

**Hargreaves Lansdown plc** (the “Company” or “HL”)  
**Court Meeting**  
**Attendance Card**

**HARGREAVES**  
**LANSDOWN**

A Court Meeting of HL convened with the permission of the Court under Part 26 of the Companies Act 2006 will be held at 10.30 a.m. on Monday 14 October 2024.

By an order dated 4 September 2024 made in the matter of Hargreaves Lansdown plc, the Court has granted permission for a meeting of Scheme Shareholders (as defined in the scheme document of the Company dated 6 September 2024 (the “**Scheme Document**”)) to be convened for the purpose of considering and, if thought fit, approving (with or without modification) a scheme of arrangement pursuant to Part 26 of the Companies Act 2006 (the “**Scheme**”) between the Company and the Scheme Shareholders (the “**Court Meeting**”).

**Location of the Court Meeting**

The Court Meeting will be held at The Bristol Hotel, Prince Street, Bristol, United Kingdom, BS1 4QF.

**Attendance at the Court Meeting**

If you wish to attend the Court Meeting, please sign this card and bring it with you for production at the registration desk to authenticate your right to attend. You will receive a poll card at the Court Meeting after registering at the registration desk. You are encouraged to complete and return the Form of Proxy that accompanies this attendance card even if you wish to attend the Court Meeting. Doing so will not prevent you from attending, voting or speaking in person at such meeting, but will ensure that your vote is counted if you are unable to attend.

If you are unable to attend the Court Meeting, you are entitled to appoint another person or persons as your proxy to exercise all or any of your rights to attend the meeting and to vote and speak on your behalf. You may register your proxy appointment(s) and voting instructions online or by returning the Form of Proxy that accompanies this attendance card. Please see the Notes on the reverse of this attendance card for further details.

Shareholder reference number:

Signature of person attending:

In the High Court of Justice  
No. CR-2024-004849  
Business and Property Courts of England and Wales Companies Court (ChD)  
In the matter of Hargreaves Lansdown plc and  
In the matter of the Companies Act 2006

**Hargreaves Lansdown plc** (the “Company” or “HL”)  
**Court Meeting**  
**Form of Proxy**



For use at the Court Meeting of HL to be convened at 10.30 a.m. on Monday 14 October 2024 to be held at The Bristol Hotel, Prince Street, Bristol, United Kingdom, BS1 4QF.

**Please read the Notice of Court Meeting in Part XII of the Scheme Document and the Notes on the reverse of the Attendance Card before completing this Form of Proxy in black ink.**

**Voting ID**  **Task ID**  **Shareholder Reference Number**

I/We, being a registered shareholder/registered shareholders of the Company and entitled to vote at the Court Meeting, hereby appoint the Chair of the Court Meeting; or

**Name of proxy**  **Number of shares proxy appointed over**

*NB1: Leave 'Name of proxy' box blank to appoint the Chair of the Court Meeting as your proxy. Complete name of proxy in block capitals if not appointing the Chair of the Court Meeting and delete 'the Chair of the Court Meeting; or'.*

*NB2: Leave 'Number of shares proxy appointed over' box blank to vote all of your shares.*

to be my/our proxy to exercise all or any of my/our rights to attend, speak and vote on my/our behalf at the Court Meeting, to be held at 10.30 a.m. on Monday 14 October 2024 and at any adjournment thereof. I/We wish my/our proxy to vote in the manner indicated below (see Notes 5 to 9).

Please indicate here with an 'X' if this Form of Proxy is one of multiple appointments being made (see Note 9).

If you wish to vote for the Scheme, sign in the box marked 'FOR', or if you wish to vote against the Scheme, sign in the box marked 'AGAINST'.

