

# Remitly Global, Inc.

---

## Notice of Annual Meeting of Stockholders

---

**Wednesday, June 10, 2026**  
**10:00 a.m. Pacific Time**

Online at [www.virtualshareholdermeeting.com/RELY2026](http://www.virtualshareholdermeeting.com/RELY2026)

There is no physical location for the Annual Meeting

### Items of Business

The principal business of the 2026 annual meeting of stockholders (the “*Annual Meeting*”) will be to:

1. Elect three Class II directors for a three-year term;
2. Approve, on an advisory basis, the compensation of our named executive officers;
3. Ratify the appointment of PricewaterhouseCoopers LLP as our independent registered public accounting firm for the fiscal year ending December 31, 2026; and
4. Transact any other business as may properly come before the meeting or any adjournment or postponement thereof.

### The Record Date

The record date is April 14, 2026 (the “*Record Date*”). You can vote at the Annual Meeting in person or by proxy if you were a stockholder of record at the close of business on such Record Date. You may revoke your proxy at any time prior to its exercise at the Annual Meeting.

### Dissemination of Materials

This notice of the Annual Meeting, proxy statement, and form of proxy are being distributed and made available on or about April 24, 2026.

We are electronically disseminating Annual Meeting materials to our stockholders, as permitted under the Securities and Exchange Commission’s “*Notice and Access*” rules. Stockholders who have not opted out of Notice and Access will receive a Notice of Internet Availability of Proxy Materials (the “*Notice of Internet Availability*”) containing instructions on how to access Annual Meeting materials via the Internet. The Notice of Internet Availability also provides instructions on how to obtain paper copies if preferred.

By Order of the Board of Directors,  
Saema Somalya  
Chief Legal and Corporate Affairs Officer

Seattle, WA  
April 24, 2026

**Important Notice Regarding the Availability of Proxy Materials for the  
Annual Meeting of Stockholders to be held on June 10, 2026:  
The Notice of Annual Meeting, Proxy Statement and our Annual Report to Stockholders  
are available electronically at  
[www.proxyvote.com](http://www.proxyvote.com)**

---

# A letter to our shareholders

## A note from Matt, our Chairman



More than a decade ago we set out to solve a simple but stubborn problem: the world's financial systems were built for borders, while the people they serve are not. Humanity is always in motion. People move. Families span countries. Work is distributed. Yet the systems that enable money, credit, and financial certainty have served as friction rather than fuel. That gap is real, and it imposes real costs on real families and small businesses every day.

Remitly exists to close that gap. Our north star remains unchanged: transform lives with trusted financial services that transcend borders. This work is audacious, and it demands that we build with both humility and conviction.

### Moments of Dignity and Peace of Mind

We do not measure success in lines on a spreadsheet alone; we measure it in moments of relief and dignity. A parent in the United States who can send money for an unexpected medical bill for a child back home. A freelance designer in India who finally gets paid on time by a client in Canada. The technology we build is the difference between uncertainty and peace of mind.

This is the promise of our vision, and in 2025 we proved that promise can scale. We grew to more than 9 million quarterly active customers, revenue grew to \$1.6 billion (up 29% year-over-year), send volume reached \$74.9 billion, and we achieved our first GAAP-profitable year. Those results did not happen by accident. They are the outcome of a clear strategy, relentless operational rigor, and an unwavering focus on building and maintaining customer trust.

### Strategy: A Platform for Durable Growth

At our first Investor Day in December we articulated a strategy to shift from a cross-border payments company into a broad, trusted financial platform. It is simple in structure and bold in ambition: accelerating the flywheel.

That starts with exceptional customer experiences: scale the platform across more corridors and products; deliver differentiated experiences for our core customer categories—core senders, high-amount senders, small businesses, and receivers; and extend into adjacent financial services where we can authentically create value for customers.

### A CEO Transition From a Position of Strength

Great companies plan for continuity long before it is required. With Remitly's vision clear, strategy validated, rapid growth, and expanding profitability, I concluded this was the right time to move from founder CEO to Chairman. This transition was proactive, deliberate, and done from a position of strength.

I could not be more confident in Sebastian Gunningham as CEO. Sebastian doesn't just

manage platforms; he builds them for the ages. He brings rare experience: building and operating global, product-led platforms at scale, and a deep empathy and understanding of our customers. He has worked directly with luminaries such as Jeff Bezos and Larry Ellison, led marketplace and payments businesses at Amazon that grew to hundreds of billions of Gross Merchandise Value (GMV), and led large-scale digital transformations in payments and banking at organizations like Santander. He combines deep payments and financial-services experience with a track record in both large technology organizations and high-growth companies, making him uniquely suited to lead Remitly.

More than credentials, what matters is his product discipline, his operational intellect, and his insistence on excellence. Those are exactly the strengths Remitly needs for the next chapter.

While I continue on as Chairman and Remitly's largest individual shareholder, Sebastian will lead the company. Sebastian is already re-wiring our organization: increasing product velocity, streamlining decision-making, and infusing an AI-first operating model that will continue to accelerate progress on speed, quality, and cost.

#### **AI and the Next Frontier of Trust**

We are at an inflection point in technology. Artificial intelligence is transforming nearly everything we do as a society. At Remitly, AI is especially powerful because we combine three rare attributes: customer trust, global transactional scale, and rich identity and treasury data. We are large enough to provide unique training signals, yet small and agile enough to iterate in weeks, not years.

We have already begun to see the early benefits. In 2025 these intelligent systems contributed materially to record-low transaction losses, faster resolution times, and meaningful efficiency gains.

#### **Why Remitly, Why Now**

Remitly's advantage is an interlocking support system: institutional trust, product and engineering

talent, a global payments network, and now an accelerating AI capability. Together these give us the optionality to move boldly while protecting our customers and shareholders.

Inside the company walls our constant refrain is "we're just getting started." It has never felt truer. With a clear vision, a detailed strategy, a proven operating model, and a CEO who understands product and scale, Remitly is poised to do more for more people who lead cross-border lives than ever before.

With gratitude and optimism,



**Matt Oppenheimer**  
Chairman and Co-founder, Remitly

---

## **A Path Forward: A note from Sebastian, our CEO**



As Matt outlined, I joined Remitly at a defining moment. My career has been shaped by building products at global scale, and through that journey, one principle has consistently held true: in digital financial services, the product is the business.

My commitment is simple—combine disciplined execution with rapid innovation to build a better product, faster, and deliver the best value to our customers.

### A Category Still in Its Infancy

Our 2025 results—29% revenue growth and first full year of GAAP profitability—reflect strong execution. But we remain early in a vast opportunity. Global remittances represent one of the largest and most resilient financial flows in the world, and Remitly today serves less than 4% of that market.

Looking ahead, we are expanding beyond remittances into a broader \$22 trillion cross-border financial system<sup>1</sup>—serving both our core customers and higher-value use cases with greater frequency, trust, and relevance.



### Winning Through Speed and Learning

Our advantage will be our ability to learn faster and serve customers better than anyone else. We are evolving Remitly into an AI-native company—not simply adopting tools, but re-architecting how we build.

One example is the evolution of our hiring model—from Software Development Engineers (SDEs) to Knowledge Development Engineers (KDEs) building AI natively from the ground up. This marks a step change in labor efficiency at Remitly, allowing our engineering output to scale with advances in AI. We believe that faster learning cycles will directly translate into higher product quality, lower unit costs, and expanding margins—while accelerating the pace at which we bring new products and innovations to market.

### Trust as a Competitive Advantage

As financial services become increasingly automated, trust becomes more valuable—not less.

We have built one of the world's largest disbursement networks for cross-border payments. Around that network, we have developed deep capabilities in compliance, risk, and fraud prevention—systems we view as a long-term strategic asset.

Built over 15 years, this infrastructure creates a trust and safety advantage: a durable, hard-to-replicate edge that protects our customers and strengthens our platform in an era of increasing digital threats.

### Expanding Access to Financial Stability

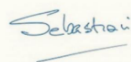
We are expanding the range of financial tools available to our customers. This includes introducing global debit cards, launching lending products, and leveraging new technologies—such as stablecoins—to improve access to financial stability.

For millions of people in emerging markets, the ability to hold and transact in USD is not a convenience—it is a safeguard against volatility and uncertainty. Our goal is to make that capability simple, secure, and broadly accessible.

As we look ahead, we will continue to operate as owners—embracing change, moving with urgency, and maintaining an unwavering focus on our customers.

I believe that companies with strong customer trust and a history of execution will be the greatest beneficiaries of the AI era.

We are just getting started.



**Sebastian J Gunningham**  
Chief Executive Officer, Remitly

<sup>1</sup>FXC Intelligence Data: 2024 Market Size of non-wholesale cross-border payments: SMB Goods \$10.6T, C2B \$4.5T, SMB Services \$3.3T, B2C \$1.9T, C2C \$2T

REMITLY GLOBAL, INC.

---

Proxy Statement

---

Table of Contents

|   |                    |
|---|--------------------|
| <a href="#">Questions and Answers</a>   | <a href="#">3</a>  |
| <a href="#">Proposal No. 1 - Election of Directors</a>  | <a href="#">9</a>  |
| <a href="#">Board of Directors</a>  | <a href="#">13</a> |
| <a href="#">Corporate Governance</a>  | <a href="#">18</a> |
| <a href="#">Ownership of Common Stock</a>   | <a href="#">21</a> |
| <a href="#">Director Compensation</a>   | <a href="#">24</a> |
| <a href="#">Director Compensation Table</a>   | <a href="#">25</a> |
| <a href="#">Compensation Discussion &amp; Analysis</a>  | <a href="#">26</a> |
| <a href="#">Executive Compensation Tables</a>   | <a href="#">34</a> |
| <a href="#">Summary Compensation Table</a>  | <a href="#">34</a> |
| <a href="#">Grants of Plan-Based Awards</a>   | <a href="#">35</a> |
| <a href="#">Outstanding Awards at Fiscal Year-End</a>   | <a href="#">36</a> |
| <a href="#">Option Exercises and Stock Vested Table</a>   | <a href="#">38</a> |
| <a href="#">Potential Payments upon Termination or Change in Control</a>                                      | <a href="#">39</a> |
| <a href="#">CEO Pay Ratio</a>   | <a href="#">41</a> |
| <a href="#">Pay vs Performance</a>  | <a href="#">42</a> |
| <a href="#">Equity Compensation Plan Information</a>  | <a href="#">45</a> |
| <a href="#">Certain Relationships and Related Party Transactions</a>  | <a href="#">46</a> |
| <a href="#">Proposal No. 2 - Advisory Vote to Approve Executive Compensation</a>                              | <a href="#">47</a> |
| <a href="#">Proposal No. 3 - Ratification of Appointment of Independent Registered Public Accounting Firm</a> | <a href="#">48</a> |
| <a href="#">Audit and Risk Committee Report</a>   | <a href="#">49</a> |
| <a href="#">Pre-Approval Policies and Procedures</a>  | <a href="#">49</a> |
| <a href="#">Availability of Annual Report on Form 10-K</a>  | <a href="#">50</a> |

**Forward-Looking Statements**

This proxy statement includes forward-looking statements. These statements are not historical facts and are based on current expectations, estimates, and projections about our industry, management's beliefs, and certain assumptions made by management, many of which, by their nature, are inherently uncertain and beyond our control. Accordingly, we caution you that any such forward-looking statements are not guarantees of future performance and are subject to risks, assumptions, estimates, and uncertainties that are difficult to predict. For a discussion of some of the risks and important factors that could affect our future results and financial condition, see "Risk Factors" in our Annual Report on Form 10-K for the year ended December 31, 2025.

---

# FAQ: ANNUAL MEETING

References to our website in this proxy statement are not intended to function as hyperlinks and the information contained on our website is not intended to be incorporated into this proxy statement. In this proxy statement, unless the context otherwise requires, we refer to Remitly Global, Inc. as the “*Company*,” “*Remitly*,” “*we*,” or “*us*.”

## **Why am I receiving these materials?**

Our board of directors is making these proxy materials available to you on the Internet or, upon your request, by delivering printed versions of these materials to you by mail, in connection with the solicitation of proxies for use at our 2026 Annual Meeting of Stockholders (the “*Annual Meeting*”), or at any adjournment or postponement of the Annual Meeting. The Annual Meeting will be held online on June 10, 2026 at 10:00 a.m. Pacific Time at <http://www.virtualshareholdermeeting.com/RELY2026>.

## **What is included in these materials?**

These materials include this proxy statement for the Annual Meeting and our Annual Report to Stockholders, which includes our Annual Report on Form 10-K for the year ended December 31, 2025. We are first making these materials available to you on the Internet on or about April 24, 2026.

## **What is the purpose of the Annual Meeting?**

For stockholders to vote on the following proposals:

1. Elect three Class II directors for a three-year term;
2. Approve, on a non-binding advisory basis, the compensation of our named executive officers (“*Say on Pay*”);
3. Ratify the appointment of PricewaterhouseCoopers LLP (“*PwC*”) as our independent registered public accounting firm for the fiscal year ending December 31, 2026; and
4. Transact any other business as may properly come before the meeting or any adjournment or postponement thereof.

## **How does the board of directors recommend I vote on these proposals?**

Our board of directors recommends that you vote:

- “FOR” the election of Bora Chung, Laurent Le Moal, and Nigel Morris as Class II directors;
- “FOR” the approval, on a non-binding advisory basis, of the compensation of our named executive officers; and
- “FOR” the ratification of the appointment of PwC as our independent registered public accounting firm for the fiscal year ending December 31, 2026.

## **Who is entitled to vote at the Annual Meeting?**

Holders of our common stock as of the close of business on April 14, 2026 (the “*Record Date*”), may vote at the Annual Meeting. As of the Record Date, there were 210,356,743 shares of our common stock outstanding. Each share of common stock is entitled to one vote. We do not have cumulative voting rights for the election of directors.

**What is the difference between holding shares as a stockholder of record and as a beneficial owner?**

If your shares are registered directly in your name with our transfer agent, Equiniti Trust Company, LLC (formerly known as American Stock Transfer & Trust Company, LLC), then you are considered the stockholder of record with respect to those shares, and the Notice of Internet Availability of Proxy Materials (the "*Notice of Internet Availability*") was sent directly to you by us. As a stockholder of record, you may vote your shares at the Annual Meeting or by proxy as described below.

If your shares are held in a stock brokerage account or by a bank or other nominee, you are considered the "beneficial owner" of shares held in street name. The Notice of Internet Availability and, upon your request, the proxy materials were forwarded to you by your broker, bank, or other nominee who is considered, with respect to those shares, the stockholder of record. As the beneficial owner, you have the right to direct your bank, broker, or other nominee on how to vote your shares by following their instructions for voting. You may also vote your shares at the Annual Meeting as described below.

**How is the Annual Meeting being held?**

The Annual Meeting will be held virtually via live webcast on June 10, 2026 at 10:00 a.m. Pacific Time. Online access to the meeting will begin at approximately 9:45 a.m. Pacific Time. Stockholders will not be able to attend the Annual Meeting in person.

**How do I attend the Annual Meeting?**

If you were a stockholder of record or a beneficial owner as of April 14, 2026, you can attend the meeting by accessing <http://www.virtualshareholdermeeting.com/RELY2026> and entering the 16-digit control number on the proxy card, email, Notice of Internet Availability, or voting instruction form you previously received.

If you would like to enter the meeting as a guest in listen-only mode, please login as a guest at the meeting center at <http://www.virtualshareholdermeeting.com/RELY2026> and enter the information requested on the following screen. Please note you will not have the ability to ask questions or vote during the meeting if you participate as a guest.

**What if I encounter technical difficulties or trouble accessing the Annual Meeting?**

Beginning fifteen minutes prior to the start of and during the Annual Meeting, we will have a support team ready to assist stockholders with any technical difficulties they may have accessing or hearing the virtual meeting. If you encounter any difficulties accessing the Annual Meeting during the check-in or meeting time, please call the technical support number that will be posted on the Annual Meeting log-in page.

**How can I submit questions at the Annual Meeting?**

If you are attending the meeting as a stockholder of record or a beneficial owner, questions can be submitted by accessing the meeting center at <http://www.virtualshareholdermeeting.com/RELY2026> and entering your control number.

## How can I vote my shares?

If you are a stockholder of record, you may vote:

- *Via the Internet.* You may vote by proxy via the Internet by following the instructions found on the proxy card.
- *By Telephone.* You may vote by proxy by calling the toll-free number found on the proxy card.
- *By Mail.* You may vote by proxy by filling out the proxy card and returning it in the envelope provided.
- *At the Annual Meeting.* You may vote your shares electronically during the Annual Meeting by accessing the meeting center at <http://www.virtualshareholdermeeting.com/RELY2026>. You will need the control number located on your proxy card to be able to vote.

Internet and telephone voting will be available 24 hours a day and will close at 11:59 p.m. Eastern Time on June 9, 2026.

If you are a beneficial owner of shares held in street name, you should have received from your bank, broker, or other nominee instructions on how to vote or instruct the broker to vote your shares, which instructions are generally contained in a “voting instruction form” sent by the broker, bank, or other nominee. Please follow their instructions carefully. Beneficial owners generally may vote:

- *Via the Internet.* You may vote by proxy via the Internet by following the instructions on the voting instruction form provided to you by your broker, bank, or other nominee.
- *By Telephone.* You may vote by proxy by calling the toll-free number found on the voting instruction form provided to you by your broker, bank, or other nominee.
- *By Mail.* You may vote by proxy by filling out the voting instruction form and returning it in the envelope provided to you by your broker, bank, or other nominee.
- *At the Annual Meeting.* You may vote your shares electronically during the Annual Meeting by accessing the meeting center at <http://www.virtualshareholdermeeting.com/RELY2026>. You will need the control number located on your voting instruction form to be able to vote.

If you received more than one Notice of Internet Availability or proxy card, then you hold shares of our common stock in more than one account. You should vote via the Internet, by telephone, by mail, or electronically at the Annual Meeting for all shares held in each of your accounts.

