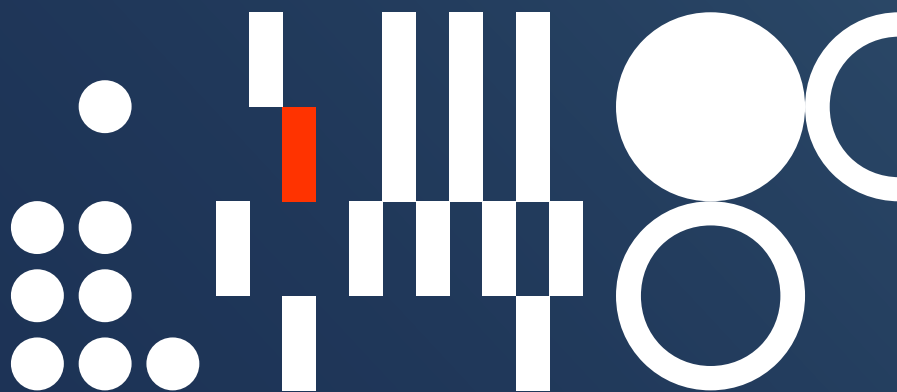


Optiver 

Annual Review 2023

We improve the market



Annual Review 2023

Optiver Holding B.V.

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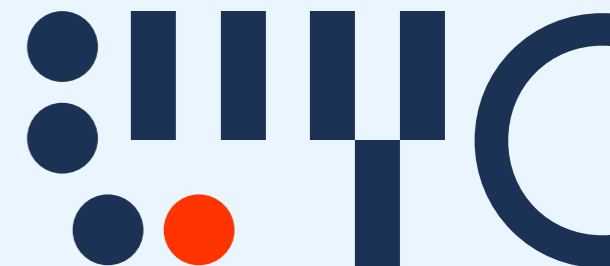
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We are Optiver

Widely recognised as a leading market maker, Optiver has provided liquidity to exchanges around the world since 1986.

Powered by advanced technology developed in-house, we are trusted to competitively price hundreds of thousands of interconnected financial products across time zones around the globe.

Risk management is in our DNA. Especially in periods of volatility, our strategic risk framework and trade execution capabilities reinforce our role as a stabilising force, making markets more efficient and transparent for all market participants.

We recognise our impact on the broader environment and are committed to mitigating our carbon footprint and promoting greater gender diversity within our industry.

In a world of growing complexities, our diverse team of real-time problem solvers can be depended on to act with precision and drive our mission to improve the market forward.

Our five critical domains



Trading



Technology



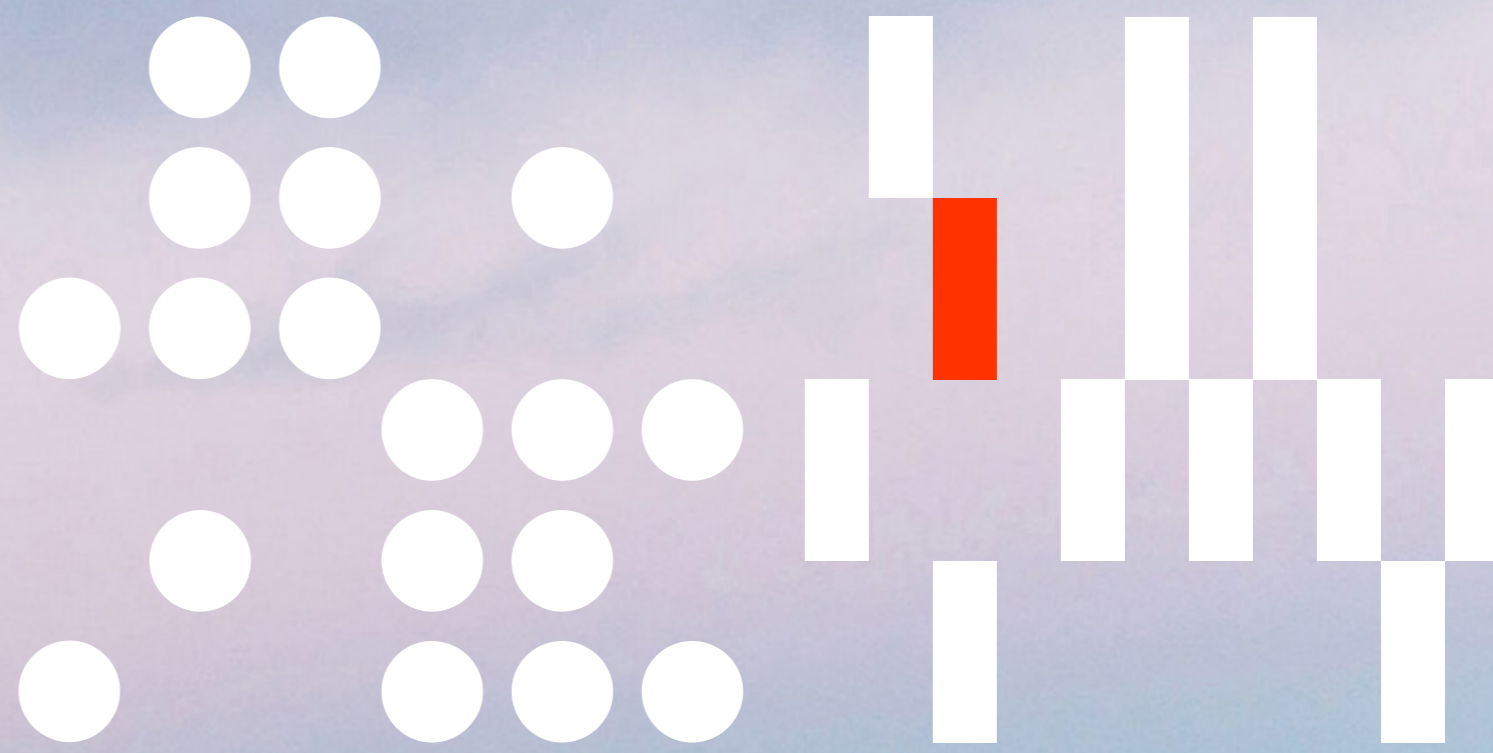
Research and Data Science



Risk and Control



Business Operations



CHAPTER 1

Management Board and Executive Committee Report



 Chicago



Results at a glance

37

Years of market making

11

Global offices

1,952

Total full-time employees
1,709 (2022)

100+

Global exchanges
provided with liquidity

€1,158m

Equity holder net profit (2023)

€ 1,286 million (2022)

€1,311m

Results from operating activities (2023)

€ 1,636 million (2022)

€2,773m

Net trading income (2023)

€ 3,290 million (2022)

€4,100m

Total equity at year end (2023)

€ 3,568 million (2022)

Optiver delivered a solid financial performance, concluding the year in a strong financial position. We maintain a conservative capital structure to meet our business and regulatory requirements.

Throughout 2023, Optiver demonstrated its market leadership through sustained growth, strategically expanding its business across diverse markets, products and asset classes.

This upward trajectory was underpinned by notable increases in staff, office infrastructure, investments in technology and financial resources.



2023 in review

The rise of AI and a world navigating its significant implications for the future marked a breakthrough year for technology in 2023. During an era of unfolding geopolitical and humanitarian crises, we saw a shift in global interest rates, alongside changes in financial conditions and labour market dynamics. Inflation and regional banking turmoil further impacted macroeconomic stability.

Amid the layered financial landscape, Optiver was strategically positioned to provide consistent, reliable liquidity to the markets.

Our investment in automation and machine learning in trading over a number of years, as well as our vision for the role of technology at Optiver, equipped us for the swiftly evolving changes in 2023. Previous years of increased volatility in the financial sector successfully honed our pricing, trade execution and risk management skills to keep markets healthy through all economic scenarios. We attribute our solid results in 2023 to the growing success of our refined global operating model, allowing us to enhance innovation and strengthen our collaboration.

