> .....	7
<b>4.1 Market Risk</b> .....	7
<b>4.2 Operational Risk</b> .....	7
<b>4.3 Capital Risk</b> .....	8
<b>4.4 Liquidity Risk</b> .....	8
<b>4.5 Credit &amp; Counterparty Risk</b> .....	8
<b>5. REMUNERATION DISCLOSURE</b> .....	9
<b>5.1 Decision Making Process</b> .....	9
<b>5.2 Link between pay and performance</b> .....	9
<b>5.3 Code Staff &amp; Directors' Aggregate Remuneration</b> .....	10
<b>6. FURTHER INFORMATION</b> .....	10



## 1. OVERVIEW

### 1.1 Introduction

The EU's Capital Requirements Directive (CRD), as implemented in the United Kingdom by the Financial Conduct Authority (FCA) introduced consistent capital adequacy requirements for authorised credit institutions and investment firms, through a regulatory framework comprising the following three Pillars:

- **Pillar 1** – Sets out the minimum capital requirements for measuring a firm's credit, market and operational risk.
- **Pillar 2** – Requires a firm to undertake an Internal Capital Adequacy Assessment Process (ICAAP) to establish whether its Pillar 1 capital is adequate to cover all the risks it faces and, if not, to calculate the additional capital required.
- **Pillar 3** – Requires firms to make an external disclosure of their regulatory capital and key risk exposures, so allowing market participants to assess key information on a particular firm's capital adequacy and its risk and control processes.

The FCA's rules for implementing Pillar 3, as set out in the EU Capital Requirements, are contained in Articles 431-455 of the Capital Requirements Regulation (CRR) (Regulation (EU) No. 575/2013).

The information contained in this Pillar 3 Disclosure has been prepared in accordance with the CRD/CRR. However, where a particular disclosure is deemed confidential or proprietary by the Plus500UK Board of Directors (the "Board"), such information can be withheld, provided the reason for the omission is stated.

Quantitative disclosures are made as at 31 December 2018

### 1.2 Scope and Frequency of Disclosures

The disclosures in this Pillar 3 document are made in respect of Plus500UK Limited (Plus500UK), a wholly owned subsidiary of Plus500 Limited (Plus500) which is incorporated in the UK and listed on the Main Market of the London Stock Exchange.

The Company provides online trading facilities to its Retail and Elective Professional customers, via Plus500's proprietary trading platform, in Contracts for Differences (CFDs) on Commodities, Stocks, Indices, Options, Exchange Traded Funds (ETFs), Cryptocurrencies and Foreign Exchange (FX).

The Firm's Pillar 3 disclosures are published on an annual basis, as soon as reasonably practicable following completion of its annual financial statements. Plus500UK will update its Pillar 3 disclosure more frequently than annually if material changes to its business model and/or regulation occur such would affect the calculations its regulatory capital requirement.

### 1.3 Basis of Disclosures

The disclosures in this Pillar 3 document are made on a solo basis.



## 1.4 Location and Verification of Disclosures

Plus500UK's Pillar 3 disclosures are reviewed and approved by the Board before publishing on the Firm's website ([www.plus500.co.uk](http://www.plus500.co.uk)). The disclosures are not subject to external audit.

## 2. RISK MANAGEMENT OBJECTIVES AND POLICIES

### 2.1 Introduction

Risk Management is embedded throughout Plus500UK, with the overall risk appetite and risk management strategy being approved by the Board and then disseminated throughout the business as appropriate.

### 2.2 Board of Directors

The Board's responsibilities in relation to risk management are to set Plus500UK's risk appetite and to ensure that it has an appropriate and effective framework in place for monitoring the ongoing processes for identifying, evaluating, managing and reporting the significant risks it faces.

The Board's responsibilities in relation to risk management can be summarised as:

- Setting the Firm's Risk Appetite and monitoring via regular Management Information (MI);
- Establishing, reviewing and challenging effective systems and controls for:
  - Compliance with all applicable rules and regulation
  - Countering the risk of financial crime
  - Ensuring business continuity
  - Ensuring adequate records are maintained
- Approving policies and procedures for its business operations
- Challenging and approving the Firm's Internal Capital Adequacy Assessment Process (ICAAP)

Given the current nature, scale and complexity of its business, Plus500UK's Board does not have separate Executive Committees to deal with separate risk matters e.g. a Risk Committee, a Nominations & Remuneration Committee nor a Client Money Committee. Instead, management of risk lies with the Board.

### 2.3 Risk & Control Functions

The following functions provide additional assurance to the Board by compiling periodic reports and MI for the Board's consideration:

- **Finance** – The Chief Finance Officer is responsible for maintaining accurate financial records and ensuring the business operates in compliance with all applicable legislation, including the client money rules and for ensuring the Firm's regulatory and tax submissions are met.