## If I submit a proxy, how will it be voted?

When proxies are properly signed, dated, and returned, the shares represented by the proxies will be voted in accordance with the instructions of the stockholder. If your proxy is signed and returned but no specific instructions are given, you give authority to the persons named as proxies to vote your shares in accordance with the recommendations of our board of directors as described above. If any director nominee is not able to serve, proxies may be voted for a substitute nominee designated by our board of directors, unless our board of directors chooses to reduce the number of directors serving on our board of directors. If any matters not described in this proxy statement are properly presented at the Annual Meeting, then the proxy holders will use their own judgment to determine how to vote the shares. If the Annual Meeting is adjourned, the proxy holders can vote your shares on the new meeting date as well, unless you have revoked your proxy.

## Can I change my vote or revoke my proxy?

Yes. If you are a stockholder of record, you can change your vote or revoke your proxy before it is exercised by:

- Timely written notice to our Corporate Secretary;
- Timely delivery of a valid, later-dated proxy or a later-dated vote by telephone or on the Internet; or
- Voting electronically at the Annual Meeting.

If you are a beneficial owner of shares held in street name, you should follow the instructions of your bank, broker, or other nominee to change or revoke your voting instructions. You may also vote electronically at the Annual Meeting as described above.

### What constitutes a quorum at the Annual Meeting?

The presence, by participation through the virtual meeting center or by proxy, of the holders of a majority in voting power of the shares of our common stock issued and outstanding and entitled to vote at the Annual Meeting will constitute a quorum. A quorum must be present or represented to conduct business at the Annual Meeting. You will be considered part of the quorum if you return a signed and dated proxy card, if you vote by telephone or Internet, or if you attend the Annual Meeting via our virtual meeting center.

Proxies submitted by banks, brokers, or other holders of record holding shares for you as a beneficial owner that do not indicate a vote for some of or all the proposals because that holder does not have voting authority and has not received voting instructions from you (so-called "broker non-votes") are also considered "shares present" for purposes of determining whether a quorum exists. If you are a beneficial owner, these holders are permitted to vote your shares on so-called "routine" proposals, including the ratification of the appointment of our independent registered public accounting firm, even if they do not receive voting instructions from you.

### What is the voting requirement to approve each of the proposals?

Provided that there is a quorum, the voting requirements are as follows:

| Proposal   | Vote Required           | Effect of Abstentions and/or Withhold Votes | Effect of Broker Non-Votes |
|--|-------------------------|---|----------------------------|
| Election of directors  | Plurality of votes cast | None  | None                       |
| Advisory approval of the Say on Pay proposal                                 | Majority of votes cast  | None  | None                       |
| Ratification of appointment of independent registered public accounting firm | Majority of votes cast  | None  | N/A                        |

### Where can I find a list of stockholders entitled to vote at the Annual Meeting?

A list of stockholders of record will be available for inspection by stockholders of record for any legally valid purpose related to the Annual Meeting for 10 days prior to the Annual Meeting at <http://www.virtualshareholdermeeting.com/RELY2026>.

### What is the impact of abstentions, withhold votes, and broker non-votes?

Abstentions, withhold votes, and broker non-votes are considered "shares present" for the purpose of determining whether a quorum exists, but will not be considered votes properly cast at the Annual Meeting and will have no effect on the outcome of the vote. Under stock exchange rules, without voting instructions from beneficial owners, brokers will have discretion to vote on so-called "routine" proposals but not on "non-routine" proposals. At our Annual Meeting, only the ratification of the appointment of the independent registered public accounting firm is considered a "routine matter." All other proposals are considered "non-routine," and your broker will not have discretion to vote on these proposals. Therefore, in order for your voice to be heard, it is important that you vote.

### Who pays for the cost of this proxy solicitation?

We will pay all the costs of preparing, mailing, and soliciting the proxies. We will ask brokers, banks, voting trustees, and other nominees and fiduciaries to forward the proxy materials to the beneficial owners of our common stock and to obtain the authority to execute proxies. We will reimburse them for their reasonable expenses upon request. In addition to mailing proxy materials, our directors, officers, and employees may solicit proxies in person, by telephone, or otherwise. These individuals will not be specially compensated.

### **Where can I find the voting results of the Annual Meeting?**

We will disclose voting results on a Current Report on Form 8-K that we will file with the Securities and Exchange Commission (the “SEC”), within four business days after the Annual Meeting.

### **Why did I receive a Notice of Internet Availability rather than a full set of proxy materials?**

In accordance with the SEC rules, we have elected to furnish our proxy materials, including this proxy statement and the Annual Report, primarily via the Internet rather than by mailing the materials to stockholders. The Notice of Internet Availability provides instructions on how to access our proxy materials on the Internet, how to vote, and how to request printed copies of the proxy materials. Stockholders may request to receive future proxy materials in printed form by following the instructions contained in the Notice of Internet Availability. We encourage stockholders to take advantage of the proxy materials on the Internet to reduce the costs and environmental impact of our Annual Meeting.

### **I share an address with another stockholder, and we received only one paper copy of the proxy materials or Notice of Internet Availability. How may I obtain an additional copy?**

The SEC has adopted rules that permit companies and intermediaries (such as brokers) to implement a delivery procedure called “householding.” Under this procedure, multiple stockholders who reside at the same address may receive a single copy of our Annual Report to Stockholders and other proxy materials, including the Notice of Internet Availability, unless the affected stockholder has provided contrary instructions. This procedure reduces printing costs and postage fees, and helps conserve natural resources.

This year, a number of brokers with account holders who are our stockholders will be “householding” our Annual Report to Stockholders and other proxy materials, including the Notice of Internet Availability. A single Notice of Internet Availability and, if applicable, a single set of our Annual Report to Stockholders and other proxy materials will be delivered to multiple stockholders sharing an address unless contrary instructions have been received from the affected stockholders. Once you have received notice from your broker that it will be “householding” communications to your address, “householding” will continue until you are notified otherwise or until you revoke your consent.

To receive a separate copy of the Notice of Internet Availability and, if applicable, Annual Report to Stockholders and other proxy materials, you may contact telephone toll-free 1-866-540-7095 or write to Broadridge Financial Services, Inc., Householding Department, 51 Mercedes Way, Edgewood, NY 11717. Stockholders sharing an address who wish to receive a single set of reports may do so by contacting their banks or brokers, if they are beneficial holders, or by contacting Broadridge at the address set forth above, if they are record holders.

### **How can I obtain Remitly’s Form 10-K and other financial information?**

A copy of our Annual Report to Stockholders, which includes our Form 10-K for the year ended December 31, 2025, and other financial information, without exhibits, was filed with the SEC on April 24, 2026. In addition, stockholders can access our Annual Report on our website at <https://ir.remitly.com/>. Alternatively, stockholders can request a paper copy of the Annual Report by writing to: Remitly Global, Inc., 401 Union Street, Suite 1000, Seattle, WA 98101, Attention: Corporate Secretary.

### **How do I submit a stockholder proposal for consideration at next year’s annual meeting of stockholders?**

For a proposal to be included in our proxy statement for the 2027 annual meeting of stockholders pursuant to Rule 14a-8, you must submit it no later than December 25, 2026. Your proposal must be in writing and comply with the proxy rules of the SEC. You should send your proposal to: Remitly Global, Inc., 401 Union Street, Suite 1000, Seattle, WA 98101, Attention: Corporate Secretary.

In addition, our amended and restated bylaws (“Bylaws”) provide for an advance notice procedure for stockholder proposals that are not submitted for inclusion in the proxy statement but that a stockholder instead wishes to present at an annual meeting. If you wish to present this type of proposal at the 2027 annual meeting of stockholders, we must receive the proposal in writing on or after 5:00 p.m. Eastern Time on February 10,

2027, but no later than 5:00 p.m. Eastern Time on March 12, 2027, and you must comply with the other provisions of our Bylaws.

**How do I nominate a director nominee?**

Our Bylaws provide for an advance notice procedure for director nominations that are not submitted for inclusion in the proxy statement but that a stockholder instead wishes to present at an annual meeting. If you wish to nominate an individual for election as director at the 2027 annual meeting of stockholders under our Bylaws, we must receive your written nomination on or after 5:00 p.m. Eastern Time on February 10, 2027, but no later than 5:00 p.m. Eastern Time on March 12, 2027, and you must comply with the other provisions of our Bylaws. You should send your nomination to: Remitly Global, Inc., 401 Union Street, Suite 1000, Seattle, WA 98101, Attention: Corporate Secretary. Stockholders who intend to solicit proxies in reliance on the SEC's universal proxy rule for director nominees submitted under the advance notice requirements of our Bylaws must comply with the additional requirements of Rule 14a-19(b).

# PROPOSAL NO. 1

## ELECTION OF DIRECTORS

The number of directors is fixed by our board of directors, subject to the terms of our amended and restated certificate of incorporation ("Charter") and Bylaws. Our board of directors currently consists of eleven members. Currently serving members of our board of directors will continue to serve as directors until their terms expire and they do not stand for re-election, or until their successors are duly elected and qualified, or until their earlier death, resignation, disqualification, or removal.

### **Classified Board of Directors**

Our board of directors is divided into three classes of directors that serve staggered three-year terms. At each annual meeting of stockholders, a class of directors will be elected for a three-year term to succeed the same class whose term is then-expiring. As a result, only one class of directors will be elected at each annual meeting of our stockholders, with the other classes continuing for the remainder of their respective three-year terms. Directors in Class II are standing for election at this Annual Meeting, while directors in Class III and Class I will stand for election at the 2027 annual meeting and the 2028 annual meeting, respectively.

Our board of directors, upon the recommendation of our nominating and corporate governance committee, has nominated Bora Chung, Laurent Le Moal, and Nigel Morris for election as Class II directors. If elected at this Annual Meeting, the Class II directors will serve until the 2029 annual meeting or until their successors are elected and qualified, or, if earlier, their death, resignation, disqualification, or removal.

We evaluated the independence of our directors based on the listing standards of The Nasdaq Stock Market LLC ("Nasdaq"), which is where our common stock is listed, and concluded that each director, except Mr. Oppenheimer, Mr. Hug, and Mr. Gunningham, is independent.

## **Class II Director Nominees**

**Bora Chung, 53**, has served as a member of our board of directors since November 2020. Ms. Chung served as Chief Experience Officer for Bill.com Holdings, Inc., a cloud-based software company that automates back-office financial operations for small and midsize businesses, from October 2020 to August 2022, and Senior Vice President, Product from December 2018 to September 2020. Prior to joining Bill.com, Ms. Chung served as Chief Product Officer for eBay Korea Co. Ltd., a subsidiary of eBay Inc., a multinational e-commerce corporation, from September 2016 to November 2018, and as Vice President, Product Management for eBay Inc. from December 2014 to August 2016. Ms. Chung currently serves as a strategic advisor to several private companies, and has served on the board of directors of Krafton Inc., a video game publisher based in South Korea, since April 2023. Ms. Chung also previously served as the Director of Worldwide Payments and Financing for Apple Online Stores at Apple Inc., a multinational technology company, from October 2010 to December 2014. Ms. Chung holds an A.B. in Economics from Harvard University and an M.B.A. from the Stanford University Graduate School of Business. We believe Ms. Chung is qualified to serve on our board of directors because of her extensive industry experience, as well as her experience serving as an officer of public companies.

**Laurent Le Moal, 55**, has served as a member of our board of directors since October 2017. Since February 2024, Mr. Le Moal has served as Executive Chairman of myPOS, a payment solutions provider, following its acquisition by Advent International, a global private equity firm. Mr. Le Moal currently also serves on the board of directors of several privately held payments companies, including Network International, a payments company based in the UAE where he also chairs the Risk Committee. Mr. Le Moal previously served as an advisor at Prosus N.V., the international assets division of Naspers Group, a global internet and entertainment group, from September 2023 to November 2025, and as Chief Executive Officer of PayU, a payments and financial technology company division of Naspers Group, from January 2016 to September 2023. From September 2004 to July 2015, Mr. Le Moal was employed at PayPal Holdings, Inc., an online payments company, in various capacities, including most

recently as Vice President and Managing Director for Continental Europe, Russia, Middle East and Africa. Mr. Le Moal received an M.B.A. from the London Business School, a Master in International Management from HEC School of Management in Paris, France, and a Master in International Management from Università Commerciale Luigi Bocconi in Milan, Italy. We believe Mr. Le Moal is qualified to serve on our board of directors because of his extensive industry experience.

**Nigel Morris, 67**, has served as a member of our board of directors since July 2021. Since January 2008, Mr. Morris has served as Managing Partner of QED Investors, a venture capital fund. Previously, Mr. Morris served as Co-Founder, President and Chief Operating Officer of Capital One Financial Corporation, a bank holding company, from January 1994 to January 2004. Mr. Morris currently serves on the board of several privately held companies, and previously served as a director of AvidXchange, a financial technology company, from 2016 until its acquisition by TPG Inc. and Corpay, Inc. in October 2025. Mr. Morris received an M.B.A. from the London Business School and a B.Sc. in Psychology from the University of East London. We believe Mr. Morris is qualified to serve on our board of directors because of his extensive financial industry experience and his knowledge of the finance industry.

## Class I Continuing Directors

**Ryno Blignaut, 53**, has served as a member of our board of directors since April 2023. Mr. Blignaut has been an Operating Partner at Khosla Ventures since December 2019 and serves on the board of directors of several privately held companies. From 2018 to 2019, he was President, Chief Financial and Administrative Officer of Restoration Hardware, Inc., a luxury furniture brand, which involved all areas of finance, accounting, treasury, IR, legal, and regulatory compliance. Prior to Restoration Hardware, he acted as Chief Business Officer of Wheels Up Experience Inc., a membership-based private aviation start-up. Mr. Blignaut was Chief Financial and Chief Risk Officer at Xoom Corporation, an electronic money transfer company, from 2005 through its acquisition by PayPal in 2015. Mr. Blignaut previously worked in the U.K. assisting new hedge fund managers with their FCA regulatory compliance, accounting, and tax challenges. Mr. Blignaut holds a B.Comm. (Hons) degree in Accounting from the University of Stellenbosch, South Africa, and is a member of the South African Institute of Chartered Accountants. We believe Mr. Blignaut is qualified to serve on our board of directors because of his financial expertise and industry knowledge and his experience advising technology companies.

**Phyllis Campbell, 74**, has served as a member of our board of directors since April 2023. Ms. Campbell most recently served as the Regional Chair of the Pacific Northwest Region for JPMorgan Chase & Co., a financial services company. Prior to joining JPMorgan Chase & Co. in 2009, she was the President and Chief Executive Officer of The Seattle Foundation and U.S. Bank of Washington. Ms. Campbell currently serves on the board of directors of SanMar Corp., an apparel company, and has previously served on the board of directors of a number of public companies, including Air Transport Services Group, Inc., an aviation company, from January 2021 to April 2025. She holds an M.B.A. from the University of Washington and a bachelor's degree in business administration from Washington State University. We believe Ms. Campbell is qualified to serve on our board of directors because of her financial expertise, her extensive background in the banking industry, and her leadership experience as both an executive and board member.

**Sebastian Gunningham, 63**, has served as our Chief Executive Officer and a member of our board of directors since February 2026. Prior to joining Remitly, Mr. Gunningham spent more than a decade between 2007 to 2018 at Amazon.com, Inc., a multinational technology company, as a Senior Vice President and member of the executive S-Team, where he led some of the company's fastest growing global businesses across marketplace, payments, search, and fulfillment. Most recently, he served as Chairman of Santander Consumer Finance and Vice Chairman of Openbank, both of which are a part of Santander Group, between June 2020 and February 2026, helping shape Santander's transformation into a digital and AI-enabled global financial group. He was previously Chief Executive Officer of Material Bank, a technology and logistics company, from November 2023 to June 2025, and Vice Chair and Co-CEO of WeWork, a global commercial real estate company, from 2018 to 2020, and earlier held senior leadership roles at Oracle and Apple, both multinational technology companies. Mr. Gunningham holds a degree in Mathematical Sciences from Stanford University. We believe Mr. Gunningham is qualified to serve on our board of directors because of his deep expertise in the technology and financial services industries, and his leadership experience as both an executive and board member.

**Phillip Riese, 76**, has served as a member of our board of directors since December 2016. Mr. Riese currently serves on the board of Flywire Corporation, a global payment company, and several privately held companies. Mr. Riese also currently serves as an advisor to several private investment firms. From 1980 to 1998, Mr. Riese served as President, Consumer Card Services and Chairman of American Express Centurion Bank for American Express Financial Corporation, a multinational financial services corporation. From 1977 to 1980, Mr. Riese served as the Division Executive and Vice President, Merchant Services for Chase Bank. Mr. Riese holds an S.M. from Massachusetts Institute of Technology, an M.B.A. from the University of Cape Town, and a B.Comm. in Textile Engineering and Economics from University of Leeds. We believe Mr. Riese is qualified to serve on our board of directors because of his extensive experience in the financial industry and his knowledge of technology companies.

## Class III Continuing Directors

**Matthew Oppenheimer, 43**, co-founded our Company in 2011, is the chairperson of our board of directors, and has served as a member of our board of directors since 2011. Mr. Oppenheimer previously served as our Chief Executive Officer from May 2011 to February 2026. Prior to co-founding Remitly, Mr. Oppenheimer worked for Barclays plc, a multinational bank and financial services company, from August 2009 to May 2011. Mr. Oppenheimer currently serves on the board of directors of BECU, a credit union. Mr. Oppenheimer holds an M.B.A. from Harvard Business School and a B.A. in Psychology from Dartmouth College. We believe that Mr. Oppenheimer is qualified to serve on our board of directors because of his banking industry experience and his experience as our co-founder and former Chief Executive Officer.

**Joshua Hug, 47**, co-founded our Company in 2011 and has served as a member of our board of directors since 2011. Mr. Hug previously served as our Chief Product Officer from November 2011 to October 2016, as our Chief Operating Officer from October 2016 to May 2024, and as our Vice Chair from May 2024 to May 2025. Prior to co-founding Remitly, Mr. Hug led Shelfari at Amazon.com, Inc., a multinational technology company, from August 2008 to October 2011. Mr. Hug co-founded Shelfari, a private social cataloging website, and served as its Chief Executive Officer from May 2006 to August 2008 prior to its acquisition by Amazon. Mr. Hug holds a B.S. in Computer Science and a B.A. in Mathematics from Whitworth University. We believe that Mr. Hug is qualified to serve on our board of directors because of his deep product and industry experience and his service and experience as our co-founder.