With a robust global infrastructure, we set our sights on emerging opportunities, securing footholds in Mumbai and New York as we expanded to new markets and broadened the scope of liquidity we offer to financial markets.

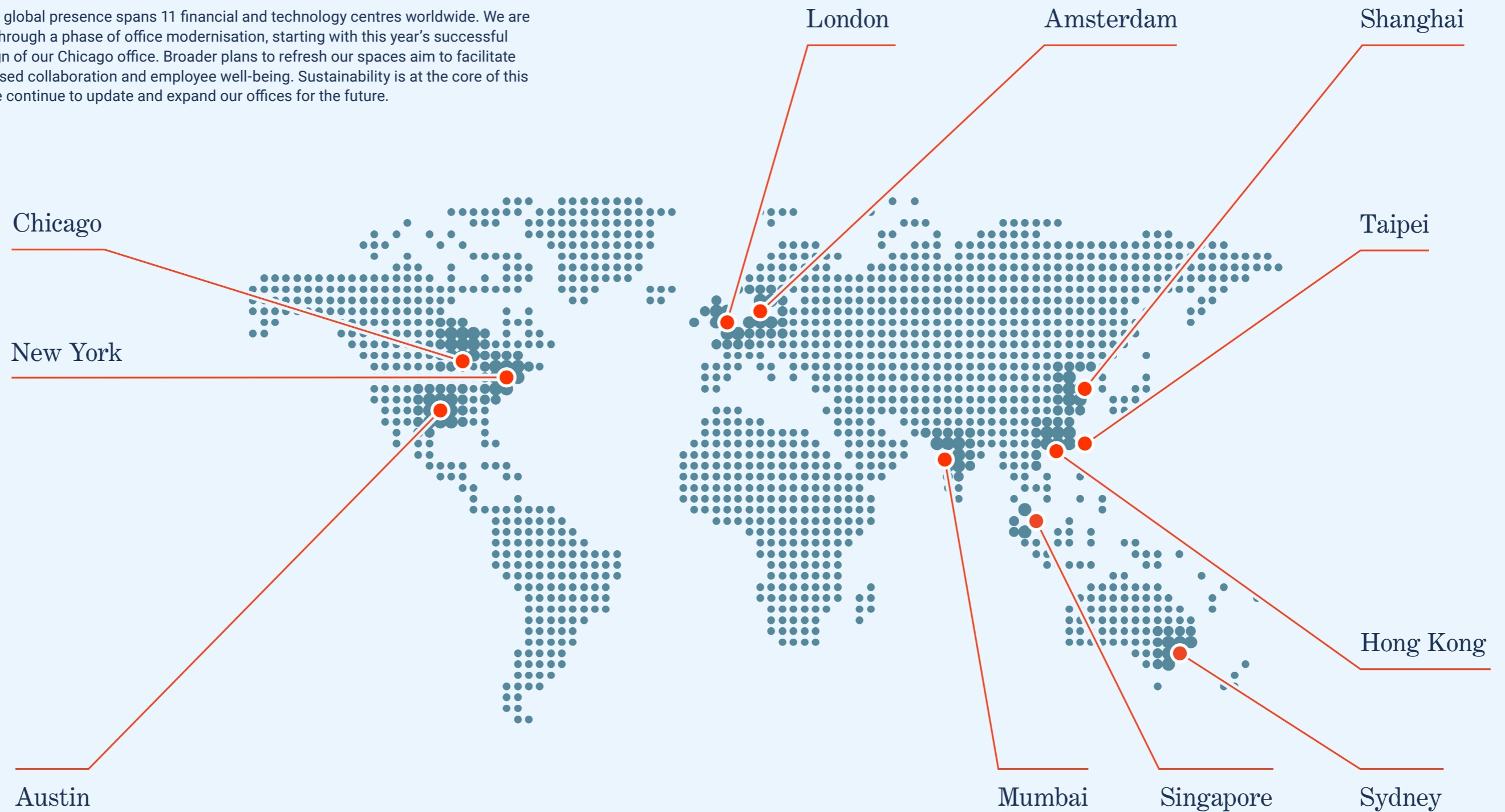
The bond between our 11 offices strengthened the synergies of our high-performing teams to drive measured growth and deepen our collective efforts to improve the market.





Providing liquidity at scale

Optiver's global presence spans 11 financial and technology centres worldwide. We are going through a phase of office modernisation, starting with this year's successful redesign of our Chicago office. Broader plans to refresh our spaces aim to facilitate growth, increased collaboration and employee well-being. Sustainability is at the core of this initiative as we continue to update and expand our offices for the future.





📍 Redesigned office at Prudential Plaza, Chicago

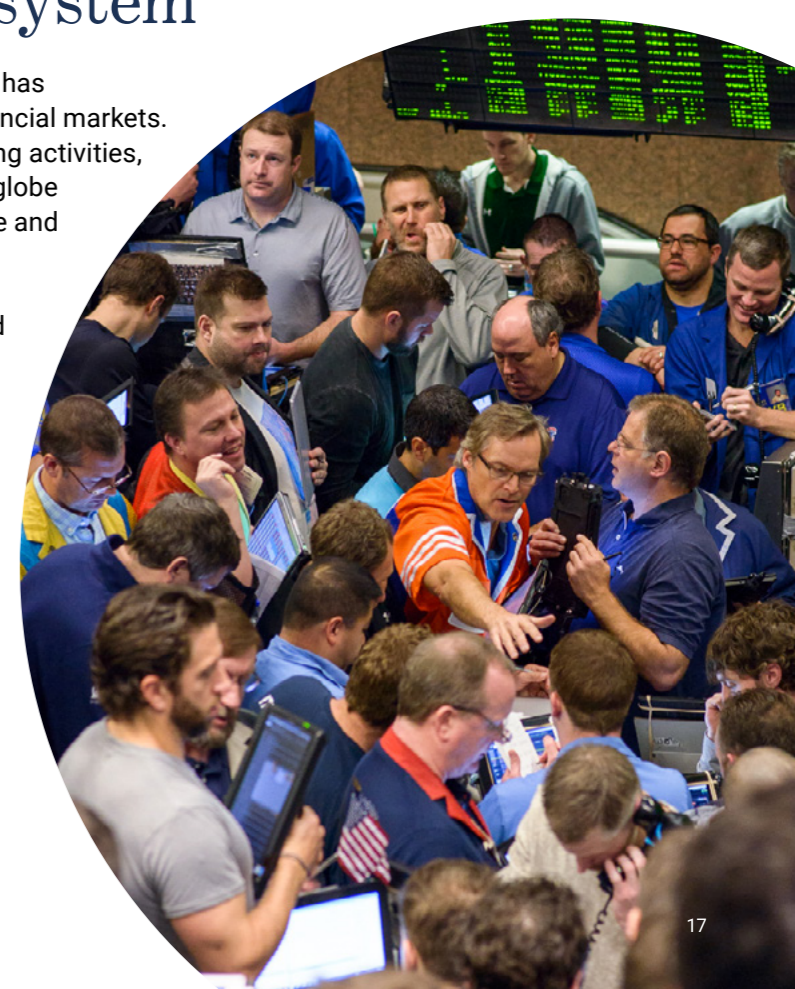


Our role as liquidity providers

As a global market maker, Optiver trades hundreds of thousands of financial instruments on exchanges around the world. By continuously providing quotes – both bids to buy and offers to sell – for a given financial instrument, we play a vital role in the healthy functioning of markets. Our efforts bring down the cost of trading and make the process of finding a counterparty more efficient. We received recognition for our market making in 2023, including an award from industry publication The Trade for Outstanding Non-Bank Electronic Liquidity Provider. The judges wrote that "Optiver has gone from strength to strength in recent years," citing our options and ETF market making and the growth of our institutional sales efforts.

