HARGREAVES LANSDOWN PLC FORM OF PROXY



Friday 8 December 2023 at 11.00 a.m.

If you wish to appoint one or more proxies you should complete this form and deposit it at the office of the Company's Registrar, Equiniti, by 11.00 a.m. on Wednesday 6 December 2023.

Voting ID	Task ID	Shareholder Reference
You may submit your votes electronically using the al NOTICE OF AVAILABILITY The Company's Annual Report and Accounts for th available to view or download in the Investor Relat	ne financial year ended 30 June 2023 (the Report	
I/we being a shareholder/shareholders of Hargreaves in the box below as my/our proxy to attend, speak an December 2023 at The Bristol Hotel, Prince Street, B Name of Proxy (if not the Chair of the meeting):	d vote on my/our behalf at the Annual General Me	eting of the Company to be held on Friday 8

Number of shares in relation to which the proxy is authorised to act (Please refer to explanatory notes 1 and 2 for guidance):

Please tick this box if this proxy appointment is one of multiple appointments being made. If this is the case, please number each copied Form of Proxy in the box below.

1	of	1
1	UI.	1

I/we have indicated how I/we wish my/our proxy to vote on the following resolutions by marking the appropriate box with an 'X'. I/we acknowledge that if no indication is given, the proxy will vote or abstain at his/her discretion.

I/we further authorise my/our proxy to vote on any other business or resolutions that may properly be put to the meeting as my/our proxy thinks fit.

ORDINARY BUSINESS	;			
Resolution one	To receive the audited financial statements of the Company	For	Against	Withheld
Resolution two	Approve the final dividend	For	Against	Withheld
Resolution three	Approve the directors' remuneration report	For	Against	Withheld
Resolution four	Approve the directors' remuneration policy	For	Against	Withheld
Resolution five	Re-appointment of PricewaterhouseCoopers LLP as auditor	For	Against	Withheld
Resolution six	Authorise the directors to determine the remuneration of the auditor	For	Against	Withheld
Resolution seven	Re-elect Deanna Oppenheimer as a director	For	Against	Withheld
Resolution eight	Re-elect Dan Olley as a director	For	Against	Withheld
Resolution nine	Re-elect Amy Stirling as a director	For	Against	Withheld
Resolution ten	Re-elect Roger Perkin as a director	For	Against	Withheld
Resolution eleven	Re-elect John Troiano as a director	For	Against	Withheld
Resolution twelve	Re-elect Andrea Blance as a director	For	Against	Withheld
Resolution thirteen	Re-elect Moni Mannings as a director	For	Against	Withheld
Resolution fourteen	Re-elect Adrian Collins as a director	For	Against	Withheld
Resolution fifteen	Re-elect Penny James as a director	For	Against	Withheld
Resolution sixteen	Re-elect Darren Pope as a director	For	Against	Withheld

SPECIAL BUSINESS					
Resolution seventeen	Elect Michael Morley as a director			Against	Withheld
Resolution eighteen	Authority to purchase own shares			Against	Withheld
Resolution nineteen	Authority to allot shares	For		Against	Withheld
Resolution twenty	Authority to dis-apply pre-emption rights	For		Against	Withheld
Resolution twenty-one	Approve short notice for general meetings	For		Against	Withheld
Resolution twenty-two	Approve the Hargreaves Lansdown Performance Share Plan	For		Against	Withheld
Signature of Shareholder:					
Please sign here SIGNATURE		Date:	D	DMI	YYN

Names and Signatures of Joint Holder(s) if applicable:

SIGNATURE

Explanatory Notes:

Please sign here

1. Every holder has the right to appoint some other person(s) of their choice, who need not be a shareholder as their proxy to exercise all or any of their rights, to attend, speak and vote on their behalf at the meeting. If you wish to appoint a person other than the Chair of the meeting, please insert the name of your chosen proxy holder in the space provided overleaf.

If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box provided next to the proxy holder's name above, the number of shares in relation to which they are 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 proxy form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account).

2. To appoint more than one proxy, you may photocopy this form. You may appoint more than one proxy provided each proxy is entitled to exercise rights attached to different shares. Please indicate in the box next to the proxy holder's name above, the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.

3. CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the Annual General Meeting (and any adjournment thereof) by utilising the procedures described in the CREST Manual. In order for a proxy appointment or instruction made by means of CREST to be valid, the appropriate CREST message (regardless of whether it constitutes the appointment of a proxy or an amendment to an instruction given to a previously appointed proxy) must be transmitted as to be received by the Company's agent, Equiniti RA19 no later than 48 hours before the time appointed for the holding of the meeting, i.e. by Wednesday 6 December 2023 at 11.00 a.m. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by CREST Applications Host) from which Equiniti is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. The Company may treat as invalid a **CREST Proxy Instruction in the circumstances** set out in Regulation 35(5)(a) of the Uncertified Securities Regulations 2001.

4. Please indicate with an 'x' in the boxes provided, how you wish your vote to be cast in respect of each resolution. Unless otherwise instructed, the proxy may vote as he or she sees fit or abstain in relation to any business the meeting.

5. The vote withheld option is provided to enable you to abstain on any particular resolution. However, it should be noted that a 'vote withheld' is not a vote in law and will not be counted in the calculation of the proportion of the votes 'for' and 'against' a resolution. 6. Pursuant to regulation 41 of the Uncertified Securities Regulations 2001, entitlement to attend and vote at the meeting and the number of votes which may be cast thereat will be determined by reference to the registrar of holders of the Company at 6:30 p.m. on the day which is two days before the day of the meeting or adjourned meeting. Changes to entries on the register of holders after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting.

7. The completion and return of this form will not preclude a holder from attending the meeting and voting in person.

8. A proxy need not be a holder of the Company but must attend the meeting in person to represent a holder.

9. In the case of joint holders, the signature of any one of the holders will be valid but the names of all joint holders should be stated. The vote of the senior holder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders. For this purpose seniority is determined by the order in which the names appear in the register of members.