**Adam Messinger, 54**, has served as a member of our board of directors since April 2026. Since November 2018, Mr. Messinger has served as a technical advisor to various technology companies, including Chime Financial Inc., a financial technology company, from March 2021 to October 2023. From March 2013 until December 2016, Mr. Messinger served as the Chief Technology Officer of Twitter, Inc., an online social media company, where he previously served as Vice President of Application Development from April 2012 to March 2013, and Vice President of Platform Development from November 2011 to April 2012. Prior to that, Mr. Messinger was Vice President of Development at Oracle Corporation, a computer technology company, from January 2008 to November 2011. Mr. Messinger has served on the board of directors of ImpactAssets Inc., a non-profit impact investing management company, since July 2025, and previously served on the board of directors of New Relic, Inc., a software analytics company, from April 2014 until June 2022. Mr. Messinger holds a B.S. in Physics and Computer Science from Willamette University and an M.S. in Management from Stanford University. We believe Mr. Messinger is qualified to serve as a member of our board because of his extensive technology industry experience and his knowledge of technology companies.

**Margaret Smyth, 62**, has served as a member of our board of directors since May 2021. Ms. Smyth has served on the board of directors of Etsy, Inc., an e-commerce website, since June 2016, and previously served on the board of directors of Frontier Communications, a telecommunications company, from June 2021 to January 2026. She also currently serves on the boards of several privately held companies. Ms. Smyth served as the U.S. Chief Financial Officer of National Grid plc, a multinational energy company, from October 2014 to June 2021. Prior to that, Ms. Smyth was Vice President of Finance at ConEdison, Inc., an energy company, from August 2012 through September 2014. Earlier in her career, Ms. Smyth served as a Senior Managing Partner at Deloitte & Touche and Arthur Andersen. Ms. Smyth also served on the board of directors of Vonage Holdings Corp., a cloud-based communications provider, from September 2012 to June 2016. Ms. Smyth holds an M.S. in Accounting from NYU Stern School of Business and a B.A. in Economics from Fordham University. Ms. Smyth is

also experienced in advancing sustainability accounting practices and is a Sustainability Accounting Standards Board FSA Credential Holder. We believe that Ms. Smyth is qualified to serve on our board of directors because of her deep experience in public company finance, accounting, and strategic planning and her significant international experience and leadership through her service as an executive and director of global public companies.

#### **Vote Required**

The election of our directors requires the vote of a plurality of the voting power of the shares present virtually or by proxy at the Annual Meeting and entitled to vote thereon. Withheld votes and broker non-votes will have no effect on the outcome of their election.

**The Board recommends a vote “FOR” the election of Ms. Chung, Mr. Le Moal, and Mr. Morris as Class II directors.**

# Board of Directors

The table below provides the names, ages (as of April 24, 2026), and certain other information for each of the directors:

| Name                 | Age | Class | Director Since | Term Expires | Independent | Audit & Risk Committee | Nominating & Corporate Governance Committee | Talent & Compensation Committee |
|----------------------|-----|-------|----------------|--------------|-------------|------------------------|---|---------------------------------|
| Bora Chung           | 53  | II    | 2020           | 2026         | Yes         |                        |   | Chair                           |
| Laurent Le Moal      | 55  | II    | 2017           | 2026         | Yes         |                        |   | Member                          |
| Nigel Morris         | 67  | II    | 2021           | 2026         | Yes         |                        | Member                                      |                                 |
| Joshua Hug           | 47  | III   | 2011           | 2027         | No          |                        |   |                                 |
| Matthew Oppenheimer† | 43  | III   | 2011           | 2027         | No          |                        |   |                                 |
| Adam Messinger       | 54  | III   | 2026           | 2027         | Yes         |                        |   | Member                          |
| Margaret Smyth       | 62  | III   | 2021           | 2027         | Yes         | Chair                  |   |                                 |
| Ryno Blignaut        | 53  | I     | 2023           | 2028         | Yes         | Member                 |   |                                 |
| Phyllis Campbell     | 74  | I     | 2023           | 2028         | Yes         | Member                 | Chair                                       |                                 |
| Sebastian Gunningham | 63  | I     | 2026           | 2028         | No          |                        |   |                                 |
| Phillip Riese *      | 76  | I     | 2016           | 2028         | Yes         |                        | Member                                      |                                 |

\*Lead Independent Director

†Chairperson

## Director Independence

Our common stock is listed on Nasdaq. Under the rules of Nasdaq, independent directors must comprise a majority of a listed company's board of directors. In addition, the rules of Nasdaq require that, subject to specified exceptions, each member of a listed company's audit, compensation, and nominating and corporate governance committees be independent. In its most recent review, our board of directors determined that all of our non-employee directors, other than Mr. Oppenheimer, Mr. Hug, and Mr. Gunningham, are "independent directors" as defined under the applicable rules and regulations of the SEC and the listing requirements and rules of Nasdaq.

Additionally, directors serving as talent and compensation committee members must not have a relationship with us that is material to the director's ability to be independent from management in connection with the duties of a talent and compensation committee member. Our board of directors determined that all of our talent and compensation committee members meet this heightened independence requirement.

Our audit and risk committee members must also satisfy the independence criteria set forth in Rule 10A-3 under the Securities Exchange Act of 1934, as amended (the "*Exchange Act*"). Our board of directors determined that all of our audit and risk committee members meet the definition of "Independent Director" under Rule 10A-3 of the Exchange Act.

Our board of directors conducts an annual review of the independence of each director and considers whether each director has a material relationship with us that could compromise their ability to exercise independent judgment in carrying out their responsibilities. In making these determinations, our board of directors reviewed and discussed information provided by the directors and by us with regard to each director's business and personal activities and relationships as they may relate to us and our management, including the beneficial ownership of our common stock by each non-employee director.

## Board Composition and Classification

Our board of directors, which is divided into three classes, currently consists of eleven members. The number of directors is fixed by our board of directors, subject to the terms of our Charter and Bylaws. Each class consists, as closely as possible, of one-third of the total number of directors, and each class has a three-year term. Vacancies on our board of directors may be filled only by persons elected by a majority of the remaining directors. A director elected by the board of directors to fill a vacancy in a class, including vacancies created by an increase in the number of directors, shall serve for the remainder of the full term of that class and until the director's successor is duly elected and qualified. Currently serving members of our board of directors will continue to serve as directors until their resignations or until their successors are duly elected by the holders of our common stock. The currently serving directors on our board of directors and their respective classes are set forth above under the information supporting Proposal No. 1.

## Board Qualifications

Our board of directors has delegated to our nominating and corporate governance committee the responsibility for recommending to our board of directors the nominees for election as directors at the annual meeting of stockholders and for recommending persons to fill any vacancy on our board of directors. Our nominating and corporate governance committee selects individuals for nomination to our board of directors based on a number of criteria, including the following. Nominees for director must:

- possess fundamental qualities of intelligence, honesty, perceptiveness, good judgment, maturity, high ethics and standards, integrity, fairness, and responsibility;
- have a genuine interest in the Company and recognition that as a member of our board of directors, each director is accountable to all of our stockholders, not to any particular interest group;
- have a background that demonstrates an understanding of business and financial affairs;
- have no conflict of interest or legal impediment that would interfere with the duty of loyalty owed to the Company and our stockholders;
- have the ability and be willing to spend the time required to function effectively as a director;
- be compatible and able to work well with other directors and executives in a team effort with a view to a long-term relationship with the Company as a director; and
- have independent opinions and be willing to state them in a constructive manner.

Directors are selected on the basis of talent and experience. Breadth of perspective, as well as experience in business, government and education, engineering, computer software, technology, and other areas relevant to our activities are factors in the selection process. As a majority of our board of directors must consist of individuals who are independent, a nominee's ability to meet the independence criteria established by Nasdaq is also a factor in the nominee selection process.

For a better understanding of the qualifications of each of our directors, we encourage you to read their biographies set forth in this proxy statement.

## Board Leadership Structure

In accordance with our corporate governance guidelines, our board of directors does not require that the chairperson of the board of directors and Chief Executive Officer be different individuals, or that the chairperson be an independent director. Our board of directors, in consultation with our nominating and corporate governance committee, believes that it should have the flexibility to make these determinations as circumstances require, and in a manner that it believes is best to provide appropriate leadership for the Company. If the chairperson of our board of directors is not an independent director, our board of directors will designate a lead independent director, who will actively participate in setting agendas for meetings of our board of directors and preside at executive sessions of our board of directors. Our nominating and corporate

governance committee will periodically consider the leadership structure of our board of directors and make recommendations to change the structure as it deems appropriate.

In connection with Mr. Gunningham's succession of Mr. Oppenheimer as Chief Executive Officer effective February 19, 2026, our board of directors, in partnership with each of Mr. Gunningham and Mr. Oppenheimer, determined that Mr. Oppenheimer would continue in his role as chairperson of our board of directors. Mr. Riese continues to serve as our lead independent director.

Our board of directors believes that this leadership structure is appropriate because it allows Mr. Gunningham to focus on leading the Company's operations and strategic execution, while Mr. Oppenheimer, as chairperson, provides strategic guidance and continuity of institutional knowledge gained through his experience as the Company's co-founder and former Chief Executive Officer. Mr. Riese, as lead independent director, strengthens independent oversight by serving as a liaison between the independent directors and the chairperson. Together, this structure promotes effective balance between management leadership and independent board oversight. In addition, the board of directors benefits from the perspective and insights of Mr. Riese, Mr. Oppenheimer, and Mr. Gunningham as a result of their extensive experience in the financial services and technology industries.

The board's role in risk oversight is consistent with this leadership structure, with management having day-to-day responsibility for assessing and managing the Company's risk exposure, and the board and its committees providing oversight in connection with those efforts, with particular focus on ensuring that the Company's risk management practices are adequate and regularly reviewing the most significant risks facing the Company.

## Board Meetings and Committees

Our board of directors met four times during 2025. At each regularly scheduled board meeting, the independent directors have the opportunity to meet in executive session without members of management present. Our board of directors has an audit and risk committee, a talent and compensation committee, and a nominating and corporate governance committee, each of which has the composition and responsibilities described below. Members serve on these committees for such term or terms as our board of directors may determine or until their earlier resignations or death. Each committee is governed by a written charter. Each director attended at least 75% of the meetings of our board of directors and the committees on which they served during 2025. Each committee charter is posted on our website at <https://ir.remitly.com/corporate-governance/governance-overview>. From time to time, our board of directors may also establish other, special committees when necessary to address specific issues. During 2025, our audit and risk committee met seven times, our talent and compensation committee met five times, and our nominating and corporate governance committee met three times.

### Audit and Risk Committee

Our audit and risk committee, established in accordance with Section 3(a)(58)(A) of the Exchange Act to oversee the Company's corporate accounting and financing reporting processes and audits, is currently composed of Ms. Smyth, Mr. Blignaut, and Ms. Campbell. Ms. Smyth is currently the chair of our audit and risk committee and will continue to serve in that role.

The members of our audit and risk committee meet the independence requirements under Nasdaq and SEC rules. Each member of our audit and risk committee is financially literate. In addition, our board of directors has determined that each of Ms. Smyth, Mr. Blignaut, and Ms. Campbell is an "audit committee financial expert," as that term is defined in Item 407(d)(5)(ii) of Regulation S-K promulgated under the Securities Act of 1933, as amended. This designation does not, however, impose any supplemental duties, obligations, or liabilities beyond those that are generally applicable to the other members of our audit and risk committee and board of directors.

Our audit and risk committee's principal functions are to assist our board of directors in its oversight of:

- selecting a firm to serve as our independent registered public accounting firm to audit our consolidated financial statements;
- ensuring the independence of the independent registered public accounting firm;

- discussing the scope and results of the audit with the independent registered public accounting firm, and reviewing, with management and that firm, our interim and year-end operating results;
- establishing procedures for employees to anonymously submit concerns about questionable accounting or audit matters;
- considering the adequacy of our internal controls and internal audit function;
- reviewing related party transactions that are material or otherwise implicate disclosure requirements;
- approving or, as permitted, pre-approving all audit and non-audit services to be performed by the independent registered public accounting firm;
- reviewing major financial risks and enterprise exposures and the steps management has taken to monitor or mitigate such risks and exposures;
- reviewing cybersecurity, data privacy, and other information technology risks, controls, and procedures; and
- reviewing compliance programs and risk exposures related to legal and regulatory matters and requirements.

## Talent and Compensation Committee

Our talent and compensation committee is composed of three members, Ms. Chung, Mr. Le Moal, and Mr. Messinger, each of whom is a “non-employee director” within the meaning of Rule 16b-3 under the Exchange Act. Ms. Chung is currently the chair of our talent and compensation committee and will continue to serve in that role if elected at the Annual Meeting.

The primary purpose of the talent and compensation committee is to discharge the responsibilities of our board of directors with respect to compensation policies, plans, and programs and to review and determine the compensation to be paid to our executive officers, directors, and other senior management. The members of our talent and compensation committee meet the independence requirements under Nasdaq and SEC rules. Each member of this committee is also a “non-employee director” within the meaning of Rule 16b-3 under the Exchange Act.

Our talent and compensation committee is responsible for, among other things:

- reviewing and approving the compensation of our executive officers;
- reviewing and approving the terms of any compensatory agreements with our executive officers;
- reviewing and recommending to our board of directors the compensation of our directors;
- administering our stock and equity incentive plans;
- reviewing and approving, or making recommendations to our board of directors with respect to, incentive compensation and equity plans; and
- reviewing our overall executive officer compensation strategy.

## Nominating and Corporate Governance Committee

Our nominating and corporate governance committee is composed of Ms. Campbell, Mr. Morris, and Mr. Riese. Ms. Campbell is the chair of our nominating and corporate governance committee and will continue to serve in that role. The members of our nominating and corporate governance committee meet the independence requirements under Nasdaq and SEC rules.

Our nominating and corporate governance committee’s principal functions include:

- identifying, considering, and recommending candidates for membership on our board of directors;
- developing and recommending corporate governance guidelines and policies;
- recommending directors to serve on board committees;
- reviewing and recommending to our board of directors any changes to our corporate governance principles;

- overseeing the evaluation of the board of directors and its committees;
- advising our board of directors on corporate governance matters; and
- overseeing our global impact and responsible growth strategies and initiatives.

## Talent and Compensation Committee Interlocks and Insider Participation

None of the members of the talent and compensation committee is currently, or has been at any time, one of our officers or employees. None of our executive officers has served as a member of the board of directors, or as a member of the compensation or similar committee, of any entity that has one or more executive officers who served on our board or talent and compensation committee during the year ended December 31, 2025.

## Attendance at Annual Meeting

Directors are expected to attend our annual meetings of stockholders. Seven of our nine directors then serving on the board of directors attended the 2025 annual meeting of stockholders.

## Stockholder Recommendations and Nominations of Director Candidates

The nominating and corporate governance committee will consider candidates for director recommended by stockholders so long as the recommendations comply with our Charter and Bylaws and applicable laws, rules, and regulations, including those promulgated by the SEC. The nominating and corporate governance committee will evaluate such recommendations in accordance with its charter, our Bylaws, our corporate governance guidelines, and the regular nominee criteria described above. Stockholders wishing to recommend a candidate should send their recommendation to: Remitly Global, Inc., 401 Union Street, Suite 1000, Seattle, WA 98101, Attention: Corporate Secretary. Stockholders wishing to nominate a director candidate at the annual meeting must comply with other procedures in accordance with our Bylaws, as set forth in the section above titled "*FAQ: Annual Meeting - How do I nominate a director nominee?*"

## Communications with Directors

Interested parties may communicate with our board of directors or with an individual director by writing to our board of directors or to the particular director and mailing the correspondence to: Remitly Global, Inc., 401 Union Street, Suite 1000, Seattle, WA 98101, Attention: Corporate Secretary. The Corporate Secretary will promptly relay to the addressee all communications that the Corporate Secretary determines require prompt attention and will regularly provide our board of directors with a summary of all substantive communications. Certain items that are unrelated to the duties and responsibilities of the board of directors will be excluded, such as business solicitations, junk mail, mass mailings and spam, employment inquiries, and surveys.

# Corporate Governance

## Corporate Governance Policies

### Corporate Governance Guidelines

Our board of directors has adopted corporate governance guidelines to reflect the board's strong commitment to sound corporate governance practices and to encourage effective policy and decision-making at both the board and management level, with a view to enhancing long-term value for our stockholders. The corporate governance guidelines address matters such as the roles and responsibilities of our board of directors, its leadership structure, director independence, overboarding, succession planning, board membership criteria, board committees, director orientation and continuing education, and board and committee evaluations. These guidelines are intended to assist the board of directors in the exercise of its governance responsibilities and serve as a framework within which our board of directors may conduct its business. The corporate governance guidelines are subject to periodic reviews and changes by our board of directors and the nominating and corporate governance committee, and are posted on the investor relations page on our website at <https://ir.remitly.com>.

### Global Code of Conduct

Our board of directors has adopted a global code of conduct that applies to all of our employees, officers, and directors, including our Chief Executive Officer, Chief Financial Officer, and other executive officers. The full text of our global code of conduct is posted on the investor relations page on our website at <https://ir.remitly.com>. We intend to disclose any amendments to our global code of conduct, or waivers of its requirements, on our website or in filings under the Exchange Act.

### Related Party Transactions Policy

Our audit and risk committee has the primary responsibility for reviewing and approving or ratifying transactions with related parties. Our audit and risk committee has adopted a formal Related Party Transactions Policy, pursuant to which the audit and risk committee reviews all transactions that must be reported under applicable rules of the SEC. The audit and risk committee must approve or ratify any covered related party transaction for it to be consummated or continue.

Our audit and risk committee reviews these related party transactions as they arise and are reported to our audit and risk committee. Our audit and risk committee also reviews materials prepared by our board of directors and our executive officers to determine whether any related party transactions have occurred that have not been reported. In reviewing any related party transaction, our audit and risk committee is to consider all relevant facts and circumstances, including the anticipated aggregate dollar value of the transaction, the related party's relationship to us and interest in the transaction, and the benefits to us of the transaction. Our audit and risk committee determines, in its discretion, whether the proposed transaction is in the best interests of us and our stockholders. If the related party is, or is associated with, a member of the audit and risk committee, the transaction must be reviewed and approved by our nominating and corporate governance committee. For information regarding related party transactions that occurred since January 1, 2025, see the section titled "*Certain Relationships and Related Party Transactions*."