How we participate in the global financial ecosystem

Optiver's role in the global financial ecosystem has evolved beyond the provision of liquidity to financial markets. As an extension of our traditional market making activities, we provided institutional investors around the globe with direct liquidity in equities, FX, fixed income and commodity products. Our derivatives and cash equity institutional sales businesses showed significant growth in 2023. We also established Optiver Execution Services, which leverages our market-leading liquidity to provide competitive options pricing to a broad range of institutional counterparties in the US.





Engaging our industry

Optiver believes that open discourse and debate on financial markets helps drive progress throughout our industry. During 2023, we proactively shared our knowledge by publishing position papers on industry topics, participating in discussion panels, voicing our opinion in industry bodies and providing input for regulatory consultations. Our executives, traders and market structure experts were also quoted in respected financial media outlets. Regulators and market participants continue to seek our expertise, reflecting the impact of our ongoing contributions.

“As part of our mission to improve markets, we proactively seek to share our knowledge and expertise as a way of driving progress throughout our industry”

– Jan Boomaars, Optiver CEO

This year, Optiver became the first market maker to receive full membership in the Plato Partnership, a non-profit organisation focused on bringing creative solutions and efficiencies to the equity market. Our involvement with Plato underscores our commitment to improving markets, not just through our core activities of market making and liquidity provision, but by engaging with our peers to drive industry-wide improvements.

We are an active member of leading industry groups in all of the regions where we operate, including FIA EPTA and EuroFi in Europe; SIFMA, STA and FIA PTG in the US; and AFMA, ASIFMA and the FIA APAC PTG Committee in the APAC region. We also engage clearing partners to participate in comprehensive sessions, diving deeper into the practicalities of market making with our team.

Principal Strategic Investments

Our Principal Strategic Investments (PSI) arm was designed to accelerate companies – at nearly any size or stage – that are aligned with our core mission of improving the market. We make minority investments in select companies, offering access to internal knowledge and decades of expertise, as well as to our broader network.

PSI has continued to build out its network, partnering with companies from around the world and across the full spectrum of the financial markets.

In May 2023, Optiver acquired a non-controlling stake in the Traxys Group, a global physical commodities trader. Optiver was also the lead investor in the equity funding round to support the launch of the MEMX Options exchange. As part of our investment, we assumed a MEMX board seat and chairmanship of the Options Market Structure Committee. Over the course of the year, we also invested in the first digital broker in Brazil and a Japanese exchange for stocks, ETFs and security tokens. With each investment, Optiver gains new insights and helps contribute to the future of financial markets.

Growing academic partnerships

We remain focused on expanding our efforts to educate future generations about our industry and cement the link to STEM (science, technology, engineering and mathematics) subjects.

Alongside existing academic partnerships with universities in the Netherlands, Belgium and the UK, we launched new graduate and postgraduate courses on algorithmic trading, the application of physics in finance and market microstructure on more campuses. In collaboration with Imperial College London, Optiver is also leading a four-week trading academy that equips students with hands-on experience using the Optibook virtual exchange simulator.

In addition to contributing to curriculum courses, our academic initiatives provide student associations with education on market making and introductions to our industry network. In 2023, Optiver subject matter experts delivered guest lectures at universities in the Netherlands, UK, US, Australia, China, Taiwan and Singapore, reaching thousands of students directly in their classrooms. In addition, we welcome Ph.D. students in our offices to learn from their work and share our feedback.

In line with our goal of increasing diversity in our industry, we have observed a significant increase in the number of women participating in our training courses.





How we operate

As a technology-driven trading firm committed to providing liquidity to financial markets, Optiver continued its mission of improving markets in 2023.

Three key factors made it possible. First is our ability to price hundreds of thousands of instruments quickly and accurately using our advanced pricing models. Second is our best-in-class execution capabilities, and third is our robust system of risks and controls. Together, these three pillars allowed us to provide liquidity wherever and whenever it was needed, making markets more stable in the process.

Pricing

In 2023, inflation and monetary policy remained the key focus areas for investors, with geopolitical tensions adding to uncertainty and spurring price swings across asset classes and regions. As investors sought to position their portfolios in response to this macroeconomic climate, our market making activities proved especially critical. We tightened bid-ask spreads across hundreds of thousands of interconnected financial products, contributing to the smooth functioning of markets.

Optiver also supported growth and innovation by actively providing liquidity for newly introduced products and option series. We were guided by our firm belief that fair and open pricing makes markets more competitive and accessible to all.

Our expertise



Competitive prices



Consistency



Responsiveness

Trade execution

Technology underpins everything we do. At Optiver, we pioneer our own trading strategies and systems to run a global network with thousands of high-performance, low-latency applications that react and execute in nanoseconds.

With a focus on continuous improvement, our engineers, researchers and trading teams collaborated throughout the year. Together, they ensured our systems operated seamlessly in response to fluctuating market conditions with low error tolerance, while analysing high volumes of data. This was especially important over the past year as growing volumes of listed products and additional short-term options expiries placed increased demands on financial market infrastructure.

Risk management

Risk management and control are central to our core business. Our global team of dedicated experts proactively embed systems to identify, analyse and mitigate risks to our financial and operational processes. Optiver's control framework is designed with a holistic view, covering market, credit, compliance and all areas of operational risk.

Our approach includes automated trading, fraud, information security and strategic risks. We operate in accordance with our own risk appetite and applicable regulations, laws, market requirements and expectations. Our business model and broad geographical footprint bring a significant diversification component to our risk profile. Our geographical

footprint also comes with a currency exposure as more than 60% of our equity is invested in non-EUR subsidiaries. Our Group Hedging Policy, updated at least annually, states the Group's risk appetite for this currency exposure, which reflects this geographical footprint.

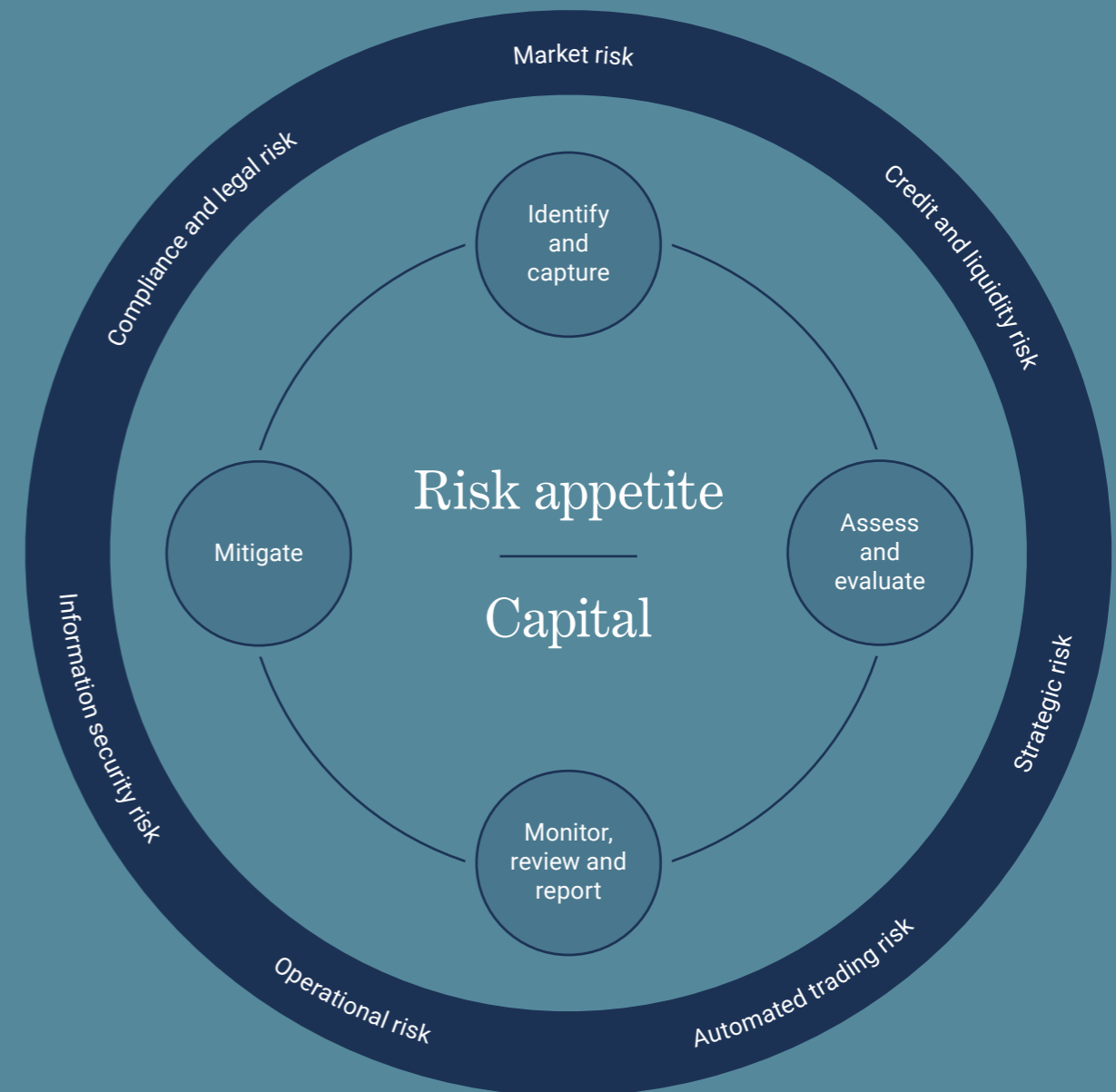
In 2023, we continued to focus on improving the identification, analysis and mitigation of risk within our control framework. Over the course of the year, we refined our risk models and their associated tooling to ensure high confidence in our ability to continue trading in the most challenging market circumstances.

