

KINGSOFT CLOUD HOLDINGS LIMITED

(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 resolution passed at the meeting of the board of directors (the “Board”) on December 20, 2022)

1. PROVISIONS IN THE COMPANY’S MEMORANDUM OF ASSOCIATION AND ARTICLES OF ASSOCIATION

1.1 Pursuant to the Company’s Second Amended and Restated Memorandum of Association and Articles of Association (the “**M&AA**”) to take effect from the listing of the shares of the Company on The Stock Exchange of Hong Kong Limited, the Company may by ordinary resolution appoint any person to be a Director either to fill a casual vacancy or as an addition to the existing Board.

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 and 13.74 of 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, he/she shall lodge a written notice (the “**Notice**”) at the head office or at the Registration Office.

- 3.2 The Notice (i) must include the personal information of the Candidate as required by Rule 13.51(2) of the Listing Rules; and (ii) must be signed by the shareholder concerned and signed by the Candidate indicating his/her willingness to be elected and consent to the publication of his/her personal information.
- 3.3 The period for lodgment of the Notice shall commence on the day after the dispatch of the notice of the meeting appointed for such election and end no later than 7 days prior to the date of such meeting.
- 3.4 In order to allow the Company's shareholders to have sufficient time to consider the proposal of 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 Company's M&AA, 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 in the following manner:
 - Extraordinary general meetings may be convened on a requisition by any one or more members holding not less than ten per cent (10%) of the votes attaching to the total issued and paid up share capital of the Company on a one vote per share basis at the date of deposit of the requisition. Such meeting shall be held within two (2) months after the deposit of such requisition. If within twenty one (21) 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.
 - An annual general meeting of the Company, shall be called by not less than twenty-one (21) days' notice in writing and any other general meeting (including an extraordinary general meeting) shall be called by not less than fourteen (14) days' notice in writing. A general meeting may be called by shorter notice if it is so agreed (a) in the case of a meeting called as an annual general meeting, by all the members entitled to attend and vote thereat; and (b) in the case of any other meeting, by a majority in number of the members having the right to attend and vote and present at the meeting, being a majority together holding not less than ninety-five per cent (95%) in nominal value of the issued shares giving that right.

Shareholders are encouraged to refer to the M&AA for further details of the procedures involved.

(If there is any inconsistency between the English and Chinese version of this document, the English version shall prevail.)