## Risk Oversight

Remitly's enterprise risk management program includes oversight at both the board and management levels. The full board of directors is responsible for monitoring and assessing strategic risk exposure, and the audit and risk committee of the board is responsible for the oversight of enterprise risk management, which provides the framework for how the executive officers and the Company manage day-to-day material risks. In this capacity, the audit and risk committee oversees our risk management policies and practices, including our risk appetite, and regularly discusses the most significant current and emerging risks facing the Company that could have a substantive financial, operational, reputational, or strategic impact. The audit and risk committee reviews management's assessment of the Company's key enterprise risks and strategy with respect to each risk periodically.

Remitly employs the three lines of defense model of risk management to define risk roles and responsibilities and establish effective checks and balances. The first line of defense, which consists of business teams such as design, customer service, product, and marketing, manages the risks associated with day-to-day operational activities. The second line of defense provides independent oversight by establishing enterprise-wide risk frameworks, policies, and standards; monitoring key risk indicators and compliance with applicable requirements; and supporting the identification and escalation of material issues and emerging risks. The third line of defense, which consists of internal audit, provides objective and independent assurance to the board, management, and external auditors that the first and second lines of defense are operating effectively.

At the management level, our enterprise risk program is overseen by our Chief Risk Officer, who manages the enterprise risk management team. The program is supported by a broad cross-functional selection of members of management who periodically review and assess the most significant current and emerging risks facing the Company. This process is intended not just to identify risks and assess the Company's risk profile, but also to drive accountability and ownership for risk mitigation efforts, and to ensure timely communication of risks and coordination for mitigating actions, as needed, across functions and to the audit and risk committee of our board of directors. Our enterprise risk management program also oversees risk management assessments of our vendors and monitors third-party risk.

Other management committees and groups oversee certain key risk areas such as cybersecurity, privacy, disclosure controls, and asset and liability management, which includes financial risks such as liquidity, foreign exchange, interest rate, credit, and capital risks. For additional information on our cybersecurity risk management program and governance, please refer to "Part 1. Item 1C. Cybersecurity" in our Annual Report on Form 10-K for the fiscal year ended December 31, 2025.

Our board of directors also administers additional risk oversight through its committees that address risks inherent in their respective areas of oversight. For example, our audit and risk committee is responsible for overseeing the management of risks associated with our financial reporting, accounting, and auditing matters, as well as compliance and cybersecurity. Our talent and compensation committee oversees the management of risks associated with our compensation policies and programs, and succession planning. And our nominating and corporate governance committee oversees the management of risks associated with director independence, and the composition and organization of our board of directors.

## Board Evaluation

Our board of directors, led by the nominating and corporate governance committee, conducts self-assessments of the board, each committee, and each director on an annual basis, consistent with our corporate governance guidelines. The self-assessment process allows directors to provide anonymous feedback on the board's performance, including the effectiveness of the board's oversight over risk and strategy; alignment of the board and committees with the Company's mission and culture; board and committee leadership; the size, structure, and composition of the board and committees; culture; and communication with management.

The nominating and corporate governance committee reviews the results of the self-assessments, identifies areas of focus based on the results of the evaluation process, and continues to monitor progress on those areas of focus and reports on the findings and progress to the full board of directors. In addition to the formal self-assessment surveys, directors provide feedback on board and committee performance throughout the year.

In 2022, the nominating and corporate governance committee engaged an independent third party, RHR International, to facilitate board and committee evaluations. RHR International conducted interviews with each director on board and committee performance, compiled the findings, and discussed them with the nominating and corporate governance committee and the board of directors. The board and the nominating and corporate governance committee used the findings from the 2022 evaluations to guide governance initiatives throughout 2023 and beyond, including with respect to board education.

In each of 2023, 2024, and 2025, our board of directors conducted self-assessments through anonymous surveys followed by interviews with each director by the chairperson of the board and/or the chair of our nominating and corporate governance committee. The nominating and corporate governance committee reviewed the findings with the board of directors early in 2024, 2025, and 2026, respectively.

The nominating and corporate governance committee reviews the format of the board evaluation process annually to enhance and improve the board's performance and practices and to ensure an in-depth evaluation process on a regular basis.

## Board Education

The nominating and corporate governance committee also oversees a board education program which includes presentations on a variety of topics related to their service on our board of directors and within the industries in which we operate, both from senior management and from experts outside of the Company. The board education program also includes a tailored onboarding program for new directors that includes meetings with management and a review of materials on the Company's business, industry, strategy, technology, cultural values, risk management, and corporate governance policies and practices.

We also encourage and enable directors to enroll in continuing education programs sponsored by third parties at our expense, including by providing our board members with membership to the National Association of Corporate Directors. In 2025, our board education program included presentations by management and outside experts on certain topics such as emerging trends in the fintech industry and developments in new technologies, such as stablecoins.

## Global Impact

Our global impact goals stem from our vision to transform lives with trusted financial services that transcend borders. Our global impact programs focus on the incremental opportunities and challenges that Remitly is uniquely positioned to solve in order to create lasting positive change.

Our Pledge 1% commitment publicly acknowledges our intent to expand our social impact in order to sustainably further our vision. In July 2021, our board of directors approved the reservation of up to 1,819,609 shares of our common stock, or approximately 1% of our fully-diluted capitalization as of June 30, 2021, that we may issue to or for the benefit of a charitable organization over ten years. In 2025, our board of directors approved the issuance and donation of 181,961 shares of our common stock—the fifth installment of our Pledge 1% commitment—to the Remitly Foundation Fund.

The nominating and corporate governance committee of our board of directors reviews and monitors the Company's global impact goals, initiatives, and risks, as well as the Company's strategy for discharging its related responsibilities and goals that are in line with our overall business strategy.

# OWNERSHIP OF COMMON STOCK

## Beneficial Ownership

The following table sets forth certain information with respect to the beneficial ownership of our common stock as of March 31, 2026 (the “Beneficial Ownership Date”), by each beneficial owner of 5% or more of the outstanding shares of our common stock, each of our directors and director nominees, each of our named executive officers, and all directors, director nominees, and executive officers as a group.

Beneficial ownership is determined in accordance with the rules of the SEC. In computing the number of shares beneficially owned by a person and the percentage ownership of that person, shares of common stock subject to options or issuable under convertible securities held by that person that are currently exercisable or convertible or exercisable or convertible within 60 days of the Beneficial Ownership Date are deemed outstanding, but are not deemed outstanding for computing the percentage ownership of any other person. Percentage of beneficial ownership is based on 210,673,989 shares of common stock outstanding as of the Beneficial Ownership Date.

To our knowledge, except as set forth in the footnotes to this table and subject to any applicable community property laws, each person named in the table has sole voting and investment power with respect to the shares set forth opposite such person’s name. Except as otherwise indicated, the address of each of the persons in this table is c/o Remitty Global, Inc., 401 Union Street, Suite 1000, Seattle, WA 98101.

| Name of Beneficial Owner   | Shares Beneficially Owned |      |
|--|---------------------------|------|
|  | Number                    | %    |
| <b>Named Executive Officers and Directors:</b>   |                           |      |
| <b>Matthew Oppenheimer<sup>(1)</sup></b>   | 5,300,605                 | 2.52 |
| <b>Vikas Mehta<sup>(2)</sup></b>   | 134,005                   | *    |
| <b>Ankur Sinha<sup>(3)</sup></b>   | 551,635                   | *    |
| <b>Pankaj Sharma<sup>(4)</sup></b>   | 451,512                   | *    |
| <b>Saema Somalya<sup>(5)</sup></b>   | 74,691                    | *    |
| <b>Sebastian Gunningham<sup>(6)</sup></b>  | 49,219                    | *    |
| <b>Ryno Blignaut<sup>(7)</sup></b>   | 40,852                    | *    |
| <b>Phyllis Campbell<sup>(8)</sup></b>  | 46,160                    | *    |
| <b>Bora Chung<sup>(9)</sup></b>  | 122,078                   | *    |
| <b>Joshua Hug<sup>(10)</sup></b>   | 4,386,668                 | 2.1  |
| <b>Laurent Le Moal<sup>(11)</sup></b>  | 43,413                    | *    |
| <b>Adam Messinger</b>  | —                         | —    |
| <b>Nigel Morris<sup>(12)</sup></b>   | 1,845,971                 | *    |
| <b>Phillip Riese<sup>(13)</sup></b>  | 602,496                   | *    |
| <b>Margaret Smyth<sup>(14)</sup></b>   | 101,521                   | *    |
| <b>All current executive officers and directors as a group (15 persons)<sup>(15)</sup></b> | 13,750,826                | 6.53 |
| <b>5% Stockholders:</b>  |                           |      |
| <b>MIH Fintech Investments B.V.<sup>(16)</sup></b>   | 13,441,745                | 6.38 |
| <b>Baillie Gifford &amp; Co.<sup>(17)</sup></b>  | 11,658,558                | 5.53 |
| <b>BlackRock, Inc.<sup>(18)</sup></b>  | 11,283,827                | 5.36 |

(\*) Represents beneficial ownership of less than 1% of class.

(1) Represents (a) 4,500,605 shares of common stock and (b) 800,000 shares underlying options to purchase common stock that are exercisable within 60 days of March 31, 2026.

- (2) Represents (a) 101,192 shares of common stock and (b) 32,813 shares issuable upon the vesting of restricted stock units within 60 days of March 31, 2026.
- (3) Represents (a) 488,398 shares of common stock and (b) 63,237 shares issuable upon the vesting of restricted stock units within 60 days of March 31, 2026.
- (4) Represents (a) 237,298 shares of common stock, (b) 178,499 shares underlying options to purchase common stock that are exercisable within 60 days of March 31, 2026, and (c) 35,715 shares issuable upon the vesting of restricted stock units within 60 days of March 31, 2026.
- (5) Represents (a) 54,591 shares of common stock and (b) 20,100 shares issuable upon the vesting of restricted stock units within 60 days of March 31, 2026.
- (6) Represents 49,219 shares issuable upon the vesting of restricted stock units within 60 days of March 31, 2026.
- (7) Represents (a) 28,671 shares of common stock, (b) 5,000 shares underlying options to purchase common stock that are exercisable within 60 days of March 31, 2026, and (c) 7,181 shares issuable upon the vesting of restricted stock units within 60 days of March 31, 2026.
- (8) Represents (a) 39,575 shares of common stock and (b) 6,585 shares issuable upon the vesting of restricted stock units within 60 days of March 31, 2026.
- (9) Represents (a) 121,423 shares of common stock and (b) 655 shares issuable upon the vesting of restricted stock units within 60 days of March 31, 2026.
- (10) Represents (a) 3,856,192 shares of common stock, of which 300,000 shares are held by a family trust, of which Mr. Hug's spouse is the trustee, (b) 530,000 shares underlying options to purchase common stock that are exercisable within 60 days of March 31, 2026, and (c) 476 shares issuable upon the vesting of restricted stock units within 60 days of March 31, 2026. Includes 2,000,000 shares pledged as collateral to secure a personal line of credit.
- (11) Represents (a) 42,847 shares of common stock and (b) 566 shares issuable upon the vesting of restricted stock units within 60 days of March 31, 2026.
- (12) Represents (a) 1,845,447 shares of common stock and (b) 524 shares issuable upon the vesting of restricted stock units within 60 days of March 31, 2026.
- (13) Represents (a) 122,496 shares of common stock and (b) 480,000 shares underlying options to purchase common stock that are exercisable within 60 days of March 31, 2026. Includes 20,000 shares pledged as collateral to secure a personal line of credit.
- (14) Represents (a) 54,306 shares of common stock, (b) 46,500 shares underlying options to purchase common stock that are exercisable within 60 days of March 31, 2026, and (c) 715 shares issuable upon the vesting of restricted stock units within 60 days of March 31, 2026.
- (15) Represents (a) 11,493,041 shares of our common stock held directly and indirectly by our executive officers and directors; (b) 2,039,999 shares underlying options to purchase common stock that are exercisable by them within 60 days of March 31, 2026, and (c) 217,786 shares issuable to them upon the vesting of restricted stock units within 60 days of March 31, 2026.
- (16) Based solely on the Schedule 13G/A filed with the SEC on April 23, 2026. Represents 13,441,745 shares held by MIH Fintech Investments B.V. ("MIH"). MIH is a subsidiary of MIH Fintech Holdings B.V., which in turn is a subsidiary of MIH e-Commerce Holdings B.V., which in turn is a subsidiary of MIH Internet Holdings B.V., which is in turn a subsidiary of Prosus N.V., which is a majority-owned subsidiary of Naspers LIMITED. MIH is controlled by Prosus N.V. and Naspers LIMITED, which share voting and dispositive control over the shares held by MIH. The address of MIH is Gustav Mahlerplein 5, 1082 MS, Amsterdam, Netherlands.
- (17) Based solely on the Schedule 13G/A filed with the SEC on February 9, 2026, by Baillie Gifford & Co., which reported sole voting power over 7,338,155 shares and sole dispositive power over 11,658,558 shares. The principal business address of Baillie Gifford & Co. is Calton Square, 1 Greenside Row, Edinburgh, EH1 3AN.
- (18) Based solely on the Schedule 13G/A filed with the SEC on November 8, 2024, by BlackRock, Inc., which reported sole voting power over 11,123,690 shares and sole dispositive power over 11,283,827 shares. The principal business address of BlackRock, Inc. is 50 Hudson Yards, New York, NY 10001.

## Insider Trading Policy

We maintain an Insider Trading Policy and procedures governing the purchase, sale, and other dispositions of our Company's securities by directors, officers, employees, and other service providers, as well as the Company itself, that we believe are reasonably designed to promote compliance with insider trading laws, rules, and regulations, as well as Nasdaq listing standards. In addition, it is our policy to comply with applicable securities and state laws, including insider trading laws, when engaging in transactions in our securities. A copy of our Insider Trading Policy was filed as Exhibit 19.1 to our Annual Report on Form 10-K for the year ended December 31, 2025.

## Prohibition on Hedging

Directors, officers, and employees are prohibited by our Insider Trading Policy from engaging in hedging transactions. Hedging or monetization transactions can be accomplished through a number of possible mechanisms, including through the use of financial instruments such as prepaid variable forwards, equity swaps, collars, and exchange funds. Hedging transactions may permit a director, officer, or employee to continue to own our securities obtained through employee benefit plans or otherwise, but without the full risks and rewards of ownership. When that occurs, the director, officer, or employee may no longer have the same objectives as our other stockholders.

## Policy on Stock Pledging

Our Insider Trading Policy only permits pledges of our securities with the written pre-approval of our Chief Legal and Corporate Affairs Officer. Under that policy, our Chief Legal and Corporate Affairs Officer only approves pledges of our securities by eligible directors in amounts consistent with guidelines approved by the talent and compensation committee of our board of directors. The guidelines are designed to, among other things, confirm compliance with our policy against hedging transactions, ensure that the eligible director has adequate financial means and liquidity to avoid selling the pledged shares, and maintain ongoing oversight of any pledge arrangement. Based on those guidelines, the Chief Legal and Corporate Affairs Officer has approved pledges by two of our directors of certain shares of our common stock, each as collateral for a line of credit.

## Delinquent Section 16(a) Reports

Section 16(a) of the Exchange Act requires that the Company's officers and directors and persons who beneficially own more than 10% of the Company's common stock file reports when there are changes or updates related to their beneficial ownership with the SEC and provide copies of such reports to the Company. To the Company's knowledge, based solely on a review of the copies of such reports furnished to the Company and written representations that no other reports were required, all Section 16(a) filing requirements applicable to our officers, directors, and greater than 10% beneficial owners were complied with during fiscal year 2025, except for one Form 4 to report one transaction that was filed late on December 23, 2025, by Mr. Hug.

# DIRECTOR COMPENSATION

## Non-Employee Director Cash Compensation

Under our non-employee director compensation policy, effective May 9, 2024 (the "*Director Compensation Policy*"), non-employee directors are entitled to receive an annual cash retainer of \$40,000, paid quarterly in arrears and pro-rated for partial quarters served, for service on our board of directors and additional annual cash compensation for committee membership as follows:

- Audit and Risk Committee – \$20,000 for the chair and \$10,000 for each other member;
- Talent and Compensation Committee – \$15,000 for the chair and \$7,500 for each other member; and
- Nominating and Corporate Governance Committee – \$10,000 for the chair and \$4,000 for each other member.

In addition, the lead independent director of the board of directors will receive an additional \$20,000, and the non-executive chairperson of our board of directors will receive an additional \$60,000.

Each director may elect to receive all of the cash fees for which they are eligible in the form of restricted stock units (the "*Fee RSUs*"), subject to the director's timely execution of a written election form and the terms and conditions of our Director Compensation Policy, which Fee RSUs will generally vest quarterly over a one-year period (or, if earlier, upon the next annual meeting of our stockholders following the grant date of the Fee RSUs, the date that is one year following the grant date of the Fee RSUs, or the consummation of a corporate transaction, as defined in the Remitly Global, Inc. 2021 Equity Incentive Plan (as amended, the "*2021 Plan*"). The Fee RSUs are separate from the non-employee director equity grants noted below.

## Non-Employee Director Equity Grants

### *Initial Appointment RSU Grant*

Under the Company's prior non-employee director compensation policy, each new non-employee director appointed to our board of directors was eligible to be granted restricted stock units ("*Initial Appointment RSUs*") on the date of their appointment to our board of directors, under our 2021 Plan, having an aggregate value of \$330,000 based on the average daily closing price of our common stock on the Nasdaq Global Select Market in the 10 trading days ending on the day preceding the date of grant. The Initial Appointment RSUs vested as to one-third of the Initial Appointment RSUs on each of the first three anniversaries following the date of grant so long as the non-employee director continued to provide services to us through such date. In addition, the Initial Appointment RSUs would fully vest upon the consummation of a corporate transaction (as defined in our 2021 Plan). The Director Compensation Policy no longer provides for the grant of Initial Appointment RSUs.