**PLEASE SIGN IN ONLY ONE OF THE BOXES BELOW. THIS FORM MUST BE SIGNED IN ORDER TO BE VALID. HOWEVER, IF YOU SIGN MORE THAN ONE BOX THIS FORM OF PROXY WILL BE INVALID (see Notes 6, 10 and 13).**

**FOR** the said Scheme

**AGAINST** the said Scheme

OR

Date:

Please detach and post this Form of Proxy in the included reply-paid envelope to Equiniti Limited (**Equiniti**) so as to be received by Equiniti no later than 10.30 a.m. on Thursday 10 October 2024 (see Note 14). Alternatively, you can submit your proxy electronically using the numbers above (see Note 15) or through CREST using the CREST electronic proxy appointment service (see Note 16). It is also possible to hand this blue Form of Proxy to a representative of Equiniti at the Court Meeting or the Chair of the Court Meeting or to scan and email it to Equiniti at proxyvotes@equiniti.com, **before** the start of the Court Meeting.

**Please sign and return this Form of Proxy whether or not you plan to attend the Court Meeting.**



#### Notes to Form of Proxy

- Capitalised but undefined terms in this Form of Proxy and these Notes shall have the same meanings as set out in the Scheme Document.
- Full details of the resolution to be proposed at the Court Meeting, with explanatory notes, are set out in the Notice of Court Meeting in Part XII of the Scheme Document. Before completing this Form of Proxy, please also read the sections entitled "Action to be Taken" starting on page 9 and in paragraph 18 in Part II of the Scheme Document. You can access the Scheme Document and the Notice of Court Meeting at [www.hl.co.uk/investor-relations](http://www.hl.co.uk/investor-relations).
- Only holders of HL Shares whose names appear on the register of members of HL at the Voting Record Time or, if the Court Meeting is adjourned, on the register of members at 6.30 p.m. (London time) on the date which is two days (excluding non-working days) before the date set for such adjourned meeting, will be entitled to attend and vote at the Court Meeting in respect of the HL Shares registered in their name at the relevant time. Changes to the entries in the register of members after any such time shall be disregarded in determining the rights of any person to participate in and vote at the Court Meeting.
- A member of the Company entitled to attend and vote at the Court Meeting may appoint one or more proxies, who need not be members, to exercise all or any of their rights to attend, speak and vote on their behalf.
- This Form of Proxy gives your proxy(ies) full rights to attend, speak and vote at the Court Meeting. If you wish to restrict the rights of your proxy(ies), please cross out either or both of the words 'speak' or 'vote' as appropriate.
- Please sign in one of the boxes on this Form of Proxy to show how you wish your vote to be cast. This Form of Proxy must be signed in order to be valid. However, if you sign more than one box, this Form of Proxy will be invalid. Unless otherwise instructed, the person appointed as proxy will exercise his/her discretion as to any other business (including amendments to the Scheme and any procedural business, including any resolution to adjourn) which may come before the Court Meeting.
- If the person appointed as proxy is being appointed in relation to less than your full voting entitlement of HL Shares, please enter in the relevant box the number of HL Shares in relation to which the person appointed as proxy is authorised to act as your proxy. If left blank, your proxy will be deemed to be authorised in respect of your full voting entitlement (or if this Form of Proxy has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account).
- If you wish to appoint a proxy other than the Chair of the Court Meeting, please insert their name in the space provided and delete 'the Chair of the Court Meeting; or'. Please note that, if you appoint a particular person by name as a proxy, your vote will only be cast if that person is present at the Court Meeting.
- To appoint more than one proxy, you should either photocopy this Form of Proxy or request additional Form(s) of Proxy and indicate next to each proxy's name the number of HL Shares in relation to which you authorise them to act as your proxy. If you have appointed multiple proxies, please also mark the box where indicated. To obtain additional Forms of Proxy, please contact Equiniti by writing to Equiniti Limited, Aspect House, Spencer Road, Lancing, United Kingdom, BN99 6DA or by telephone in accordance with Note 20.
- If this Form of Proxy is signed by someone else on your behalf, their authority to sign must be returned with this Form of Proxy. In the case of a joint holding, the signature of any one of the holders will be valid. If the appointing shareholder is a corporation, this Form of Proxy must be executed under its common seal or signed by an officer, attorney or other person duly authorised by the corporation.
- Any alterations to this Form of Proxy should be initialled by the person who signs it.