Developments in AI and the emergence of ChatGPT were significant topics in 2023. We responded to risks posed by the rapidly evolving technology by implementing education which enables the firm to harness the technology's potential without endangering the integrity of Optiver's systems and data.

At Optiver, risk management is a mindset that guides all decision-making. Through educational efforts, we foster a culture where our staff are taught to view risk as part of their daily activities to safeguard the firm. Our risk teams regularly engage with the rest of the organisation to ensure Optiver's appetite for risk is well understood and embedded throughout the business.

Information security risk management remained an important theme, and we continued our commitment to responsible data protection and usage. A key part of the team's work in 2023 was improving the firm's ability to prevent threat actors from establishing control in the event that Optiver's defences are breached. Our global security operations team and information security committee continue to advise the Chief Risk Officer (CRO) on all aspects of this risk.

Risk framework





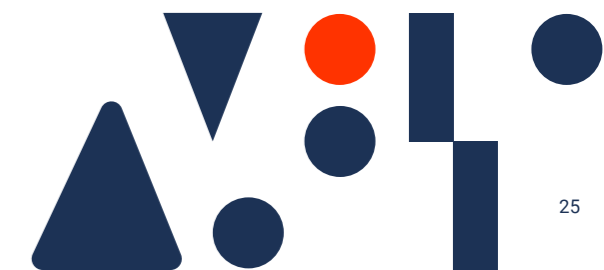
Regulatory developments

As a global firm, we operate across diverse regulatory frameworks in the jurisdictions where we do business. Optiver Holding B.V. qualifies as an investment holding company under the Investment Firm Regulation (IFR) and the Investment Firm Directive (IFD) and is prudentially supervised by the Dutch Central Bank. Optiver VOF, as the only EU investment firm in the Optiver Group, qualifies as a 'Class 2' firm under IFR/IFD.

The other regulated trading entities in the Optiver Group adhere to the oversight of their respective local supervisory authorities. It is against this diverse backdrop that Optiver conducts its advocacy efforts in the regulatory space, with a continued focus on the EU's prudential requirements in 2023.

Discussions on possible changes to the IFR/IFD are underway, a movement that stems from an increasing awareness of the unintended effects of adapting a bank-centric prudential framework for non-bank investment firms. Deliberations are anticipated to span the next few years, with similar dialogues unfolding in the UK. Greater recognition of the benefits of a bespoke prudential regime for non-bank investment firms such as Optiver would allow us to scale our activities more efficiently in the future.

In the context of evolving market structures, EU rules to ban payment for order flow (PFOF) are being finalised. Legislators have also acted to limit single market maker models in venues by requiring at least three materially active participants. The PFOF system operates via liquidity providers who pay brokers to route their order flow to specific venues, often favouring these single market maker venues. As an advocate for transparent and competitive markets, we have highlighted the inherent risks associated with this practice, including reduced order flow to public exchanges, price inefficiencies and conflicts of interest.



In the US, the Securities and Exchange Commission (SEC) proposed to regulate PFOF as part of a wider modification of the cash equity market structure. Regulation to discourage PFOF could open up trading opportunities currently limited to a few firms. Two new proposals were brought forward by the SEC aimed at clarifying the activities that require firms, including those involved in proprietary trading, to register as a 'dealer' or government securities 'dealer', a development we are monitoring for potential impact on Optiver.

More broadly, the review of the Markets in Financial Instruments Directive (MiFID) and Markets in Financial Instruments Regulation (MiFIR) has culminated in a regulatory framework for a consolidated tape covering equities, fixed income and certain derivatives. Depending on their implementation, these tapes aim to provide market participants with a more comprehensive overview of price signals for a security across all EU venues.

Regulators and industry participants across the EU and UK are also discussing transitioning to an accelerated settlement cycle, moving from a T+2 to at least a T+1 basis. We anticipate a conclusion to these talks within the next 12 months, while observing the adaptation of market participants in North America to the move to T+1 slated for 2024. This could increase market efficiencies by reducing margin and collateral costs for market participants, provided that settlement failure rates do not increase.

With the introduction of mandatory reporting on sustainability efforts to our prudential regulatory supervisors, we are proactively preparing for the upcoming implementation of the Corporate Sustainability Reporting Directive (CSRD). This signifies our ongoing commitment to ensure our practices support progress for a sustainable future.

Throughout 2023, the EU continued the push for firms to clear part of their swaps business through EU Central Counterparties (CCPs). Meanwhile, in the US, the SEC is seeking to expand the central clearing of Treasury securities and enlist more participation from non-bank liquidity providers, a regulatory development we support.





Our values

We are committed to doing the right thing

We improve the market

We aim for excellence

Our belief in continuous improvement pushes us to be our best

We do our best work together

Collaboration drives our success

We challenge the status quo

We embrace critical thought, diverse thinking, self reflection and open feedback

We take ownership

Owners, entrepreneurs and initiative takers make the difference

A culture we would never trade

Our trading culture is built on the foundation that asking questions is not just encouraged; it's imperative.

We believe in diving deep into the subject matter, understanding the 'how' and 'why' behind every decision. It's all about achieving expert-level understanding, which constantly evolves as markets do, ensuring we're always ahead of the curve.

We thrive in a fast-paced environment where we can rely on each other to challenge convention to make the difference. What ties us together is our entrepreneurial spirit, a strong sense of ownership, commitment to continuous improvement and a shared ambition to impact the world's markets daily.

We know that personal interactions strengthen relationships, which is why we encourage face-to-face teamwork. No matter where they are based, all trading starters convene in our Amsterdam office to attend the [Global Optiver Academy](#). This intensive training course prepares them to immediately add value in their roles and fosters connections among colleagues. Given its impact, we aim to extend this initiative in the coming year to include technology and other areas.

While building their careers, employees have the opportunity to broaden their expertise by

working in another one of our offices, immersing themselves in new surroundings and unlocking their full potential.

Across functions and offices, our people act as one team under our global operating model, working faster and better to seize opportunities for the benefit of market participants everywhere. Together, we are on a path of sustainable growth that applies to our business and how we develop our people.

Balancing this drive is vital to our collective achievement, and we pursue every avenue to ensure our employees are able to deliver sustainable performance. All year round, we prioritise the physical and mental health of our employees by providing nutritious meals throughout the workday and offering access to wellness support, various sports clubs and resources to boost wellbeing.