### *Annual RSU Grant*

Under the Director Compensation Policy, on the date of each annual meeting of stockholders, each non-employee director who is elected or re-elected to the board of directors, or who commenced serving on the board of directors as a non-employee director prior to the annual meeting, will automatically be granted restricted stock units ("*Annual RSUs*"), under our 2021 Plan, having an aggregate value of \$200,000 multiplied by the number of years in their term following the annual meeting, with a maximum value of \$600,000, based on the average daily closing price of our common stock on the Nasdaq Global Select Market for the 10 trading days ending on the day preceding the date of grant. The Annual RSUs will vest in equal annual installments over the number of years in each director's term following the annual meeting, beginning on the earlier of (1) the date of the following year's annual meeting of stockholders and (2) the date that is one year following the date of grant, in each case, subject to continued service on the board of directors through the applicable vesting date. In the event that a non-employee director's service ends prior to the next vesting date, the installment of the Annual

RSUs that would have vested as of the next vesting date shall accelerate and become vested as of the director's last day of service to the board of directors. In addition, the Annual RSUs will fully vest upon the consummation of a corporate transaction (as defined in our 2021 Plan). The aggregate value of the Annual RSUs will not exceed the director compensation limits set forth in the 2021 Plan described below.

## Non-Employee Director Compensation Table

All compensation paid to Mr. Oppenheimer for the year ended December 31, 2025, is set forth in the section titled "Executive Compensation Tables—Fiscal 2025 Summary Compensation Table." The following table provides information regarding compensation of our non-employee directors for director service for the year ended December 31, 2025.

| Name <sup>(1)</sup>              | Fees Earned or Paid in Cash (\$) <sup>(2)</sup> | Stock Awards (\$) <sup>(3)(4)</sup> | All Other Compensation (\$) | Total (\$) |
|----------------------------------|---|-------------------------------------|-----------------------------|------------|
| <a href="#">Ryno Blignaut</a>    | —   | 621,479                             | —                           | 621,479    |
| <a href="#">Phyllis Campbell</a> | 58,788  | 573,676                             | —                           | 632,464    |
| <a href="#">Bora Chung</a>       | —   | 52,577                              | —                           | 52,577     |
| <a href="#">Joshua Hug</a>       | —   | 420,678                             | 124,490 <sup>(5)</sup>      | 545,168    |
| <a href="#">Laurent Le Moal</a>  | —   | 45,416                              | —                           | 45,416     |
| <a href="#">Nigel Morris</a>     | —   | 42,066                              | —                           | 42,066     |
| <a href="#">Phillip Riese</a>    | 48,000  | 573,676                             | —                           | 621,676    |
| <a href="#">Margaret Smyth</a>   | —   | 57,352                              | —                           | 57,352     |

- (1) As of December 31, 2025, our non-employee directors had the following awards outstanding: Mr. Blignaut held options to purchase 5,000 shares and 36,374 unvested restricted stock units ("RSUs"); Ms. Campbell had 35,183 unvested RSUs; Ms. Chung had 16,549 unvested RSUs; Mr. Hug held options to purchase 530,000 shares and 60,795 unvested RSUs; Mr. Le Moal had 16,371 unvested RSUs; Mr. Morris had 16,287 unvested RSUs; Mr. Riese held options to purchase 480,000 shares and 28,598 unvested RSUs; and Ms. Smyth held options to purchase 46,500 shares and 31,907 unvested RSUs.
- (2) Each non-employee director, other than Ms. Campbell and Mr. Riese, elected to receive Fee RSUs in lieu of cash compensation.
- (3) Mr. Blignaut, Ms. Campbell, Mr. Riese, and Mr. Hug each received Annual RSUs that vest in three equal annual installments in the case of Mr. Blignaut, Ms. Campbell, and Mr. Riese, and in two equal annual installments in the case of Mr. Hug, as described in "Non-Employee Director Equity Grants—Annual RSU Grant." Mr. Blignaut, Ms. Campbell, and Mr. Riese were re-elected to the board of directors at the 2025 annual meeting of stockholders, while Mr. Hug transitioned into a non-employee director role effective May 15, 2025.
- (4) The amounts reported in the Stock Awards column represent the grant date fair value of the RSUs granted to the directors during the year ended December 31, 2025, as computed in accordance with FASB Accounting Standards Codification Topic 718 ("FASB ASC 718"). The assumptions used in calculating these amounts are set forth in Note 2 to our consolidated financial statements included in our Annual Report on Form 10-K for the fiscal year ended December 31, 2025, and incorporated by reference herein.
- (5) Mr. Hug served as our Vice Chair until he transitioned into a non-employee director role effective May 15, 2025. The amount shown in this column includes compensation received in Mr. Hug's capacity as Vice Chair, which includes (i) a salary of \$108,750, (ii) matching 401(k) contributions of \$2,175, (iii) contributions to his health savings account of \$563, (iv) life insurance premiums paid on Mr. Hug's behalf of \$113, and (v) health insurance premiums paid on Mr. Hug's behalf of \$12,890.

### Cap on Director Compensation

The 2021 Plan places a cap on annual compensation of non-employee directors at \$750,000 per director, with a cap of \$1,000,000 in the calendar year of such director's initial service as a non-employee director. This cap takes into account all cash and non-cash compensation (including the dollar value of all equity awards) paid in a single calendar year.

# COMPENSATION DISCUSSION AND ANALYSIS

## Named Executive Officers

For fiscal year 2025, our named executive officers (“NEOs”) included our Chief Executive Officer, our Chief Financial Officer, and the three next most highly compensated executive officers, who were:

- Matthew Oppenheimer, our Co-Founder and Chief Executive Officer (who served as Chief Executive Officer until February 19, 2026);
- Vikas Mehta, our Chief Financial Officer;
- Ankur Sinha, our Chief Product and Technology Officer;
- Pankaj Sharma, our Chief Business Officer; and
- Saema Somalya, our Chief Legal and Corporate Affairs Officer.

Please see the section titled “*Proposal No. 1: Election of Directors*” for information relating to Mr. Oppenheimer, who also serves on the board of directors.

**Vikas Mehta, 47**, has served as the Chief Financial Officer of Remitly since August 2024. Prior to Remitly, Mr. Mehta served as Chief Financial Officer of Komodo Health, Inc., a healthcare technology company, from 2023 to 2024. Previously, Mr. Mehta served as Chief Financial Officer of Anaplan, Inc., a software company, from 2021 to 2022. Prior to that role, Mr. Mehta served as Chief Financial Officer of Nike Direct, the direct-to-consumer business of Nike, Inc., an athletic and sporting goods corporation, from 2020 to 2021, and prior to that, Mr. Mehta was the VP of Finance at Walmart e-Commerce, a retail corporation, from 2019 to 2020. Mr. Mehta also held various finance leadership roles at Microsoft Corporation, a technology conglomerate, from 2008 to 2018. Mr. Mehta currently serves on the board of directors of Flexe, a logistics company. Mr. Mehta holds an M.B.A. from the University of Washington, a B.Comm. degree from Gujarat University, India, and a Chartered Institute of Management Accountants (CIMA) certification from the U.K.

**Ankur Sinha, 42**, has served as the Chief Product and Technology Officer of Remitly since November 2024 and previously served as our Chief Technology Officer from February 2022 to November 2024. Prior to Remitly, Mr. Sinha served as an Engineering Director at Google, a technology corporation, from May 2019 to February 2022, overseeing commerce technologies in Google Cloud. Before Google, Mr. Sinha held various positions at Microsoft Corporation from January 2007 to April 2019, including most recently Senior Director for multiple Microsoft services & experiences. From June 2001 to December 2006, Mr. Sinha served as Co-founder and Chief Technology Officer of RA Systems, a technology startup based in India. Mr. Sinha holds a B.S. in Information Technology from Dr. APJ Abdul Kalam Technical University.

**Pankaj Sharma, 40**, has served as the Chief Business Officer of Remitly since February 2024, and served in various leadership roles in business management since January 2018, including most recently, EVP, Global Remittance Business Management. Before joining Remitly, Mr. Sharma served in various roles for Lebara Mobile Ltd., a telecommunications company based in the U.K., and consulting roles at KPMG, The Louis Berger Group, and Ernst & Young. Mr. Sharma holds a Bachelor of Technology degree in Chemical Engineering from the Indian Institute of Technology, Bombay (IIT Bombay) and an M.B.A. from London Business School.

**Saema Somalya, 49**, has served as the Chief Legal and Corporate Affairs Officer of Remitly since August 2024, having previously served as our EVP, Legal and Risk and our General Counsel. Prior to joining Remitly in December 2020, Ms. Somalya served as SVP, Deputy General Counsel (Corporate) and Assistant Secretary for Fifth Third Bancorp and Fifth Third Bank, N.A., a bank, from May 2016 to November 2020, and as SVP, General Counsel and Corporate Secretary for Warren Resources, Inc., an energy company, from February 2014 to January 2016. From April 2009 to January 2014, Ms. Somalya served as Senior Legal Director and Corporate

Counsel to PepsiCo, Inc., a multinational food, snack, and beverage corporation. Ms. Somalya holds a J.D. from Yale Law School and a B.A. in International Relations and Affairs from Yale University.

## Executive Summary

Remitly's vision is to transform lives with trusted financial services that transcend borders. Our strategy is grounded in three core strengths—trust, network, and scale—and we continue to evolve beyond a remittance company into a diversified, cross-border financial services provider, serving both consumers and businesses across a growing set of use cases. The following discussion describes how our compensation program supports the execution of this strategy.

### Executive Compensation Philosophy and Objectives

Our total compensation philosophy is designed to reward employees—including executives—who embrace and strengthen our culture, who have a forward-looking outlook with Remitly, and who take ownership to deliver results that are sustainable and meaningful in the long-term, both generally and to our stockholders. Our compensation programs aim to reflect a fair, transparent, and competitive approach, including by recognizing and rewarding outstanding performance and contributions. Consistent with this philosophy, we have designed our executive compensation program to achieve the following primary objectives:

- align individual incentives with long-term Company performance by focusing on long-term objectives and returns, and differentiating rewards based on impact and values alignment, so that highest performers benefit the most;
- align individual incentives to the Company's overall success, as measured by progress towards Company-wide objectives and in serving our customers;
- provide total rewards that attract and retain world-class employees by providing upside through equity compensation and rewarding high performers;
- evaluate performance on two dimensions: impact, or *what* employees deliver, and cultural values, or *how* people get things done; and
- preserve flexibility to adjust compensation in tandem with changes in labor dynamics, but in a thoughtful, flexible, and transparent manner.

Compensation at Remitly includes a cash base salary and competitive benefits that align with our values, mission, and needs of our global teammates. From time to time, we may also provide discretionary cash incentives in certain limited circumstances. However, equity remains the primary long-term incentive vehicle. The design of our executive compensation program is influenced by a variety of factors, with the primary goals being to align the interests of our NEOs, stockholders, and customers, and to link pay with performance. Equity is a significant portion of each employee's total compensation and the proportion of equity-to-cash increases with seniority.

### 2025 Highlights

2025 was a strong year for us marked by significant achievement across our business, including our first full year of profitability on a generally accepted accounting principles ("GAAP") basis. 2025 business and financial highlights included the following:

- Growing quarterly active customers to 9.3 million in the fourth quarter of 2025, an increase of 19% from 7.8 million in the fourth quarter of 2024.
- Send volume in 2025 increased 37% to \$74.9 billion.
- Total revenue for the year ended December 31, 2025, was \$1.635 billion, up 29% from 2024.

### Executive Compensation Policies and Practices

Our objective is to inspire, hold accountable, and reward business and team success of our leaders while maintaining sound corporate governance standards consistent with our total compensation policies and

practices. The talent and compensation committee (“*T&C Committee*”) of our board of directors regularly reviews our executive compensation program to ensure that it aligns with our long-term goals. Consistent, frequent review of our compensation program is essential given the dynamic nature of our business, changing labor considerations, and the highly competitive executive talent pool. Our key executive compensation policies and practices for the fiscal year ended December 31, 2025, are set forth below.

**What we do:**

- **Maintain an Independent T&C Committee.** The T&C Committee consists solely of independent directors who establish and regularly evaluate our executive compensation policies and practices.
- **Retain an Independent Compensation Consultant.** The T&C Committee retains a compensation consultant to advise on executive compensation matters independent of management. The compensation consultant’s responsibilities are discussed in the section titled “*Compensation-Setting Process – Role of the Compensation Consultant.*”
- **Conduct an Annual Executive Compensation Review.** The T&C Committee reviews and approves our executive compensation program and associated strategies on a regular basis, and at least annually, in consultation with management. This assessment includes a determination and review of our compensation peer group from a comparative perspective. This review ensures our executive compensation is structured to reward customer focus and long-term Company success.
- **Maintain Multi-Year Vesting Requirements.** The equity awards granted to our NEOs generally vest over multi-year periods, aligning with current trends and our long-term retention goals.
- **Maintain “Double Trigger” Change in Control Arrangements.** Under our Change in Control and Severance Agreements, our NEOs may be eligible to receive payments and other benefits in the event that both the Company undergoes a change in control and an NEO experiences a qualifying termination of employment, which is a “double-trigger” arrangement. All such payments and benefits are subject to the execution and delivery of an effective general release of claims in favor of the Company.
- **Conduct Succession Planning.** We periodically review with our CEO and the chairperson of the board or lead independent director the succession plans for our most critical senior management positions. Upon request of the board, we evaluate potential successors to executive officer positions and review strategies to accelerate the readiness of candidates identified for such positions. In February 2026, we completed an orderly Chief Executive Officer transition as part of a deliberate succession planning process. For additional information regarding this transition, see the section titled “*Board of Directors—Board Leadership Structure.*”

**What we don’t do:**

- **No Executive Retirement Plans.** We do not currently offer defined benefit pension plans or any non-qualified deferred compensation plans or arrangements specific to our NEOs. Our NEOs are eligible to participate in our 401(k) retirement plan on the same basis as our other employees.
- **Limited Perquisites.** Perquisites or other personal benefits are not a significant part of our compensation program for our NEOs.
- **No Gross-Ups on Any Change in Control Payments.** We do not provide our NEOs with “golden parachute” excise tax reimbursement payments (including “gross-ups”) on payments or benefits contingent upon a change in control of the Company.
- **No Special Health or Welfare Benefits.** We do not provide our NEOs with any health or welfare benefit programs, other than participation in our broad-based employee programs on the same basis as our other full-time, salaried employees.
- **No Hedging of Company Stock.** Under our Insider Trading Policy, our employees, including our NEOs, and the members of our board are prohibited from engaging in short sales and transactions involving options or other derivative securities on our stock, such as puts and calls, whether on an exchange or in any other market. This includes any hedging or similar transaction designed to decrease the risks associated with holding our common stock.

# Compensation-Setting Process

## Role of the Talent and Compensation Committee

The T&C Committee carries out the board's responsibilities relating to compensation and other organization and people matters, including evaluating, recommending, approving, and reviewing executive officer and director compensation arrangements, plans, policies, and programs maintained by Remitly; administering the Company's cash- and equity-based compensation plans; and reviewing with management Remitly's strategies and policies related to human capital management. In performing its duties, the T&C Committee evaluates our overall compensation strategy on an annual basis with a focus on the degree to which this strategy reflects our executive compensation philosophy, and it carries out its responsibilities in a manner that is appropriate given our needs and circumstances. The T&C Committee also develops and pursues strategies that it believes align with best compensation practices, including by reviewing and approving the selection of our peer companies for compensation and assessment purposes. The T&C Committee reviews the performance of our CEO and, in consultation with our CEO, the performance of other NEOs when making decisions with respect to their compensation.

For additional information on the T&C Committee's authority, duties, and responsibilities, see its charter, which is reviewed annually and revised and updated as needed. The charter is located on the "Governance" section of our investor relations website at <https://ir.remitly.com>.

The T&C Committee retains a compensation consultant (as described below) to provide support in the review and assessment of our executive compensation program. However, the T&C Committee exercises its own judgment in making final decisions with respect to the compensation of our NEOs.

## Role of Management

In carrying out its duties and responsibilities, the members of the T&C Committee collaborate with members of our management team, including our CEO and Chief People Officer. Our management team assists the T&C Committee by providing information on corporate and individual performance, market compensation data, and management's perspective on compensation matters. Our CEO in particular makes proposals with respect to program structures, provides recommendations regarding adjustments to base salaries and long-term equity-based incentive compensation opportunities, and offers perspective on other compensation-related matters for our NEOs. All of these are reviewed and considered for implementation by the T&C Committee.

The T&C Committee also consults with our CEO to oversee the annual performance review of other NEOs, ultimately making compensation decisions based on each NEO's level of success in accomplishing business objectives and their overall performance. In determining and approving the compensation of our NEOs (other than our CEO), the members of the T&C Committee review, consider, and discuss our CEO's proposals and recommendations as one factor among many. Our CEO also generally attends meetings of our board and the T&C Committee at which executive compensation matters are addressed, except with respect to discussions involving his own compensation. Our CEO is not involved in the determination and approval of his own compensation.

## Role of the Compensation Consultant

The T&C Committee has the authority to retain compensation advisors and other compensation consultants to assist them, including by providing information, analysis, and other advice regarding the compensation of our NEOs. The T&C Committee also has the sole authority to approve the fees and other retention terms of such advisors, which serve at the discretion of, and report directly to, the T&C Committee. The T&C Committee reviews the engagement of Compensia, Inc., a national compensation consulting firm ("*Compensia*"), as the Company's current external compensation consultant, annually.

For the year ended December 31, 2025, the T&C Committee continued to engage Compensia as its independent consultant to provide advice and resources to assist the T&C Committee with assessing the effectiveness of the Company's executive compensation strategy and program, including by analyzing competitive pay practices for our NEOs, and advising on data analysis and selection of our compensation peer group.