- Completion and return of this Form of Proxy will not prevent you from attending, speaking or voting in person at the Court Meeting or at any adjournment thereof.
- In the case of joint holders, only the vote of the senior holder who tenders a vote, whether in person or by proxy, will be accepted. For this purpose seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding (the first being the most senior).
- This Form of Proxy together with any power of attorney or other authority under which it is executed (or a duly certified copy of any such power or authority) may be posted at Equiniti Limited, Corporate Actions, Aspect House, Spencer Road, Lancing, United Kingdom, BN99 6DA. To be valid, the Form of Proxy should be received by Equiniti no later than 10.30 a.m. on Thursday 10 October 2024 (or, if the Court Meeting is adjourned, no later than 48 hours (excluding non-working days) before the time fixed for the adjourned Court Meeting) but if this Form of Proxy is not so lodged, or submitted electronically (as described below), it may be handed to a representative of Equiniti or the Chair of the Court Meeting, or scanned and emailed to Equiniti at [proxvotes@equiniti.com](mailto:proxvotes@equiniti.com) before the start of the Court Meeting. If using the reply-paid envelope provided, a stamp is not required if posted from the UK.
- Alternatively, electronic proxy appointment ('EPA') is available for the Court Meeting whereby you can lodge your votes electronically. If you have not registered with the Equiniti online portfolio service, Shareview, and would prefer to use the EPA system, please visit [www.sharevote.co.uk](http://www.sharevote.co.uk) where details of the procedure are shown. The Voting ID, Task ID and Shareholder Reference Number shown on this Form of Proxy will be required to complete the procedure. If you have already registered with Shareview, you may complete the EPA via your portfolio at [www.shareview.co.uk](http://www.shareview.co.uk). EPA will not be valid if received after 10.30 a.m. on Thursday 10 October 2024 (or, if the Court Meeting is adjourned, less than 48 hours (excluding non-working days) before the time fixed for the adjourned Court Meeting) and will not be accepted if found to contain a computer virus.
- The CREST electronic proxy appointment service is available for the Court Meeting. To use this service, CREST members should transmit a CREST proxy instruction using the procedures described in the CREST Manual, so as to reach Equiniti (CREST Participant ID RA19) by no later than 10.30 a.m. on Thursday 10 October 2024 (or, if the Court Meeting is adjourned, no later than 48 hours (excluding non-working days) before the time fixed for the adjourned Court Meeting). For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp generated by the CREST system) from which Equiniti is able to retrieve the message. After this time, any change of instructions to a proxy appointed through CREST should be communicated to the proxy by other means. A proxy appointment sent by CREST may be treated as invalid in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001. The CREST Manual can be viewed at [www.euroclear.com](http://www.euroclear.com).
- Where two or more Forms of Proxy are delivered for use at the Court Meeting in respect of the same HL Shares, the one which has been delivered last (regardless of when it was signed or by what means it was delivered) shall be treated as replacing and revoking the other(s) which have been delivered. If it cannot be determined which Form of Proxy was delivered last, none of the forms shall be treated as valid.
- You may not use any electronic address provided either on this Form of Proxy, in these Notes, in the Notice of Court Meeting or in any related documents to communicate with HL for any purposes other than those expressly stated.
- The results of the voting at the Court Meeting will be announced through a Regulatory Information Service as soon as practicable and will appear on HL's website at [www.hl.co.uk/investor-relations](http://www.hl.co.uk/investor-relations).
- If you have any questions relating to this Form of Proxy, please telephone Equiniti on +44 371 384 2050. Lines are open between 8.30 a.m. and 5.30 p.m. (London time) Monday to Friday (excluding public holidays in England and Wales). For deaf and speech impaired shareholders, calls are welcomed via Relay UK. Please see [www.relayuk.bt.com](http://www.relayuk.bt.com) for more information. Calls to the helpline from outside the UK will be charged at applicable international rates. Different charges may apply to calls from mobile telephones and calls may be recorded and randomly monitored for security and training purposes. Please note that the Shareholder Helpline cannot provide advice on the merits of the Acquisition or the Scheme nor give any financial, legal or tax advice.

Toppan Merrill, London  
24-15557-15

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