Beyond our work, we are known for building community rooted in common interests. Between playing team sports, running marathons, participating in meaningful causes, attending annual events and celebrating milestones, the impact of joining Optiver's culture is far-reaching.



56+
nationalities



78% | 21% | 1%
male | female | unknown or non-binary



319
interns



133
global academy trainees



48
inter-office transfers

Solving puzzles for a living

Our problem-solving mentality drives everything we do. It is also one of the main attributes we look for in emerging talent. To identify top talent, we host and sponsor activities that require analytical thinking. In 2023, these initiatives attributed to attracting a record number of recruitment applicants and interns.

The fifth instalment of our popular trading and coding competition, Ready Trader Go, drew more than 5,000 students from across the globe. Teams were tasked with building and optimising a trading algorithm for Optiver's simulated market exchange, getting a first-hand experience of what it's like to be a trader.

We hosted our second Kaggle competition, inviting the world's largest data science community to solve real-world problems. Participants delved deep into extensive order book and closing auction data, consolidating signals, to try to enhance market efficiency and ultimately predict the movements of Nasdaq's Closing Cross auction.

To reinforce our commitment to fostering technical innovation and a culture of continuous learning, we proudly sponsored Advent of Code for the third year. This festive-themed event offers tech enthusiasts from around the world the chance to test and showcase their creative programming skills with a new puzzle to solve each day.

This year signified a new era for our chess journey with the launch of the Optiver Chess Team. We proudly welcomed International Chess Master Eline Roebers into our fold. As a new Optiver ambassador in the chess world, Eline joins forces with Grandmaster Anish Giri. Combining Anish's seasoned expertise with Eline's rising talent makes for a formidable duo that resonates with Optiver's values. By highlighting women's often-underrepresented role in chess and STEM, our partnership with Eline reflects Optiver's ongoing effort to support diversity and equal opportunity within these areas.



International Chess Master Eline Roebers

Sustainability in focus

Our commitment to doing the right thing is the standard for how we engage with society. Climate change is a key challenge, driving us to move beyond dialogue to tangible, sustainable solutions, including offsetting our 1986-2020 carbon footprint via the Optiver Foundation's reforestation project. In parallel, we also recognise the need to prioritise and actively support gender diversity within Optiver and our industry, reflecting our belief that Optiver's workforce should mirror our talent pool.

Our blueprint for change

Optiver has established a governance structure dedicated to sustainability. Our environmental, social and governance (ESG) initiatives are driven by our global sustainability steering committee, comprising leaders from across our firm who set and guide the strategy for the Optiver Group. As of January 1, 2023, we appointed a Global Sustainability Officer (GSO) who works closely with the committee and our different business units to execute Optiver's ESG strategy.

We apply the same entrepreneurial mindset that drives our business to our sustainability strategy, viewing it as fundamental to our operations. Optiver's sustainability strategy is to maintain carbon neutrality and bring greater gender diversity to technology and trading.

As we take steps towards these efforts, we are also making an impact through our core business of market making. Optiver actively supports the ESG ETF market by providing liquidity in this space.

Measuring our progress

Guided by the Greenhouse Gas Protocol, the GSO coordinated a deep dive into the key contributors to Optiver's global CO₂e¹ emissions. Utilising these insights, Optiver developed a three-step Net Zero strategy: we measure our carbon footprint (CO₂e)¹, reduce our emissions where possible and offset the remainder.



Measure



Reduce



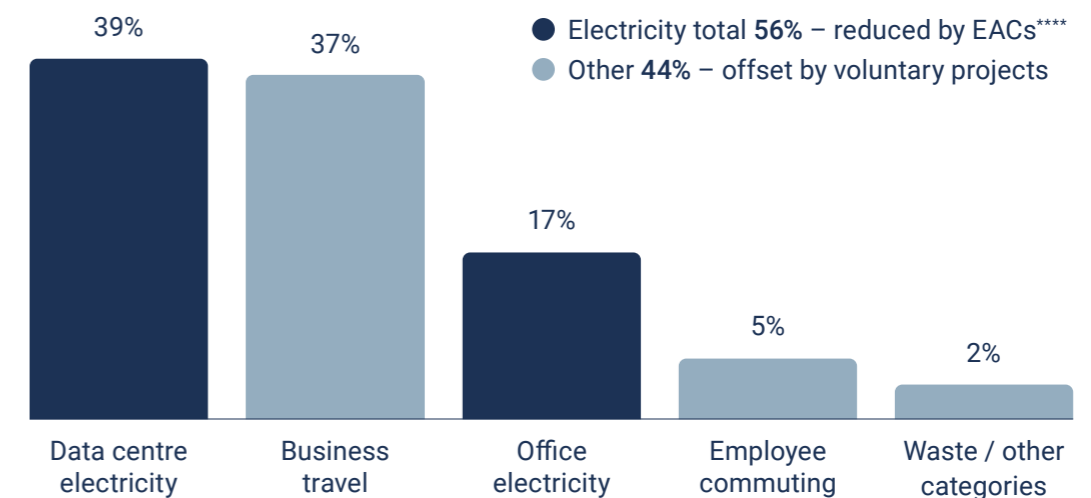
Offset

¹ Carbon dioxide equivalent includes methane and other greenhouse gases.

¹¹ Measurements conducted from 2021 onward.

Our estimated carbon footprint 2023*

~16,5 mt^{**} CO₂e^{***}



Reducing and offsetting our emissions

We take ownership of our environmental impact by reducing our emissions. Electricity used by our data centre operators and offices accounts for over half of our carbon footprint, a figure poised to grow as we scale. To support renewable energy and reduce our carbon footprint, we acquired Energy Attribute Certificates (EACs) matching the locations of our total electricity consumption.

The remainder of our footprint is driven by business travel, waste, employee commuting and other categories. To offset these emissions, we are supporting two separate projects in the voluntary carbon market, each with a B+ minimum external rating and certified by either the Gold Standard or Verra. Outside of our focus on carbon emissions, we continue challenging the status quo by finding ways to conserve our resources and embed environmentally friendly practices in our daily operations.

* Our carbon footprint is estimated due to the unavailability of official emissions factors from relevant environmental institutions. Internal data for the fourth quarter of the fiscal year has been subject to estimates due to the timing of calculation. Upon calculating the actuals in 2024, adjustments to our offsetting will be implemented as required.

** Units are metric tonnes of carbon dioxide-equivalent (CO₂e).

*** Scope 3.1, 'Purchased Goods and Services' is excluded for 2023 as the existing emission factors currently do not reflect the carbon emissions associated with key spend categories for Optiver. As Optiver progresses with improving the measurements, it will onboard various categories of goods and services into the Net Zero strategy.

**** Energy Attribute Certificates

Diversity & Inclusion

Our differences are our edge. Our people have the freedom to challenge conventions so that we can solve the most complex problems every day. Diversity is fundamental to our edge, and our success is defined by an inclusive culture that leverages the unique perspectives and experiences of our people.

– Optiver Global D&I Statement

Assembling a team of top talent from a broad range of cultures and disciplines equips us to solve complex problems at speed. Their distinct origins, identities and experiences enrich our knowledge, supporting an environment where new ideas flow.

Cultivating an inclusive culture is not just part of our ethos but a strategic imperative that drives us towards greater accomplishments. In this pursuit, we are focused on narrowing the gender gap in technology and trading as part of our sustainability goals. This aligns with Optiver's principle of reflecting the gender diversity of our STEM-focused talent pool, in consideration of the regional context.

Our commitment to D&I is embedded in our actions, language, processes and recruitment strategies. By tailoring our messaging to resonate with people from every demographic, we reinforce our ability to attract and spark the change we strive to see. Guided by D&I experts, our approach to talent acquisition is consistently refined to be diverse, fair and objective.





