

# **Lufax Holding Ltd**

*(A company incorporated in the Cayman Islands with limited liability)*

(the “Company”)

## **PROCEDURES FOR SHAREHOLDERS TO PROPOSE A PERSON FOR ELECTION AS A DIRECTOR OF THE COMPANY**

**(Adopted by the Company pursuant to a board resolution passed on March 31, 2023)**

### **1. PROVISIONS IN THE COMPANY’S ARTICLES OF ASSOCIATION**

1.1 Pursuant to the Company’s ninth Amended and Restated Articles of Association (the “**Articles**”), the provision for a shareholder to propose a person for election as a director of the Company is as follows:

- The Company may by ordinary resolution appoint any person to be a Director.

### **2. REQUIREMENTS UNDER THE RULES GOVERNING THE LISTING OF SECURITIES ON THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “LISTING RULES”)**

2.1 Pursuant to Rules 13.70, 13.73 and 13.74 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), the Company shall:

- publish an announcement or issue a supplementary circular upon receipt of a notice from a shareholder to propose a person for election as a director at the general meeting where such notice is received by the Company after publication of the notice of the general meeting;
- include in the announcement or supplementary circular the particulars required under Rule 13.51(2) of the Listing Rules of such person proposed to be elected as a director;
- publish such announcement or issue such supplementary circular not less than 10 business days before the date of the relevant general meeting; and
- assess whether or not it is necessary to adjourn the meeting of the election to give shareholders at least 10 business days to consider the relevant information disclosed in the announcement or supplementary circular.

### **3. PROCEDURES FOR SHAREHOLDERS TO PROPOSE A PERSON FOR ELECTION AS A DIRECTOR**

3.1 After the publication of the notice of the general meeting by the Company, if a shareholder wishes to propose a person (the “**Candidate**”) for election as a director of the Company at the general meeting, they shall deposit a written notice (the “**Notice**”) with the company secretary.

3.2 The Notice (i) must state the intention of the shareholder concerned to propose the Candidate for election as a director of the Company, (ii) must include the personal information of the Candidate as required by Rule 13.51(2) of the Listing Rules, and (iii) must be signed by the shareholder concerned and signed by the Candidate indicating the Candidate’s willingness to be elected and consent to the publication of his/her personal information.

3.3 In order to allow the Company's shareholders to have sufficient time to consider the proposal for the election of the Candidate as a director of the Company, shareholders who wish to make the proposal are urged to submit and lodge the Notice as early as practicable before the relevant general meeting.

#### **4. REQUISITION OF AN EXTRAORDINARY GENERAL MEETING BY SHAREHOLDERS**

4.1 Pursuant to the Articles, shareholder(s) may request the Company to convene an extraordinary general meeting for the purpose of nominating a person as a director of the Company:

- Any one or more Members holding at the date of deposit of the requisition not less than one-tenth of the voting rights, on a one vote per share basis, in the share capital of the Company shall at all times have the right, by written requisition to the Board or the Secretary of the Company, to require an extraordinary general meeting to be called by the Board for the transaction of any business specified in such requisition and to add resolutions to a meeting agenda; and such meeting shall be held within two (2) months after the deposit of such requisition. If within sixty-one (61) days of such deposit the Board fails to proceed to convene such meeting the requisitionist(s) himself (themselves) may do so in the same manner, and all reasonable expenses incurred by the requisitionist(s) as a result of the failure of the Board shall be reimbursed to the requisitionist(s) by the Company.