- **Compliance** – The Compliance Oversight & Money Laundering Reporting Officer Function is responsible for ensuring that Plus500UK operates in compliance with the various regulatory and anti-financial crime obligations to which it is subject. This is achieved through the undertaking of periodic gap analyses and regular compliance monitoring. Findings arising from such compliance reviews are reported to the Board, who monitor the recommended actions through to completion.
- **Internal Audit** – Due to the nature, scale and complexity of its business, the Company does not have a dedicated Internal Audit function and has delegated much of the task of monitoring the appropriateness and effectiveness of the Firm’s systems and controls to the Compliance function.

## 2.4 Risk Appetite Statement & Key Risk Indicators

As outlined in Plus500UK’s Annual Report, the Firm’s strategic objectives are:

- Maintaining leadership in innovation
- Growing the customer base in established markets
- Extending market leadership
- Strengthening and expanding geographical reach into new regions

In addition to setting objectives, the Board has also set a Risk Appetite Statement (RAS) which both defines and articulates the level and types of risk the Board is willing to tolerate in order to achieve its strategic objectives. To monitor whether a particular risk is approaching or has exceeded its tolerance levels, the Board has put in place a number of Key Risk Indicators (KRIs). These KRIs are reviewed by the Board as part of their Management Information and serve as early warning indicators that mitigating measures may need to be taken.

## 2.5 Principal Risks to Plus500UK

The key financial risks arising from the Firm’s business activities, from which the KRIs derive, are identified as:

- Market risk
- Operational risk
- Capital risk
- Liquidity risk
- Credit & counterparty risk

For further information on Plus500UK’s principal risks, see Section 4 of this Pillar 3 disclosure and the Firm’s Annual Report and Financial Statements, available at Companies House.



### 3. CAPITAL RESOURCES

The Company's capital resource requirement is calculated according to the FCA rules that apply to an IFPRU 125k firm. The financial data represents the Company's capital resources and risk exposure disclosed in the Company's 2018 Financial Statements.

#### 3.1 Capital Management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders, and to meet regulatory capital requirements at all times.

The Company's capital management objectives are primarily met by managing the business risks that the Company faces on a regular basis.

There have been no changes to the Company's approach to capital management during the year.

#### 3.2 Tier 1 Capital

Relating to the Company's own capital resources, Tier 1 Capital comprises equity share capital and reserves.

*TABLE 1: Common Equity Tier 1 Capital (2018)*

Capital and reserves	£
Called-up share capital	14,000,000
Retained earnings	21,069,375
<b>Total equity</b>	<b>35,069,375</b>

#### 3.3 Tier 2 Capital

The Company does not have Tier 2 Capital.

#### 3.4 Internal Capital Adequacy Assessment Process (ICAAP)

Plus500UK undertakes an internal assessment of its capital requirements via the ICAAP on at least an annual basis, which is challenged and approved by the Board.

The ICAAP assesses the level of capital required to adequately support all relevant current and future risks faced by the Firm. It also assists the Firm to determine its Pillar 2 requirement, which is the additional amount of capital it should hold against the risks not fully covered by the Pillar 1 requirement.

The ICAAP is periodically reviewed throughout the year to ensure that it remains up to date with regards to all identified risks.

The ICAAP may be reviewed by the FCA, who may set the Individual Capital Guidance (ICG) capital requirements for the Firm as part of its Supervisory Review and Evaluation Process (SREP). The ICG provides guidance on the amount and quality of capital resources that the FCA believes the Firm

should hold under the overall financial adequacy rule. Plus500UK is not obliged to make a public disclosure of any ICG that may be imposed.

## 4. PRINCIPAL RISKS

The principal activities of the Company outlined in Section 1.2 of this disclosure give rise to financial risks in the ordinary course of business. Previously summarised in the RAS in Section 2.5, the primary financial risks arising from the Company's business activities are identified and detailed below, in addition to the measures taken to mitigate such risks.

### 4.1 Market Risk

Market risk is the risk that the value of a financial instrument will change due to adverse moves in market factors. The Company hedges all of its positions back-to-back with its parent, Plus500 Limited and, in doing so, ensures that it is not exposed to any market risk.

### 4.2 Operational Risk

Operational risk is the risk of financial loss due to inadequate or failed internal process and systems. It can also arise from human error, or external events over which the Company has no influence. As operational risk can never be fully eliminated Plus500UK manage operational risk through robust systems, controls, policies and procedures.

- a) **Processes** - Plus500UK has documented policies and procedures for all its key operating processes, which are performed in line with all applicable regulatory requirements. Periodically, consultants will be hired to provide assurance for the methodology utilised and the soundness of the controls applied.
- b) **People** - Although Plus500UK is committed to upholding the highest ethical standards, complying with all regulatory obligations and acting in the best interest of its customers, it is still exposed to risks arising from human error, potential conflicts of interest and, in extreme cases, from fraudulent activity in just the same way as any other company.

Some of the measures employed by Plus500UK to mitigate its exposure to operational risk caused by its people include:

- The architecture of Plus500UK's proprietary trading systems does not allow for ad-hoc human decisions, nor manipulations;
  - Payments and handling of client money is assigned to specific individuals, with authorisation limits and sign-off protocols in place;
  - Application of a rigorous recruitment process, including background checks by an independent third party, to verify the fitness of candidates.
- c) **Systems** – Due to the nature of the service offered by Plus500UK, it is highly dependent on the electronic platform provided by its parent, Plus500. The Group, recognising the potential impact of system unavailability has created system backups which are kept at geographically diverse locations. The system has a comprehensive Disaster Recovery Programme in place and penetration testing takes place periodically throughout the year.