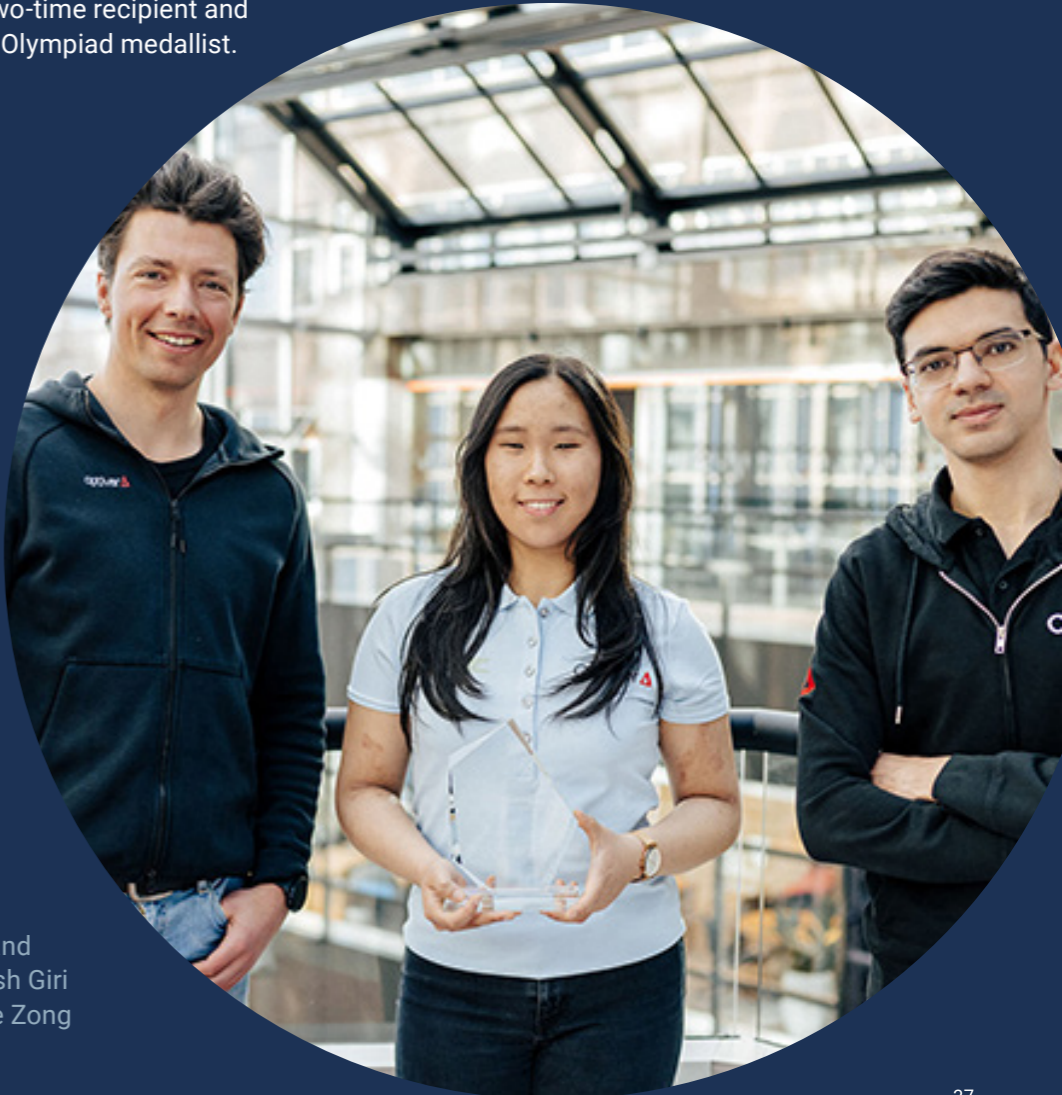
Deepening our awareness of unconscious biases through training and ensuring leaders are developed to serve as role models is central to our efforts. The sharing of ideas can come from anyone, and we take pride in our people feeling comfortable to openly explore new angles.

Determined to empower women in STEM and shape the future of our industry, we sponsor events like Girls in Tech and the Grace Hopper Conference. We also host early engagement initiatives to directly engage with women, providing a glimpse into what a career as a researcher, engineer or trader could look like.

To further encourage female students to pursue STEM subjects at university, Optiver provided a non-endowed scholarship in 2023 that supported the Computer Sciences Department at the University of Texas in the US. This contribution helped cover a part of the tuition fees for 10 undergraduate students.

For five consecutive years, Optiver has been a sponsor of the Girls Math Olympiad teams in Australia and the Netherlands, cheering them on and commemorating their achievements.

In 2023, we presented the '[Optiver Outstanding Maths Award](#)' to Allie Zong, a two-time recipient and European Mathematical Olympiad medallist.



Optiver Trading Trainer and Chess Grandmaster Anish Giri presenting award to Allie Zong

Governance

Optiver Holding B.V. has a so-called two-tier board, where the Management Board is charged with the management of the company and the Supervisory Board is tasked with supervising the policy of the Management Board and the general course of affairs in the company and its affiliated enterprise.

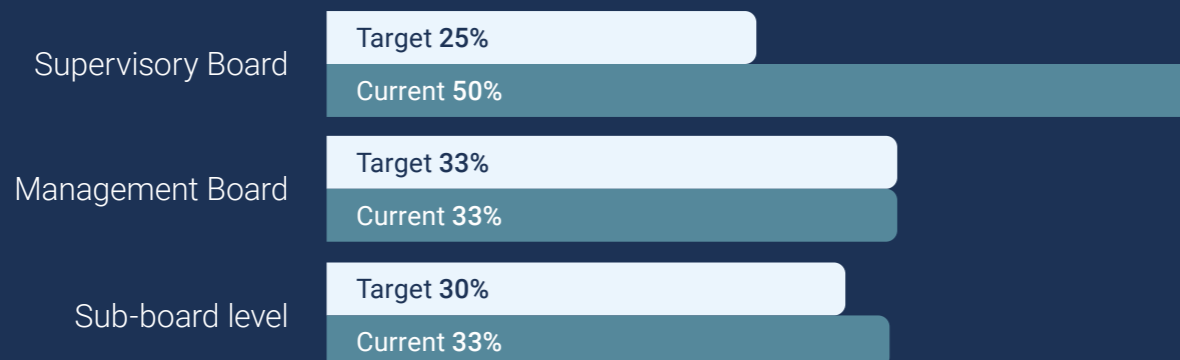
The role of the MB is to manage Optiver Holding, which means, among other things, that it is responsible for achieving Optiver Holding's goals, the strategy and associated risk profile and the development of the financial results. Our MB consists of Jan Boomaars (CEO), Sandrine Teran (CFO) and Tadhg O'Shea (CRO). At a local level, the business units have their own Local Management Teams headed by a local Managing Partner.

When appointing new members to the Management Board or the Supervisory Board,

we look for a well-balanced composition of the relevant corporate body, ensuring that all relevant expertise and competences are present, i.e. business knowledge, executive experience, knowledge of financial markets and relevant (financial and risk management) rules and regulations.

The members of the Executive Committee (ExCo) are the members of the MB and the Managing Partners of the local business units and one of our Co-founders. The responsibilities of ExCo include the overall management of Optiver Group, including its business strategy, the risk and control functions and safeguarding of the Optiver culture. In addition to that, ExCo is focused on talent management, leadership development, the health and wellbeing of the employees and providing a safe working environment for all of them.

Female representation in the top organisational layer



Integrity at our core

We would not be Optiver without integrity. We act with the highest standards of professionalism and honesty and treat others with mutual respect and fairness.

We are committed to complying with relevant rules, regulations and principles related to good corporate practice in the area of tax management and tax transparency.

We have established comprehensive policies that guide our business operations.

These include, amongst others, our Global Code of Conduct, Anti-Bribery and Corruption Policy and Whistleblower Policy, each reinforcing our commitment to integrity and ethical practices. Compliance with these policies is monitored rigorously and violations are addressed appropriately.