During the fiscal year ended December 31, 2025, Compensia attended the meetings of the T&C Committee as requested. In doing so, Compensia provided various services, including the following:

- the review, analysis, and selection of our compensation peer group and other comparable companies;
- the review and analysis of base salary levels;
- the review of this Compensation Discussion and Analysis;
- the review of annual cash incentive opportunities and long-term incentive compensation opportunities of our NEOs against competitive market data, including on peer dilution and burn rates, of the companies in our compensation peer group and based on selected broad-based compensation surveys;
- an assessment of executive compensation trends, including equity spend and vesting schedules, within our industry, and an update on corporate governance and regulatory issues and developments;
- recommendations regarding the amount and form of executive compensation;
- a risk assessment of executive compensation;
- consultation with the T&C Committee chair or the independent directors between meetings; and
- support on other ad hoc matters throughout the fiscal year.

For the fiscal year ended December 31, 2025, Compensia did not provide any other services to us. The T&C Committee has assessed the independence of Compensia pursuant to the applicable Nasdaq listing standards and SEC rules and concluded that Compensia is independent and that Compensia's work for the T&C Committee does not raise any conflict of interest.

### **Use of Competitive Data**

The T&C Committee believes that peer group comparisons are useful guides to evaluate the competitiveness of our executive compensation program and related policies and practices. For purposes of assessing the compensation of our NEOs against competitive data, the T&C Committee reviews and considers the compensation levels and practices of a select group of peer companies. The competitive data drawn from this compensation peer group is only one of several factors considered in making decisions and recommendations with respect to the compensation of our NEOs.

The compensation peer group for purposes of setting fiscal 2025 compensation of our NEOs, which was developed by the T&C Committee with the assistance of Compensia, was composed of publicly traded technology companies. In identifying and recommending the companies to comprise the compensation peer group, the T&C Committee and Compensia also considered revenue and market capitalization relative to Remitly. The T&C Committee updated the peer group for 2025 to add three technology companies with comparable key financial metrics and to remove three companies due to acquisitions or lack of comparability.

This compensation peer group for purposes of determining compensation of our NEOs for the year ended December 31, 2025, consisted of the following companies:

|  |  |
|--|--|
| ACI Worldwide, Inc. (NASDAQ: ACIW)           | Marqeta, Inc. (NASDAQ: MQ)                   |
| Affirm Holdings, Inc. (NASDAQ: AFRM)         | NerdWallet, Inc. (NASDAQ: NRDS)              |
| AppFolio, Inc. (NASDAQ: APPF)                | Paylocity Holding Corporation (NASDAQ: PCTY) |
| BILL Holdings, Inc. (NYSE: BILL)             | Paymentus Holdings, Inc. (NYSE: PAY)         |
| BlackLine, Inc. (NASDAQ: BL)                 | Payoneer Global Inc. (NASDAQ: PAYO)          |
| EVERTEC, Inc. (NYSE: EVTC)                   | Q2 Holdings, Inc. (NYSE: QTWO)               |
| Flywire Corporation (NASDAQ: FLYW)           | Shift4 Payments, Inc. (NYSE: FOUR)           |
| Jack Henry & Associates, Inc. (NASDAQ: JKHY) | SoFi Technologies, Inc. (NASDAQ: SOFI)       |
| LendingClub Corporation (NYSE: LC)           | Toast, Inc. (NYSE: TOST)                     |
| Lightspeed Commerce Inc. (NYSE: LSPD)        | Wise plc. (LSE: WISE)                        |

## Stockholder Engagement and Say on Pay vote

We are committed to open and ongoing communication with our stockholders, including with respect to executive compensation and corporate governance matters.

At the 2025 annual meeting of stockholders, our stockholders approved by approximately 98% of the votes cast, on an advisory basis, the 2024 compensation of our named executive officers. The T&C Committee has carefully considered the results of the advisory vote and believes that those results validate our executive compensation program, performance assessment, and decision-making process.

## Compensation Elements

| Element                 | Type of Element | Compensation Element  | Objective  |
|-------------------------|-----------------|---|--|
| Base Salary             | Fixed           | Cash  | Attract and retain executives by providing a fixed compensation amount that is competitive               |
| Long-Term Equity Awards | Variable        | Equity awards in the form of options to purchase shares of our common stock and RSU awards that settle in shares of our common stock upon vesting | Align the interests of our executives with our stockholders by motivating them to create long-term value |

### Base Salary

Base salary represents a fixed portion of the compensation of our NEOs and is intended to attract and retain highly talented individuals. Generally, we establish the initial base salary of each of our NEOs based on their position, qualifications, experience, prior salary level, and the base salaries of our other executive officers. The members of the T&C Committee review the base salaries of our NEOs each year and make any adjustments to base salary as necessary to reflect a NEO's performance, individual contributions, and the scope of their responsibilities, as well as to maintain competitiveness. During 2025, the base salary of each of our NEOs was \$290,000, which was the maximum base salary for executives.

### Equity Compensation

Equity represents a significant portion of each executive's total compensation. Equity awards align the interests of our executives with the interests of our stockholders and incentivize our NEOs to create sustainable, long-term value for our stockholders, since the realized value of these equity awards bears a direct relationship to our stock price. Additionally, equity awards provide an important tool for us to retain our NEOs, as awards generally are subject to vesting over a multi-year period subject to continued service with the Company.

We provide a mix of equity awards, including RSUs and stock options to our NEOs. Awards of RSUs create alignment with our stockholders by providing both an upside and a downside tied to Company performance. Stock options provide executives with an opportunity to participate in stock price appreciation above the option's exercise price, creating the incentive to continue to drive growth. The T&C Committee approves equity awards on a regular basis.

In 2025, the T&C Committee granted equity awards to certain executives and employees of the Company, including Mr. Mehta, Mr. Sinha, Mr. Sharma, and Ms. Somalya, under the 2021 Plan. While the T&C Committee recommended that Mr. Oppenheimer be included in these awards, Mr. Oppenheimer declined to be considered for an equity award in recognition of industry-wide stockholder focus on dilution and to further support employee performance awards granted in the 2025 fiscal year.

The equity awards granted to our NEOs during 2025 are set forth below in the section titled "*Executive Compensation Tables*."

## Other Benefits

### **Bonuses**

We do not provide annual cash bonuses or maintain non-equity incentive compensation plans. Instead, equity compensation represents a significant portion of total compensation for our employees, including our NEOs, which we believe keeps the focus on delivering long-term returns and results, and ties our executives' compensation to our stockholder returns.

For new-hires, we consider signing bonuses and typically provide a cash payment in lieu of an equity grant that, subject to the continued service of the individual, is paid in accordance with a vesting schedule. Additionally, we consider potential long-term cash compensation arrangements for our NEOs in connection with our periodic evaluation of their overall compensation packages.

### **Employee Benefits**

Our NEOs are eligible to participate in the same employee benefit plans, and on the same terms and conditions, as all other full-time, salaried employees. These benefits include medical, dental, vision, and business travel insurance, an employee assistance program, health and dependent care flexible spending accounts, basic life, accidental death and dismemberment, and short-term and long-term disability insurance.

We also maintain a defined contribution savings plan under Section 401(k) of the Internal Revenue Code (the "*Code*") (the "*401(k) Plan*"). The 401(k) Plan covers substantially all U.S. employees, including our NEOs, who meet minimum age and service requirements and allows participants to defer a portion of their annual compensation on a pre-tax basis. We make discretionary matching contributions that are funded each pay period. We match 50% of the first 4% of compensation that a participant contributes to the 401(k) Plan. All participants' interests in their deferrals are 100% vested when contributed.

We design our employee benefits programs to be affordable and competitive, as well as compliant with applicable laws and practices. We adjust our employee benefits programs as needed based upon regular monitoring of applicable laws and practices, and competitive dynamics.

## Other Compensation Policies

### **Prohibition on Hedging**

For information regarding our policy on hedging transactions by officers and employees, see the section titled "*Ownership of Common Stock—Prohibition on Hedging.*"

### **Policy on Stock Pledging**

For information regarding pledges of securities by officers and employees, see the section titled "*Ownership of Common Stock—Policy on Stock Pledging.*"

### **Compensation Recoupment Policy**

We maintain a Compensation Recoupment Policy that provides for the recoupment of certain executive compensation in the event of an accounting restatement resulting from material noncompliance with financial reporting requirements under the securities laws. Our Compensation Recoupment Policy is intended to comply with the requirements of Section 10D of the Exchange Act and applicable Nasdaq listing standards. A copy of our Compensation Recoupment Policy was filed as Exhibit 97.1 to our Annual Report on Form 10-K for the year ended December 31, 2025.

### **Deductibility of Executive Compensation**

Section 162(m) of the Code generally does not allow a tax deduction to public companies for compensation paid to certain executive officers that is more than \$1 million during the tax year. The T&C Committee intends to maintain the flexibility to pay non-deductible compensation if it believes it is in the best interests of the Company.

### **Tax and Accounting Considerations for Stock-Based Compensation**

The T&C Committee takes applicable tax and accounting requirements into consideration in designing and overseeing our executive compensation program, plans, and arrangements for our executive officers and other employees. Chief among these considerations is FASB ASC Topic 718, the standard which governs the accounting treatment of certain stock-based compensation. Among other things, FASB ASC Topic 718 requires us to record a compensation expense in our income statement for all equity awards granted to members of our board of directors, our executive officers, and other employees. In most cases, this compensation expense is based on the grant date fair value of the equity award and will be recognized ratably over the award's requisite service period (which, generally, will correspond to the award's vesting schedule). This compensation expense is also reported in the compensation tables below, even though recipients may never realize any value from their equity awards.

## **COMPENSATION COMMITTEE REPORT**

The Talent & Compensation Committee has reviewed and discussed with management the "Compensation Discussion and Analysis" contained in this proxy statement. Based on its review and discussions, the Talent & Compensation Committee approved the "Compensation Discussion and Analysis" for inclusion in this proxy statement and the Company's Annual Report on Form 10-K for our fiscal year ended December 31, 2025.

Members of the Talent & Compensation Committee:  
Bora Chung (Chair)  
Laurent Le Moal

# Executive Compensation Tables

## Fiscal 2025 Summary Compensation Table

The table below sets forth the annual compensation earned by our NEOs for the fiscal years ended December 31, 2025, 2024, and 2023, as applicable. For fiscal year 2025, our NEOs included (i) our Chief Executive Officer, (ii) our Chief Financial Officer, and (iii) the three next most highly compensated executive officers. Effective February 19, 2026, Mr. Oppenheimer transitioned the role of Chief Executive Officer to Mr. Gunningham as part of an orderly succession and transition plan. Mr. Oppenheimer continues to serve as chairperson of the board of directors.

| Name and Principal Position               | Year | Salary (\$)            | Bonus (\$) | Stock Awards (\$) <sup>(1)</sup> | Option Awards (\$) | Non-Equity Incentive Plan Compensation (\$) | All Other Compensation (\$) <sup>(2)</sup> | Total (\$) |
|---|------|------------------------|------------|----------------------------------|--------------------|---|--|------------|
| <b>Matthew Oppenheimer</b>                | 2025 | 290,000                | —          | —                                | —                  | —   | 6,100                                      | 296,100    |
| Chairperson and Chief Executive Officer   | 2024 | 290,000                | —          | —                                | —                  | —   | 6,100                                      | 296,100    |
|   | 2023 | 290,000                | —          | —                                | —                  | —   | 1,149                                      | 291,149    |
| <b>Vikas Mehta<sup>(3)</sup></b>          | 2025 | 290,000                | 1,000,000  | 1,703,051                        | —                  | —   | 6,850                                      | 2,999,901  |
| Chief Financial Officer                   | 2024 | 107,652                | 500,000    | 12,652,500                       | —                  | —   | 1,602                                      | 13,261,754 |
| <b>Ankur Sinha</b>                        | 2025 | 290,000                | —          | 3,798,301                        | —                  | —   | 300  | 4,088,601  |
| Chief Product and Technology Officer      | 2024 | 290,000                | —          | 9,802,602                        | —                  | —   | 300  | 10,092,902 |
|   | 2023 | 290,000                | —          | —                                | —                  | —   | 149  | 290,149    |
| <b>Pankaj Sharma</b>                      | 2025 | 290,000                | —          | 3,631,674                        | —                  | —   | 7,475                                      | 3,929,149  |
| Chief Business Officer                    | 2024 | 316,033 <sup>(4)</sup> | —          | 4,900,308                        | —                  | —   | 187,130                                    | 5,403,470  |
|   | 2023 | 305,556 <sup>(4)</sup> | —          | 3,632,850                        | —                  | —   | 18,801                                     | 3,957,207  |
| <b>Saema Somalya<sup>(3)</sup></b>        | 2025 | 290,000                | —          | 1,721,461                        | —                  | —   | 6,100                                      | 2,017,561  |
| Chief Legal and Corporate Affairs Officer |      |                        |            |                                  |                    |   |  |            |

- The amounts reported reflect the grant date fair value of RSU awards granted to the named executive officers during the years ended December 31, 2025, 2024, and 2023, as computed in accordance with FASB ASC 718. The assumptions that we used to calculate these amounts are discussed in Note 2 to our consolidated financial statements included in our Annual Report on Form 10-K for the fiscal year ended December 31, 2025, and incorporated by reference herein. As required by SEC rules, the amounts shown exclude the impact of estimated forfeitures related to service-based vesting conditions.
- Amounts shown in this column include the following for 2025: for Messrs. Oppenheimer, Mehta, Sharma, and Ms. Somalya, matching 401(k) contributions of \$5,800 each, and for Messrs. Mehta and Sharma, contributions to their health savings account of \$750 and \$1,375, respectively. Amounts shown in this column also include life insurance premiums paid on behalf of our NEOs, where applicable.
- Mr. Mehta's compensation is only shown for the fiscal years ended December 31, 2025 and 2024 because he was not an NEO during the fiscal year ended December 31, 2023. Ms. Somalya's compensation is only shown for the fiscal year ended December 31, 2025 because she was not an NEO during the fiscal years ended December 31, 2024 or 2023.
- For a portion of 2024, Mr. Sharma's salary was paid in British pounds, which was converted to U.S. dollars using the closing foreign exchange rate of GBP/USD for December 31, 2024, at £1/\$1.2516. For 2024, Mr. Sharma's salary also included a vacation payout in an amount equal to \$18,485. For 2023, Mr. Sharma's salary was paid in British pounds, which was converted to U.S. dollars using the exchange rate of 1.27313 as of December 31, 2023.

## Fiscal 2025 Grants of Plan-Based Awards Table

The table below sets forth the plan-based awards and opportunities granted to our NEOs during fiscal year ended December 31, 2025.

| Name          | Grant Date | All Other Stock Awards:<br>Number of Shares of<br>Stock or Units (#) | Grant Date Fair Value of Stock and<br>Option Awards (\$) <sup>(1)</sup> |
|---------------|------------|--|---|
| Vikas Mehta   | 4/12/2025  | 83,442   | 1,703,051   |
| Ankur Sinha   | 4/12/2025  | 186,100  | 3,798,301   |
| Pankaj Sharma | 4/12/2025  | 177,936  | 3,631,674   |
| Saema Somalya | 4/12/2025  | 84,344   | 1,721,461   |

1. The amounts reported reflect the grant date fair value of RSU awards granted to the named executive officers in fiscal year 2025, as computed in accordance with FASB ASC 718. The assumptions that we used to calculate these amounts are discussed in Note 2 to our consolidated financial statements included in our Annual Report on Form 10-K for the fiscal year ended December 31, 2025, and incorporated by reference herein. As required by SEC rules, the amounts shown exclude the impact of estimated forfeitures related to service-based vesting conditions.

# Outstanding Equity Awards at Fiscal Year-End Table

The table below sets forth the outstanding equity awards held by the NEOs as of December 31, 2025.

| Name                | Option Awards                                |   |   |                            |                        | Stock Awards  |   |
|---------------------|--|---|---|----------------------------|------------------------|---|---|
|                     | Option/Stock Award Grant Date <sup>(1)</sup> | Number of Securities Underlying Unexercised Options (#) Exercisable | Number of Securities Underlying Unexercised Options (#) Unexercisable | Option Exercise Price (\$) | Option Expiration Date | Number of Shares or Units of Stock That Have Not Vested (#) | Market Value of Shares or Units of Stock That Have Not Vested (\$) <sup>(2)</sup> |
| Matthew Oppenheimer | 5/11/2021 (3)                                | 375,000   | —   | 6.55                       | 5/11/2031              | —   | —   |
|                     | 8/12/2021 (4)                                | 425,000   | —   | 14.11                      | 8/12/2031              | —   | —   |
| Vikas Mehta         | 9/16/2024 (5)                                | —   | —   | —                          | —                      | 710,937   | 9,810,931   |
|                     | 4/12/2025 (6)                                | —   | —   | —                          | —                      | 83,442  | 1,151,500   |
| Ankur Sinha         | 4/25/2022 (7)                                | —   | —   | —                          | —                      | 66,581  | 918,818   |
|                     | 4/16/2024 (8)                                | —   | —   | —                          | —                      | 305,896   | 4,221,365   |
|                     | 12/8/2024 (9)                                | —   | —   | —                          | —                      | 200,000   | 2,760,000   |
|                     | 4/12/2025 (10)                               | —   | —   | —                          | —                      | 186,100   | 2,568,180   |
| Pankaj Sharma       | 2/2/2018 (11)                                | 7,500   | —   | 1.70                       | 2/2/2028               | —   | —   |
|                     | 8/31/2018 (12)                               | 32,500  | —   | 1.70                       | 8/31/2028              | —   | —   |
|                     | 12/30/2019 (13)                              | 1,000   | —   | 2.51                       | 12/30/2029             | —   | —   |
|                     | 4/22/2020 (14)                               | 5,833   | —   | 2.00                       | 4/22/2030              | —   | —   |
|                     | 4/22/2020 (15)                               | 11,667  | —   | 2.00                       | 4/22/2030              | —   | —   |
|                     | 4/22/2021 (16)                               | 39,999  | —   | 6.55                       | 4/22/2031              | —   | —   |
|                     | 4/22/2021 (17)                               | 80,000  | —   | 6.55                       | 4/22/2031              | —   | —   |
|                     | 4/29/2023 (18)                               | —   | —   | —                          | —                      | 31,248  | 431,222   |
|                     | 4/16/2024 (19)                               | —   | —   | —                          | —                      | 1,543   | 21,293  |
|                     | 4/16/2024 (20)                               | —   | —   | —                          | —                      | 262,336   | 3,620,237   |
|                     | 4/12/2025 (21)                               | —   | —   | —                          | —                      | 26,307  | 363,037   |
|                     | 4/12/2025 (22)                               | —   | —   | —                          | —                      | 142,860   | 1,971,468   |
| Saema Somalya       | 4/29/2023 (23)                               | —   | —   | —                          | —                      | 21,722  | 299,764   |
|                     | 4/16/2024 (24)                               | —   | —   | —                          | —                      | 156,856   | 2,164,613   |
|                     | 4/12/2025 (25)                               | —   | —   | —                          | —                      | 3,944   | 54,427  |
|                     | 4/12/2025 (26)                               | —   | —   | —                          | —                      | 80,400  | 1,109,520   |

- All of the outstanding option awards were granted under the 2011 Equity Incentive Plan (the "2011 Plan") and all of the outstanding stock awards were granted under the 2021 Plan.
- The market value of unvested stock awards is based on the closing price of our common stock on December 31, 2025, of \$13.80.
- The option vested 1/11 on May 1, 2023, and then 1/11 of the option vested each month thereafter.
- The option vested 1/12 on April 1, 2024, and then 1/12 of the option vested each month thereafter.
- The RSUs vested 15% on August 25, 2025, 3.75% of the RSUs vested or will vest for the next 4 quarters, and then 8.75% of the RSUs will vest for the remaining 8 quarters.
- The RSUs will vest 1/2 on November 25, 2028, and then 1/2 of the RSUs will vest the following quarter.
- The RSUs vested 1/4 on February 25, 2023, and then 1/16 of the RSUs vested or will vest each quarter thereafter.
- The RSUs will vest 1/8 on May 25, 2026, and then 1/8 of the RSUs will vest each quarter thereafter.
- The RSUs will vest 1/8 on May 25, 2026, and then 1/8 of the RSUs will vest each quarter thereafter.
- The RSUs will vest 1/4 on May 25, 2028, and then 1/4 of the RSUs will vest each quarter thereafter.
- The option vested 1/4 on January 29, 2019, and then 1/48 of the option vested each month thereafter.
- The option vested 1/48 on September 13, 2018, and then 1/48 of the option vested each month thereafter.
- The option vested 100% on October 30, 2019.