#### 4.3 Capital Risk

The Company manages its capital resources on the basis of regulatory capital requirements (Pillar 1) and its own assessment of capital required to support all material risks throughout the business (Pillar 2). Further information on the Company's capital resources is detailed in Section 3.

#### 4.4 Liquidity Risk

Liquidity risk is the risk that the Company will be unable to make the required payments on its obligations as and when they fall due, or can secure resources to do so at excessive costs. The Company's liquidity risk will increase as the level of cash held on deposit with banks and financial institutions decreases relative to its obligations.

The Company, at all times, holds such funds or makes arrangements to have access to such funds, enabling it to meet all of its obligations in a timely manner. Due to the high level of cash and cash equivalent reserved by the Company in comparison to its liabilities, no additional sources of funds are currently deemed necessary. The Firm maintains a net liquid asset position, which provides a liquidity buffer.

#### 4.5 Credit Risk and Dilution Risk

Plus500UK does not offer loans, extend credit to its customers, carry out physical foreign exchange transactions, nor does it operate a Trading Book model. Plus500UK is therefore not exposed to credit risk or dilution risk.

#### 4.6 Counterparty Credit Risk

Counterparty credit risk is the risk of a financial loss to the Company arising from a counterparty's failure to pay or otherwise meet a financial obligation. The risk includes loss of principal, disruption to cash flows and increased collection costs.

Plus500UK employs the Standardised Approach under CRR Articles 111 – 141 to calculate its credit risk exposure amounts.

Plus500UK's counterparty credit risk primarily stems from two main sources: its customers and the banks/financial institutions it deposits funds with:

##### a) **Customers**

The Company operates a margin system whereby customers are required to deposit funds prior to trading that will be used as collateral against possible losses arising from their CFD transactions. This reduces the credit risk exposure to Plus500UK arising from acting as principal to the trades of its customers. Should a client's equity fall below the maintenance margin required to keep their positions open, the client's positions will be liquidated systematically until the account balance equals/exceeds the required maintenance margin.

As Plus500UK does not operate a Dealing Desk and its customers execute their own transactions, it is not possible for wrong-way trades being placed by Plus500UK on the instruction of its customers. The Company is therefore not exposed to "wrong-way" risk.





## b) Banks and financial institutions

The Company holds accounts with several banks and financial institutions to facilitate the collection and payment of funds from/to its customers and other counterparties. An account with a bank or a financial institution will only be opened after suitable checks have been made to assess the counterparty default risk level of that entity.

The company follows a counterparty default risk rating process that assesses (on at least an annual basis) whether the firms to whom the Company is exposed are of an acceptable risk. Indicatively, as at December 2018, 100% of the Company's cash and cash equivalents were held at institutions and banks with "safe" determinations.

TABLE 2: Counterparty Credit Risk Exposures (2018)

	Maximum exposure to credit risk (£)
Cash held with financial institutions	45,527,650
Fair value of CFDs owed by customers	10,700,480
Other debtors and prepayments	59,626
<b>Total</b>	<b>56,287,756</b>

## 5. REMUNERATION DISCLOSURE

The Company is required to comply with the IFPRU Remuneration Code ("the Code"), as set out in the FCA Handbook and in accordance with Article 450 of the CRR.

The FCA have adopted a proportionate approach to implementing the Code, which allows firms to comply in a way that is appropriate to their size, internal organisation and nature, scope and complexity of its activities.

Plus500UK meets the definition of a Proportionality Level Three firm and, as such, its disclosures in respect of remuneration reflect these requirements.

### 5.1 Decision Making Process

Due to the nature, scale and complexity of its business, Plus500UK has not formally appointed a Remuneration Committee. Instead, decisions concerning Code and executive staff remuneration are taken by the Plus500UK Board, of which the CEO of the parent company, Plus500 Limited, is a Director.

### 5.2 Link between pay and performance

Plus500UK's remuneration policy promotes staff retention and loyalty. Code and executive staff remuneration is reviewed on an annual basis as part of the annual yearly appraisal process. Variable remuneration is discretionary, is linked to an individual's performance and is offered in return for excellence, where Company profitability allows. Where variable remuneration is granted, it is Plus500UK's policy to ensure that a high proportion is provided via a long-term equity CFD. This ensures that the interest of Plus500UK's Code and executive staff in the share price performance of its parent, Plus500 Limited, are aligned with those of the Group's shareholders.



### 5.3 Code Staff & Directors' Aggregate Remuneration

	<b>Total Fixed £</b>	<b>Total Variable £</b>	<b>Total no. of staff</b>
Code	551,250	0	5
Executive	239,500	0	3

## 6. FURTHER INFORMATION

Should you require any further information, please contact:

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