The Optiver Foundation

Set in motion as a global non-profit (independent of Optiver) in the spring of 2021, the Optiver Foundation's mission is to fund practical and enduring solutions that spur environmental action and promote diversity. The Foundation's philanthropic approach mirrors Optiver's entrepreneurial mindset, tapping into the power of science, technology and education as transformative tools to drive positive change in the world. By focusing resources on creating impact, the Foundation strives to ensure a safer, healthier and more inclusive future for generations to come.

In 2023, the Foundation announced the completion of its first environmental initiative. An estimated 300,000 trees were planted on degraded lands in Australia, Spain and Canada, marking the conclusion of the Foundation's partnership with Land Life. The three reforestation projects combined are predicted to capture approximately 70,000 tonnes of CO₂e and offset Optiver's historical carbon emissions from 1986 to 2020.

Two partnerships committed to enhancing access to STEM learning for women made significant strides this year. Having collaborated to lay the groundwork, the Foundation saw these partnerships begin to flourish as ideas turned into opportunities for women on an international scale.

The FREE STEM Fund

Women Win is a global initiative working to reduce the structural barriers many women face in becoming full participants in their economies and societies. Building on this mission, the FREE STEM Fund was formed in alliance with the Optiver Foundation. The fund awards grants to youth- and women-led grassroots movements, social enterprises and educational institutions empowering girls and women to thrive in the STEM sector. As of 2023, the FREE STEM fund has supported 27 organisations in 23 countries across Latin America, the Caribbean, the Middle East, Asia, Africa and the Pacific.

The Optiver Foundation Scholarship Programme

The Optiver Foundation's aim to advance women in STEM extends to higher education. To further this commitment, the Foundation partnered with the University of Oxford and established the Optiver Foundation Scholarship Programme. The scholarship enables women from low- and middle-income countries to pursue one-year master's courses in various STEM subjects. Along with covering course fees and providing a living stipend, the scholarship offers valuable mentoring opportunities and on-course support. In 2023, scholarships were awarded to six women wishing to deepen their knowledge in areas such as mathematical and theoretical physics, computer science and energy systems.

Looking ahead

As one global firm, we do our best work together. Our unified approach is our strength and how we will continue to forge ahead with our mission to improve the market. Against a backdrop of an increasingly complex environment, positioning our team of experts where their skills will have the most impact will be key to capturing opportunities in 2024. Risk management, competitive two-sided pricing and trade execution will remain essential pillars of our core business, which we continuously optimise.

Heading into 2024, data and AI will be top of mind as advancements in this field progress and we continue to invest in these domains. Onshore developments in Mumbai will be another primary area of focus as we fortify our access to regional markets and scale our business for the future. With ambitions to broaden our reach, our ongoing commitment to sustainability will become even more vital, and we will persist in making strides to execute on our strategy.

Our sincere gratitude goes to every Optiver employee for their exceptional dedication in 2023, as we collectively steer Optiver towards further success in the upcoming year.



Our Executive Committee



Jan Boomaars
CEO, member of the
Management Board



Sandrine Teran
CFO, member of the
Management Board



Tadhg O'Shea
CRO, member of the
Management Board



Johann Kaemingk
Co-Founder



Wouter Stinis
Managing Partner
APAC

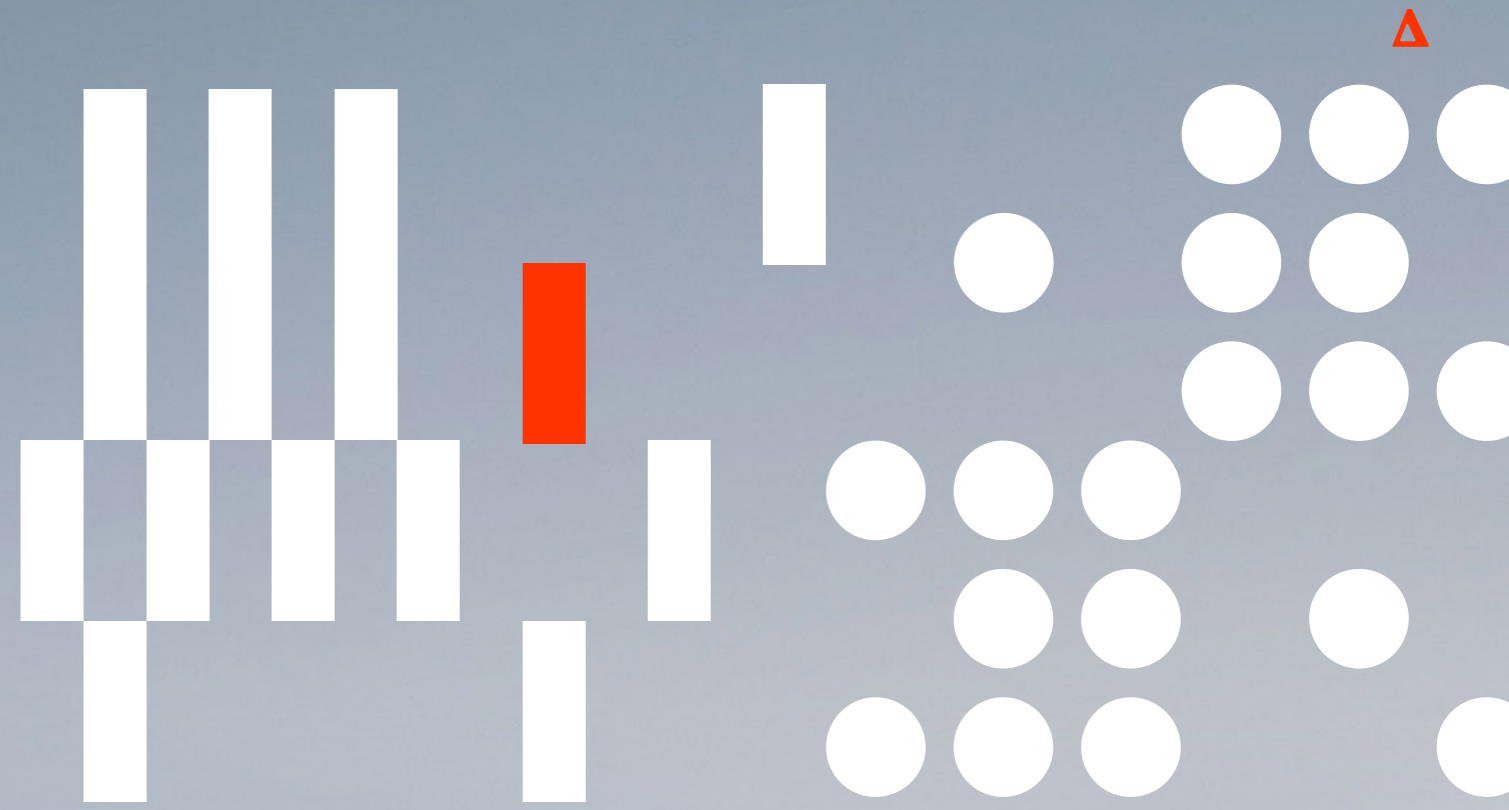


Rutger Brinkhuis
Managing Partner
Transatlantic

Amsterdam, 7 March 2024

CHAPTER 2

Supervisory Board Report





Introduction

In March 2023, Hector de Beaufort's term ended after serving on the Supervisory Board (SB) since 2015. Hector has served on our SB for eight years and five as Chairperson. We are sincerely grateful for his guidance and contributions to our SB and Optiver. I replaced Hector as the Chair of our SB, which is a great honour for me.

At the Annual General Meeting (AGM) of Shareholders in March 2023, Ms. Erica Handling was appointed to our SB. She brings extensive experience in risk management, corporate governance, regulatory compliance, and change transformation to the role, with a particular emphasis on diversity and inclusion. Erica was present in all SB meetings as of the date of her appointment in the AGM of shareholders in March 2023.