14. The option vested 1/7 on February 1, 2022, and then 1/7 of the option vested each month thereafter.
15. The option vested 1/7 on September 1, 2022, and then 1/7 of the option vested each month thereafter.
16. The option vested 1/24 on April 1, 2021, and then 1/24 of the option vested each month thereafter.
17. The option vested 1/24 on April 1, 2023, and then 1/24 of the option vested each month thereafter.
18. The RSUs vested 1/4 on May 25, 2025, and then 1/4 of the RSUs will vest each quarter thereafter.
19. The RSUs vested 1/4 on May 25, 2025, and then 1/4 of the RSUs will vest each quarter thereafter.
20. The RSUs will vest 1/8 on May 25, 2026, and then 1/8 of the RSUs will vest each quarter thereafter.
21. The RSUs vested 1/12 on May 25, 2025, and then 1/12 of the RSUs will vest each quarter thereafter.
22. The RSUs will vest 1/4 on May 25, 2028, and then 1/4 of the RSUs will vest each quarter thereafter.
23. The RSUs vested 1/4 on May 25, 2025, and then 1/4 of the RSUs will vest each quarter thereafter.
24. The RSUs will vest 1/8 on May 25, 2026, and then 1/8 of the RSUs will vest each quarter thereafter.
25. The RSUs will vest 1/8 on May 25, 2026, and then 1/8 of the RSUs will vest each quarter thereafter.
26. The RSUs will vest 1/4 on May 25, 2028, and then 1/4 of the RSUs will vest each quarter thereafter.

## Fiscal 2025 Option Exercises and Stock Vested Table

The table below sets forth information relating to option awards exercised and RSU awards vested for the fiscal year ended December 31, 2025.

| Name                | Option Awards                             |  | Stock Awards                             |   |
|---------------------|---|--|--|---|
|                     | Number of Shares Acquired on Exercise (#) | Value Realized on Exercise (\$) <sup>(1)</sup> | Number of Shares Acquired on Vesting (#) | Value Realized on Vesting (\$) <sup>(2)</sup> |
| Matthew Oppenheimer | 1,703,027                                 | 29,240,974                                     | —  | —   |
| Vikas Mehta         | —   | —  | 164,063                                  | 2,910,147                                     |
| Ankur Sinha         | —   | —  | 266,323                                  | 5,232,582                                     |
| Pankaj Sharma       | —   | —  | 136,919                                  | 2,659,971                                     |
| Saema Somalya       | —   | —  | 125,638                                  | 2,580,230                                     |

1. Value realized on exercise of option awards is calculated based on the difference between the closing price of our common stock on the date of exercise and the option exercise price.
2. Value realized on vesting of stock awards is calculated based on the closing stock price on the date the stock award vested. Where the stock award vested on a weekend or a holiday, the value realized on the vesting of such award was calculated based on the closing stock price on the business day immediately preceding the vesting date.

## Employment Agreements

We have entered into offer letters with each of our NEOs. Each offer letter:

- provides that the NEO will receive an annual base salary;
- provides that the NEO is eligible to participate in our employee benefit plans to the extent the NEO meets eligibility requirements;
- states that the NEO is an at-will employee; and
- states that the NEO does not have a fixed employment term.

Any potential payments and benefits due upon a termination of employment or a change in control are further described below in the section titled “*Potential Payments Upon Termination or Change in Control.*”

# Potential Payments upon Termination or Change in Control

## Change in Control and Severance Agreements

We have entered into Change in Control and Severance Agreements with each of our NEOs. These agreements provide for benefits upon either a termination by us of the executive officer's employment without "cause" or a resignation by the executive officer for "good reason" (each as defined in the Change in Control and Severance Agreements); provided, however that only Mr. Oppenheimer was entitled to good reason protection outside of the change in control period (defined below). We refer to either of these terminations as a "qualifying termination." The benefits provided under the Change in Control and Severance Agreements vary depending on whether the executive officer is subject to a qualifying termination within a period commencing three months prior to a "change in control" (as defined in the Change in Control and Severance Agreements) and ending 12 months following such change in control, which period we refer to as the "change in control period," or is subject to a qualifying termination outside such change in control period

If a qualifying termination occurs prior to or after the change in control period, subject to the NEO's timely execution and non-revocation of a release of claims, the NEO will be entitled to the following (which description for Mr. Oppenheimer reflects the terms of his Change in Control and Severance Agreement as in effect prior to his February 2026 transition described below):

- A lump sum cash payment equal to 12 months' base salary in the case of Mr. Oppenheimer and 6 months' base salary in the case of our other NEOs, in each case payable no later than the first regular payroll date occurring after the 60th day following the termination and subject to applicable withholdings;
- If the NEO elects to continue their health insurance coverage under the Consolidated Omnibus Budget Reconciliation Act of 1985 ("COBRA"), payment of the premiums for the NEO's continued health insurance (or equivalent taxable cash payment, if applicable law so requires) for up to 12 months in the case of Mr. Oppenheimer and up to 6 months in the case of our other NEOs; and
- In the case of Mr. Oppenheimer, 25% of his then-unvested and outstanding equity awards will accelerate and become vested and, as applicable, exercisable (with any unearned performance-based awards to be deemed earned based on actual performance or, if not determinable, on 100% of target, unless otherwise set forth in an award agreement).

If a qualifying termination occurs during the change in control period, subject to the NEO's timely execution and non-revocation of a release of claims, the NEO will be entitled to:

- A lump sum cash payment equal to 18 months' base salary in the case of Mr. Oppenheimer, 12 months' base salary in the case of Mr. Mehta, Mr. Sinha, and Mr. Sharma, and 6 months' base salary in the case of Ms. Somalya, in each case payable no later than the first regular payroll date occurring after the 60th day following the termination and subject to applicable withholdings;
- If applicable, 150% of the executive's annual target bonus in the case of Mr. Oppenheimer, 100% of the executive's annual target bonus in the case of Mr. Mehta, Mr. Sinha, and Mr. Sharma, and 50% of the executive's annual target bonus in the case of Ms. Somalya, in each case payable no later than the first regular payroll date occurring after the 60th day following the termination and subject to applicable withholdings;
- If the NEO elects to continue their health insurance coverage under COBRA, payment of the premiums for the NEO's continued health insurance (or equivalent cash payment, if applicable law so requires) for up to 18 months in the case of Mr. Oppenheimer, up to 12 months in the case of Mr. Mehta, Mr. Sinha, and Mr. Sharma, and up to 6 months in the case of Ms. Somalya; and
- 100% of each of the NEO's then-outstanding and unvested equity awards will accelerate and become vested and, as applicable, exercisable (with any unearned performance-based awards to be deemed earned based on actual performance or, if not determinable, on 100% of target, unless otherwise set forth in an award agreement).

Each NEO's Change in Control and Severance Agreement, other than Mr. Oppenheimer's, has a two year term from its effective date, which renews automatically, in each case unless earlier terminated, subject to certain

limitations. Mr. Oppenheimer's Change in Control and Severance Agreement had a three year term that renewed automatically, but the agreement terminated upon his ceasing to be Chief Executive Officer.

Effective February 19, 2026, Mr. Oppenheimer transitioned the role of Chief Executive Officer to Mr. Gunningham as part of an orderly succession and transition plan. Mr. Oppenheimer continues to serve as chairperson of the board of directors, but is no longer an employee of the Company. Mr. Oppenheimer's transition was not a qualifying termination, and he did not receive any severance payments or accelerated vesting of equity awards in connection with the transition. In connection with the transition, our T&C Committee approved for the Company to pay for Mr. Oppenheimer's monthly healthcare coverage under COBRA for up to 18 months following the transition.

#### **Fiscal 2025 Potential Payments upon Termination or Change in Control**

The tables below set forth the potential payments that would have been provided to each of our NEOs under each of the circumstances specified below if they had terminated employment with us effective December 31, 2025. The estimated benefit amount of unvested RSUs was calculated by multiplying the number of unvested RSUs subject to acceleration by the closing price of our common stock on December 31, 2025, which was \$13.80. The estimated benefit amount of unvested stock options was calculated by multiplying the number of unvested in-the-money stock options subject to acceleration by the difference between the exercise price of the option and the closing price of our common stock on December 31, 2025, which was \$13.80.

#### ***Termination outside of Change in Control Period***

| <b>Name</b>         | <b>Cash Compensation (\$)</b> | <b>Health Care Benefits (\$)</b> | <b>Acceleration of Equity Vesting (\$)</b> |
|---------------------|-------------------------------|----------------------------------|--|
| Matthew Oppenheimer | 290,000                       | 26,444                           | —  |
| Vikas Mehta         | 145,000                       | 3,648                            | —  |
| Ankur Sinha         | 145,000                       | —                                | —  |
| Pankaj Sharma       | 145,000                       | 11,048                           | —  |
| Saema Somalya       | 145,000                       | 13,222                           | —  |

#### ***Termination within Change in Control Period***

| <b>Name</b>         | <b>Cash Compensation (\$)</b> | <b>Health Care Benefits (\$)</b> | <b>Acceleration of Equity Vesting (\$)</b> |
|---------------------|-------------------------------|----------------------------------|--|
| Matthew Oppenheimer | 435,000                       | 39,667                           | —  |
| Vikas Mehta         | 290,000                       | 7,296                            | 10,962,430                                 |
| Ankur Sinha         | 290,000                       | —                                | 10,468,363                                 |
| Pankaj Sharma       | 290,000                       | 22,096                           | 6,407,257                                  |
| Saema Somalya       | 145,000                       | 13,222                           | 3,628,324                                  |

# CEO Pay Ratio

As required by Section 953(b) of the Dodd-Frank Act and Item 402(u) of Regulation S-K, we are providing the following disclosure about the relationship of the annual total compensation of our employees to the annual total compensation of Mr. Oppenheimer, our Chief Executive Officer (who served as Chief Executive Officer until February 19, 2026).

## Identification of the Median Employee

To identify the median of the annual total compensation of all of our employees (other than our Chief Executive Officer), we first identified our total employee population from which we determined our "median employee." For 2025, we concluded that there has been no change in our employee population or employee compensation arrangements that we believe would significantly impact our pay ratio disclosure. Accordingly, we are using the same median employee identified in 2024. We determined that, as of December 31, 2024, our employee population consisted of over 2,800 individuals, of which over 70% were located outside of the United States. Our employee population consisted of our global workforce of full-time, part-time, seasonal, and temporary employees who were employed by Remitly as of December 31, 2024.

To identify our median employee from our total employee population, we compared the amount of base wages for each of our employees as reflected in our compensation records. In making this determination, we annualized the compensation of our full-time and permanent part-time employees who joined Remitly in 2024 but did not work for us for the entire fiscal year. We did not make any cost-of-living adjustments in identifying our median employee.

Using the methodologies described above, we determined that our median employee was a full-time employee located in Nicaragua.

## Pay Ratio

We calculated the median employee's annual total compensation for 2025 using the same methodology that is used to calculate our Chief Executive Officer's annual total compensation set forth in the section titled "*Executive Compensation Tables—Fiscal 2025 Summary Compensation Table*."

The 2025 annual total compensation of Mr. Oppenheimer was \$296,100, the 2025 annual total compensation of our median compensated employee was \$28,656, and the ratio of these amounts is 10.3 to one.

We believe we compensate our employees competitively based on their roles and geographies, and attracting, recruiting, growing, and retaining globally diverse talent enables us to deliver on our brand's promise to customers. The pay ratio disclosed above reflects differences in cost of living, as we did not make any cost-of-living adjustments in calculating the median employee compensation, and market compensation in Nicaragua, where our median employee is located.

Our reported CEO pay ratio is an estimate calculated in a manner consistent with SEC rules for identifying the median employee and determining the ratio of their compensation to that of our CEO. These rules permit companies to employ a wide range of methodologies, estimates, and assumptions. CEO pay ratios reported by other companies, which may have used other permitted methodologies or assumptions, and which may have a significantly different work force structure from ours, are not necessarily comparable to our CEO pay ratio.

# Pay Versus Performance

The following table sets forth information regarding the Company's performance and the "compensation actually paid" to our NEOs, as calculated in accordance with SEC disclosure rules. For additional information regarding the Company's approach to executive compensation and an explanation of how executive compensation decisions are made, please refer to the section titled "Compensation Discussion and Analysis."

The table below is required to include, for 2025, 2024, 2023, 2022, and 2021, compensation actually paid to the CEO and the average compensation actually paid for non-CEO NEOs. Compensation actually paid represents a calculation of compensation that differs significantly from the summary compensation table calculation of compensation, as well as the way in which the Company views annual compensation decisions, as discussed in the section titled "Compensation Discussion and Analysis." The below table also provides information on the Company's total shareholder return ("TSR"), the cumulative TSR of our peer group, and net income attributable to the Company.

The Company does not use any financial performance measures to link executive compensation actually paid to Company performance, and as permitted by the SEC, is not required to disclose either a "company-selected measure," as defined by the SEC in Item 402(v), or such company-selected measure's relationship to executive compensation actually paid.

## Pay Versus Performance Table

| Year <sup>(1)</sup> | Summary Compensation Table Total for PEO (\$) <sup>(2)</sup> | Compensation Actually Paid to PEO (\$) <sup>(3)</sup> | Average Summary Compensation Table Total for Non-PEO NEOs (\$) <sup>(2)</sup> | Average Compensation Actually Paid to Non-PEO NEOs (\$) <sup>(3)</sup> | Value of Initial Fixed \$100 Investment Based On: |                                    | (GAAP) Net Income (Loss) (\$) |
|---------------------|--|---|---|--|---|------------------------------------|-------------------------------|
|                     |  |   |   |  | Company <sup>(4)</sup> TSR (\$)                   | Peer Group <sup>(5)</sup> TSR (\$) |                               |
| 2025                | 296,100  | 358,601   | 3,258,803   | (2,045,397)  | 28  | 121                                | 67,933,000                    |
| 2024                | 296,100  | (689,484)   | 7,550,633   | 7,215,976  | 47  | 117                                | (36,978,000)                  |
| 2023                | 291,149  | 7,452,758   | 3,081,470   | 8,155,360  | 40  | 88                                 | (117,840,000)                 |
| 2022                | 293,125  | (14,678,101)  | 5,027,041   | 2,284,924  | 24  | 66                                 | (114,019,000)                 |
| 2021                | 8,676,815  | 30,813,221  | 3,274,545   | 10,849,663   | 43  | 97                                 | (38,756,000)                  |

- (1) Mr. Oppenheimer served as the principal executive officer ("PEO") for the entirety of 2025, 2024, 2023, 2022, and 2021. The Company's other NEOs were Mr. Mehta, Mr. Sinha, Mr. Sharma, and Ms. Somalya for 2025; Mr. Mehta, Mr. Sinha, Mr. Sharma, Mr. Munipalli, and Ms. Yoakum for 2024; Mr. Hug, Mr. Munipalli, Mr. Sharma, and Ms. Yoakum for 2023; Mr. Hug, Mr. Munipalli, Mr. Sinha, Ms. Yoakum, and Ms. Morgan for 2022; and Mr. Hug and Ms. Morgan for 2021. Mr. Mehta joined the Company in August 2024 and Mr. Munipalli resigned as our Chief Financial Officer effective as of August 2024 and remained employed with Remitly as a non-officer employee through September 2024. Mr. Munipalli and Mr. Sinha joined the Company in July and February 2022, respectively, and Ms. Morgan resigned as our Chief Financial Officer effective as of July 2022 and remained employed with Remitly as a non-officer employee through October 2022.
- (2) Amounts reported in this column represent (i) the total compensation reported in the Summary Compensation Table for the applicable year for Mr. Oppenheimer and (ii) the average of the total compensation reported in the Summary Compensation Table for the applicable year for the Company's NEOs reported for that applicable year, other than Mr. Oppenheimer.
- (3) To calculate compensation actually paid, adjustments were made to the amounts reported in the Summary Compensation Table for the applicable year. A reconciliation of the adjustments for Mr. Oppenheimer and for the average of the other NEOs is set forth in the table below.
- (4) Pursuant to rules of the SEC, the comparison assumes \$100 was invested in our common stock on September 23, 2021, the date of our initial public offering, using the closing stock price of the day of our initial public offering. TSR represents cumulative TSR over the following measurement periods: for 2025, September 23, 2021, to December 31, 2025; for 2024, September 23, 2021, to December 31, 2024; for 2023, September 23, 2021, to December 31, 2023; for 2022, September 23, 2021, to December 31, 2022; and for 2021, September 23, 2021, to December 31, 2021. The stockholder return shown in the table is not necessarily indicative of future performance, and we do not make or endorse any predictions as to future stockholder returns.
- (5) The peer group used is the NASDAQ KBW Financial Technology Index, which is the same peer group the Company uses for its disclosure under Item 201(e) of Regulation S-K.

