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Restricted - External

**From:** Stephen Lansdown [REDACTED]  
**Sent:** Thursday, August 8, 2024 7:33 AM  
**To:** [REDACTED]  
**Cc:** [REDACTED]  
**Subject:** Re: Confirmation - final form

Agreed

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**From:** [REDACTED]  
**Sent:** Thursday, August 8, 2024 6:58:55 AM  
**To:** Stephen Lansdown [REDACTED]  
**Cc:** [REDACTED]  
**Subject:** Confirmation - final form

Dear Stephen

As discussed, please see below the email confirmation regarding your intentions for voting on the proposed offer.

If you were to respond with "Agreed" to this email, we will be able to include the following sentence in the transaction announcement.

*Stephen Lansdown has provided a non-binding written confirmation of intent to vote in favour of the Scheme at the Court Meeting and the Resolutions at the General Meeting (or, in the event that the Acquisition is implemented by way of an Offer, to accept such Offer) and to elect to receive the Cash Consideration in respect of all of his Hargreaves Lansdown plc Shares representing a total of 27,087,419 Hargreaves Lansdown plc Shares (approximately 5.7 per cent. of the existing issued ordinary share capital of Hargreaves Lansdown plc as at 8 August 2024, being the last Business Day before the date of this announcement).*

For clarity I am writing in relation to the proposed offer to acquire the entire issued and to be issued share capital of Hargreaves Lansdown plc by Bidco (the "Offer"). We are hopeful that agreement will be reached in short order on the form of a Rule 2.7 of the City Code on Takeovers and Mergers (the "Press Announcement"). This email is with respect to your beneficial ownership of and ability to control the votes with respect to 27,087,419 ordinary shares of 0.4 pence each in the capital of Hargreaves Lansdown (the "Shares").

By responding "Agreed", you will be stating that each of the below are your current views, noting that any final confirmation of these views would only be capable of being provided once we have provided you with a final form Press Announcement (which, in turn, can only be provided following the requisite approvals from the Hargreaves Lansdown's Board and Bidco):

1. if the Offer is implemented by way of scheme of arrangement on the proposed terms set out in the Company's announcement made on 18 June 2024 (see below for ease), you would be minded to vote in respect of all of the Shares in favour of any resolutions proposed by Hargreaves Lansdown to implement the Offer and, if the Offer is implemented by way of takeover offer, you would be minded to accept the Offer in respect of all of the Shares when made;

2. again with reference to the announcement made by the Company on 18 June 2024, you would be minded to accept the cash element in consideration for all of your Shares;
3. although you are minded to take the actions referred to in the previous paragraphs, any confirmation is not intended to create legally binding obligations on yourself to accept or vote in favour of the proposed Offer and does not affect your ability to deal in the Shares prior to casting any vote with respect to, or accepting, the Offer, nor preclude you from accepting a higher offer; and
4. you consent to the inclusion of the particulars of this confirmation email and your holding of Shares in the Press Announcement and other documentation to be issued in connection with the proposed Offer.

Two additional matters for you to be aware of:

Firstly, there is a requirement for this email to be published on HL's website by no later than midday on the day following receipt of your "Agreed" response and disclosed to the Panel on Takeovers and Mergers.

Secondly, if you were to sell or otherwise dispose of any of the Shares, or cease to be able to control the votes with respect to any of the Shares, or if you in any way change your intention as referred to above, you need to please immediately notify me as I will need to inform the Panel on Takeovers and Mergers of the position.

I hope that is all ok. For us to proceed I need a simple "Agreed" response from you please.

Thank you again for your help.



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