Sandrine Teran joined as Optiver's new Chief Financial Officer (CFO) at the beginning of 2023. She is a member of the Management Board (MB) together with Jan Boomaars (CEO) and Tadhg O'Shea (CRO) and a member of the Executive Committee (ExCo). In her first year with Optiver, Sandrine already contributed significantly to achieving our growth plans in a controlled manner and to our mission to improve the market.

The SB would like to thank Optiver's employees for their dedication and strong performance in 2023. In collaboration with the MB and ExCo, the SB looks forward to contributing to Optiver's future and creating long-term value for our stakeholders, consistent with the company's values and purpose.

Jelle Elzinga
Chair Supervisory Board Optiver Holding B.V.



Task and responsibilities of the Supervisory Board

The SB is responsible for supervising the general course of affairs of Optiver Holding B.V. and its subsidiaries while also advising the MB. In performing its duties, the SB acts prudently and in accordance with the interests of Optiver and its affiliated businesses, taking into account the interests of all stakeholders. Specifically, the SB's involvement includes supervising and advising on key areas such as long-term value creation by Optiver, proposed changes in the strategy of Optiver, material regulatory issues, the consolidated annual accounts of Optiver, the corporate governance structure of Optiver and the selection of the MB members and recommendation on the appointment by the shareholders.

Profile of the Supervisory Board

The composition of the SB is designed to ensure that its members are able to carry out their duties in a proper manner, independently from each other, the MB and ExCo. Each SB member is selected individually for their expertise, qualifications and experience, which contribute to the overall effectiveness of the collegial body.

This diverse group offers a broad range of viewpoints and opinions. It is balanced in the representation of gender, nationality, age, education and background, allowing the SB to make informed decisions in the company's best interest.

In accordance with the Corporate Governance Code, the SB strives to safeguard the independence of its members from the MB, Optiver's daily operations and its employees.

J.R. Elzinga
(Chair)



M.R. van Dongen
(Vice Chair)



H.J.A. de Grijs



E.L. Handling



| | | | | |
|---------------------|--|--|--------------------|--|
| Nationality | Dutch | Dutch | Dutch | British |
| Year of birth | 1971 | 1969 | 1963 | 1965 |
| Gender | Male | Female | Male | Female |
| Initial appointment | 2017 | 2016 | 2017 | 2023 |
| Term expires | 2025 | 2024 | 2025 | 2027 |
| Education | Business Administration | Business Economics | Business Economics | Law |
| Expertise | Trading, business development, financial markets | Corporate finance | IT/Digital | Legal |
| SB committees | Review and Remuneration Committee | Audit Committee, Review and Remuneration Committee | Audit Committee | Review and Remuneration Committee (as of 2024) |

Supervisory Board facts & figures

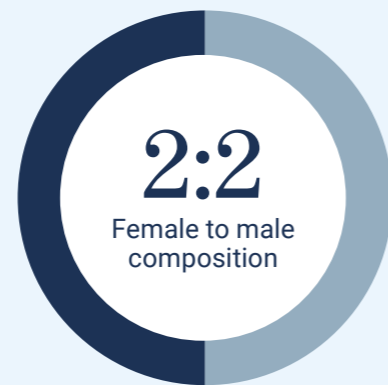
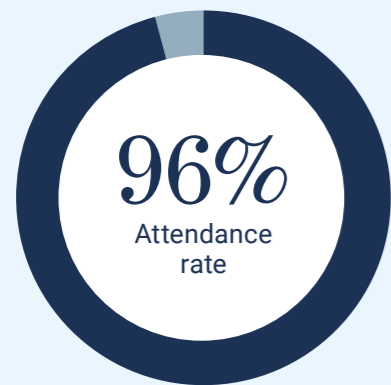


- 6 Formal SB meetings
- 5 Educational meetings
- 5 Audit Committee meetings
- 4 Review and Remuneration Committee meetings



2

Supervisory Board Committees
(Audit Committee and Review and Remuneration Committee)



Supervisory Board meetings

The SB had six formal meetings in 2023 with a 96% attendance rate. Four of these meetings were held in our Amsterdam Office, one in Singapore and the annual strategy meeting took place in London. In addition to the formal meetings, the Chair and other members of the SB maintained regular contact with our Chief Executive Officer, Jan Boomaars, and other members of the MB and ExCo.

The strategy meeting in London focused on various strategic topics, including the political, regulatory and economic environment, and geopolitics and societal issues, Optiver's operating model and strategic framework and the top ten focus areas for 2024. A detailed update on people was provided to the SB, and succession planning and leadership development were discussed extensively. ESG was another important topic the SB spent time on together with the Executive Committee. The strategy day was considered a success and an essential touchpoint for the SB and ExCo to exchange valuable views and insights.

Over the course of the year, the SB engaged in various key developments aimed at creating long-term value for the company and its stakeholders, including proper and high-quality discussions and debates on data, AI and machine learning and the business plans for Mumbai.

From the onset, Optiver has been defined by a high-performance culture where leaders are seen as role models of exemplary behaviour. The SB advocated for a focus on leadership development and welcomed the implementation of a global strategy to support those in leadership positions throughout their career journey. At Optiver, our commitment to doing the right thing extends to the communities where we operate and the environment. In 2023, sustainability continued to be an important theme for the SB and the Audit Committee (including the reporting requirements); the SB fully endorses the company's sustainability strategy and is pleased with the appointment of a Global Sustainability Officer.

Supervisory Board Committees

Two committees support the SB and are responsible for preparing its decision-making in the matters delegated to them: the Audit Committee and the Review and Remuneration Committee. The Chair of each committee verbally reports the main points of discussion and resulting recommendations, enabling the SB to advise as one collegial body.

Risk is a key area of focus for Optiver, and all risk topics are discussed in SB meetings where the MB and ExCo are present. In addition, the SB has a separate meeting with the CRO twice yearly to receive a more detailed update on the developments in risk and compliance.



Audit Committee

The Audit Committee is chaired by Miriam van Dongen, and Harry de Grijs is a member of the committee. The Audit Committee supervises all matters related to financial reporting and control, third-line activities connected to the effectiveness of risk management and the control framework.

The committee had five meetings in 2023, all attended by the external auditor, the CFO, the Group Head of Audit and a representative from Group Finance. Regular agenda items cover the financial reports, external audit reports, significant audit matters and scope and planning for Group Audit. This year, the Audit Committee also deliberated on sustainability and CSRD requirements, transfer pricing, information security and IT audits that took place in 2023.

Review and Remuneration Committee

Miriam van Dongen chairs the Review and Remuneration Committee with Jelle Elzinga as a member. The committee's task is to assist the SB in fulfilling its employer responsibilities towards the MB and assisting them in their employer responsibilities towards the other ExCo members.

The Review and Remuneration Committee had four formal meetings in 2023. The committee also held mid-year update meetings and year-end performance meetings with each member of the MB and ExCo individually.

In line with previous years, succession planning and the annual talent review session were on the agenda in 2023. The topic of succession planning remains a crucial area of focus for the SB and the Review and Remuneration Committee. Leadership development was also a primary theme of discussion with the SB and during the London strategy day.

Education

The SB is committed to continuously learning about the organisation and its development in the constantly evolving business and macroeconomic environment. Deep dive sessions are regularly organised for the SB as part of the meetings. In 2023, sessions on data, AI and machine learning, India, China and corporate governance were attended by the SB with great interest.

Self-assessment

As is customary on an annual basis, the SB and committees evaluated their performance over 2023. The SB engaged with an external party to assist in this assessment. In addition to the SB, ExCo, the MB and the Corporate Secretary provided input for the self-assessment. In March 2024, the SB had a robust dialogue on the outcomes of the 2023 self-assessment.

Our Supervisory Board

Jelle Elzinga (Chair)

Miriam van Dongen (Vice Chair)

Erica Handling

Harry de Grijs

Amsterdam, 7 March 2024