The table below details the adjustments made to the summary compensation table total to calculate the compensation actually paid to our NEOs each year:

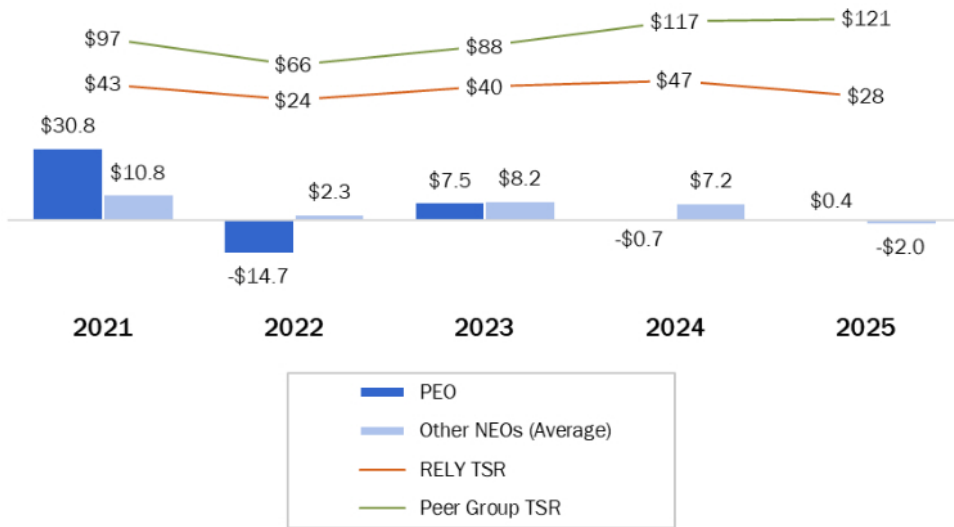
| Year                 | Summary Compensation Table Total (\$) | (Minus)<br>Grant Date Fair Value of Stock and Option Awards Granted in Fiscal Year (\$) | Plus<br>Fair Value at Fiscal Year-End of Outstanding and Unvested Stock and Option Awards Granted in Fiscal Year (\$) | Plus/(Minus)<br>Change in Fair Value at Fiscal Year-End of Outstanding and Unvested Stock and Option Awards Granted in Prior Fiscal Years (\$) | Plus<br>Fair Value at Vesting of Stock and Option Awards Granted in Fiscal Year that Vested During Fiscal Year (\$) | Plus/(Minus)<br>Change in Fair Value as of Vesting Date of Stock and Option Awards Granted in Prior Years for Which All Applicable Vesting Conditions Were Satisfied During Fiscal Year (\$) | (Minus)<br>Fair Value as of Prior Fiscal Year-End of Stock and Option Awards Granted in the Prior Fiscal Year that Failed to Meet Applicable Vesting Conditions During Fiscal Year (\$) | Equals<br>Compensation Actually Paid (\$) |
|----------------------|---------------------------------------|---|---|--|---|--|---|---|
| Mr. Oppenheimer      |                                       |   |   |  |   |  |   |   |
| 2025                 | 296,100                               | —   | —   | —  | —   | 62,501   | —   | 358,601                                   |
| 2024                 | 296,100                               | —   | —   | 177,195  | —   | (1,162,780)  | —   | (689,484)                                 |
| 2023                 | 291,149                               | —   | —   | 3,834,994  | —   | 3,326,615  | —   | 7,452,758                                 |
| 2022                 | 293,125                               | —   | —   | (8,555,998)  | —   | (6,415,228)  | —   | (14,678,101)                              |
| 2021                 | 8,676,815                             | (8,383,750)   | 11,350,885  | 14,967,404   | —   | 4,201,866  | —   | 30,813,221                                |
| Other NEOs (Average) |                                       |   |   |  |   |  |   |   |
| 2025                 | 3,258,803                             | (2,713,622)   | 1,804,533   | (3,852,483)  | 39,475  | (582,103)  | —   | (2,045,397)                               |
| 2024                 | 7,550,633                             | (7,165,930)   | 8,409,754   | 353,774  | —   | (416,588)  | (1,515,667)   | 7,215,976                                 |
| 2023                 | 3,081,470                             | (2,689,303)   | 2,451,440   | 2,641,486  | 627,452   | 2,042,816  | —   | 8,155,360                                 |
| 2022                 | 5,027,041                             | (4,714,409)   | 4,928,481   | (1,312,363)  | 100,478   | (1,038,659)  | (705,645)   | 2,284,924                                 |
| 2021                 | 3,274,545                             | (2,979,793)   | 5,472,828   | 3,510,006  | 130,960   | 1,441,117  | —   | 10,849,663                                |

### Compensation Actually Paid Compared to TSR and Net Loss

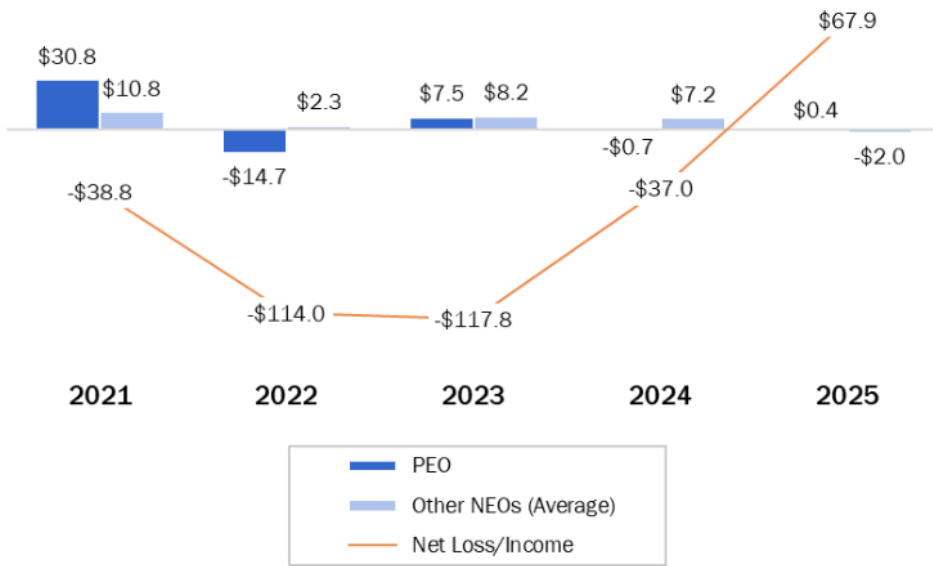
TSR and net income are some indicators of the Company's overall financial performance that may impact the value of NEOs' total compensation; however, other factors are considered in setting NEOs' compensation (though as noted above, we do not use any other financial performance measures in determining executive compensation). For additional information regarding the Company's approach to executive compensation, please refer to the section titled "*Compensation Discussion and Analysis*."

The following charts illustrate the relationship between compensation actually paid to the CEO and the NEOs of the Company, as calculated per the SEC disclosure rules, and TSR and net income.

Compensation Actually Paid (\$M) Versus TSR



Compensation Actually Paid Versus Net Loss/Income (\$M)



The Company does not, and is not required to, use any financial performance measures to link executive compensation actually paid to Company performance, and as permitted by the SEC, is not required to disclose a tabular list of its most important financial performance measures.

# EQUITY COMPENSATION PLAN INFORMATION

The following table provides certain information with respect to all of our equity compensation plans in effect as of December 31, 2025, each of which was approved by our stockholders. These plans include the 2011 Plan, the 2021 Plan, and our Employee Stock Purchase Plan (as amended, the “ESPP”), as further described below.

| <b>Plan Category</b>                               | <b>Number of Securities to be Issued upon Exercise of Outstanding Options, Warrants, and Rights<sup>(1)</sup></b> | <b>Weighted Average Exercise Price of Outstanding Options, Warrants, and Rights<sup>(2)</sup></b> | <b>Number of Securities Remaining Available for Future Issuance Under Equity Compensation Plans<sup>(3)</sup></b> |
|--|---|---|---|
| Equity Compensation Plans Approved By Stockholders | 25,959,110  | \$5.98  | 25,224,796  |
| Total  | 25,959,110  |   | 25,224,796  |

(1) Consists of RSUs and options granted to purchase common stock under the 2011 Plan and the 2021 Plan. Excludes potential shares to be issued under our ESPP.

(2) Excludes restricted stock units because they have no exercise price.

(3) Consists of shares of common stock available for issuance under our 2021 Plan, as well as shares available for issuance under our ESPP.

# CERTAIN RELATIONSHIPS AND RELATED PARTY TRANSACTIONS

There are no transactions or series of similar transactions since January 1, 2025, in which we were, are, or will be a participant, in which the amounts involved exceeded or will exceed \$120,000, and in which any of our directors, director nominees, executive officers, beneficial holders of more than 5% of any class of our capital stock, and immediate family members of each of the foregoing had a direct or indirect material interest, other than compensation arrangements, which are described under the sections titled "*Director Compensation*," "*Compensation Discussion and Analysis*," and "*Executive Compensation Tables*."

## **Indemnification Agreements with our Directors and Officers**

We have entered into indemnification agreements with each of our directors and our NEOs. The indemnification agreements, our Charter, and our Bylaws require us to indemnify our directors and officers to the fullest extent permitted by Delaware law. Subject to very limited exceptions, our Bylaws will also require us to advance expenses incurred by our directors and officers.

# PROPOSAL NO. 2

## ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION

Pursuant to Section 14A of the Exchange Act, stockholders have the opportunity to vote on this non-binding advisory proposal regarding the compensation of our named executive officers ("Say on Pay").

The advisory vote to approve executive compensation is a non-binding vote on the compensation of our NEOs as a whole. This vote is not intended to address any specific item of compensation or any specific NEO, but rather the overall compensation of all of our NEOs and the policies and practices described in this proxy statement. Because the vote on this proposal is advisory in nature, it will not affect any compensation already paid or awarded to our NEOs and will not be binding on us, the board of directors, or the T&C Committee. The Say on Pay vote will, however, provide information to us regarding investor sentiment about our executive compensation policies and practices, which the T&C Committee will be able to consider when determining future executive compensation. Our board of directors and our T&C Committee value the opinions of our stockholders.

In 2023, our stockholders approved the recommendation of our board of directors to hold a Say on Pay vote annually. Unless our board of directors modifies its policy, the next Say on Pay vote is expected to occur at the Company's 2027 annual meeting of stockholders.

We are asking our stockholders to approve the compensation of our NEOs as described in this proxy statement by voting in favor of the following non-binding resolution:

"RESOLVED, that the stockholders of Remitly Global, Inc. approve, on a non-binding advisory basis, the compensation of Remitly Global, Inc.'s named executive officers, as disclosed in Remitly Global, Inc.'s proxy statement for the 2026 annual meeting of stockholders pursuant to the executive compensation disclosure rules of the Securities and Exchange Commission, the compensation tables, and related narrative disclosures."

For more information about the compensation that we paid to our NEOs during the year ended December 31, 2025, please refer to the sections of this proxy statement titled "*Compensation Discussion and Analysis*" and "*Executive Compensation Tables*."

### Vote Required

The approval, on a non-binding advisory basis, of our named executive officer compensation requires the vote of a majority of the voting power of the shares present virtually or by proxy at the Annual Meeting and entitled to vote thereon. Abstentions and broker non-votes will have no effect on the outcome of this proposal.

**The Board recommends a vote "FOR," on a non-binding advisory basis, the compensation of our named executive officers.**

# PROPOSAL NO. 3

## RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

The audit and risk committee of our board of directors has appointed PricewaterhouseCoopers LLP ("PwC") as our independent registered public accounting firm for the fiscal year ending December 31, 2026. We are asking our stockholders to ratify the selection of PwC as our independent registered public accounting firm. Although ratification is not required by our Bylaws or otherwise, we are submitting the election of PwC to our stockholders for ratification as a matter of good corporate practice and because we value our stockholders' views on our independent registered public accounting firm. In the event that our stockholders fail to ratify the selection, the audit and risk committee will review its future selection of independent auditors. Even if our stockholders ratify the selection, our audit and risk committee, in its discretion, may appoint another independent registered public accounting firm at any time during the year if the audit and risk committee believes that such a change would be in the best interests of the Company and its stockholders. Representatives of PwC are expected to be present at the Annual Meeting, and they will have the opportunity to make a statement if they so desire and to respond to appropriate questions.

The following table presents fees for professional audit services and other services provided to the Company by PwC for the fiscal years ended December 31, 2025 and 2024 (in thousands):

|                                   | 2025     | 2024     |
|-----------------------------------|----------|----------|
| Audit Fees <sup>(1)</sup>         | \$ 4,391 | \$ 4,049 |
| Audit-Related Fees <sup>(2)</sup> | 51       | 43       |
| Tax Fees <sup>(3)</sup>           | 4        | 72       |
| All Other Fees <sup>(4)</sup>     | 132      | 2        |

(1) "Audit fees" consist of fees billed for professional services rendered in connection with the audit of our annual financial statements, review of our quarterly financial statements, and services that are normally provided by our independent registered public accounting firm in connection with statutory and regulatory filings or engagements for those fiscal years.

(2) "Audit-Related Fees" consist of fees for assurance and related services that are reasonably associated with the performance of the audit or review of our consolidated financial statements or internal control over financial reporting and are not included in "Audit Fees."

(3) "Tax Fees" are fees for tax services, including transfer pricing services, tax compliance, and consultation on tax matters.

(4) "All Other Fees" are fees for permitted services performed by PwC that do not meet the "Audit Fees," "Audit-Related Fees," or "Tax Fees" category description. These services primarily include fees for compliance-related services, consulting services, and software licenses.

### Vote Required

The ratification of the appointment of PwC as our independent registered public accounting firm for the fiscal year ending December 31, 2026, requires the vote of a majority of the voting power of the shares present virtually or by proxy at the Annual Meeting and entitled to vote thereon. Abstentions will have no effect on the outcome of this proposal. A broker or other nominee may generally vote in their discretion on routine proposals, such as this one, and therefore no broker non-votes are expected in connection with this proposal.

**The Board recommends a vote "FOR" the ratification of the appointment of PricewaterhouseCoopers LLP as our independent registered public accounting firm for the fiscal year ending December 31, 2026.**

# AUDIT AND RISK COMMITTEE REPORT

With respect to the Company's financial reporting process, the Company's management is responsible for establishing and maintaining internal controls and preparing the Company's consolidated financial statements. The Company's independent registered public accounting firm, PwC, is responsible for auditing these financial statements. It is the responsibility of the audit and risk committee to oversee these activities. The audit and risk committee does not itself prepare financial statements or perform audits, and its members are not auditors or certifiers of the Company's financial statements.

We have reviewed and discussed the audited consolidated financial statements for the fiscal year ended December 31, 2025, with the Company's management and with PwC, including the results of the independent registered public accounting firm's audit of the Company's financial statements. The audit and risk committee provides our board of directors with the information and materials the audit and risk committee deems necessary to make our board of directors aware of financial matters requiring the attention of our board of directors. The audit and risk committee also meets in executive sessions, without the presence of the Company's management, with PwC. The audit and risk committee has discussed with PwC the matters required to be discussed by the applicable requirements of the Public Company Accounting Oversight Board ("PCAOB") and the Securities and Exchange Commission.

The audit and risk committee has received written disclosures and the letter from PwC required by applicable requirements of the PCAOB regarding the independent accountant's communications with the audit and risk committee concerning independence, and has discussed with PwC its independence.

Based on our review of the matters noted above and our discussions with the Company's management and independent registered public accountants, we recommended to our board of directors that the audited consolidated financial statements for the year ended December 31, 2025, be included in the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2025, for filing with the Securities and Exchange Commission.

Members of the Audit and Risk Committee:  
Margaret Smyth (Chair)  
Ryno Blignaut  
Phyllis Campbell

## Pre-Approval Policies and Procedures

Pursuant to the charter of the audit and risk committee and the requirements of law, the audit and risk committee pre-approves all audit and permitted non-audit services that may be provided by our independent registered public accounting firm. This pre-approval applies to audit services, audit-related services, tax services, and other services. In some cases, the full audit and risk committee provides pre-approval for specific services, subject to a specific dollar threshold. In other cases, the chairperson of the audit and risk committee has the delegated authority from the audit and risk committee to pre-approve services up to a specific dollar threshold, and the chairperson then reports such pre-approvals to the full audit and risk committee at its next meeting. For the fiscal year ended December 31, 2025, all fees paid to PwC have been approved by the audit and risk committee.

# AVAILABILITY OF ANNUAL REPORT ON FORM 10-K

A copy of our Annual Report to Stockholders, which includes our Form 10-K for the year ended December 31, 2025, and other financial information, without exhibits, was filed with the SEC on April 24, 2026. In addition, stockholders can access our Annual Report to Stockholders on our website at <https://ir.remitly.com/>. Alternatively, stockholders can request a paper copy of the Annual Report by writing to: Remitly Global, Inc., 401 Union Street, Suite 1000, Seattle, WA 98101, Attention: Corporate Secretary.

## OTHER BUSINESS

Our board of directors does not know of any other matters to be presented at the Annual Meeting. If any additional matters are properly presented at the Annual Meeting, the persons named in the proxy card will have discretion to vote the shares represented by proxy in accordance with their own judgment on such matters.

It is important that your shares be represented at the Annual Meeting, regardless of the number of shares that you hold. We urge you to vote by telephone, by Internet, or by executing and returning the proxy card at your earliest convenience.