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HAIDILAO INTERNATIONAL HOLDING LTD.

海底捞国际控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6862)

POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON DECEMBER 13, 2023

References are made to the circular (the “Circular”) and the notice of the extraordinary general meeting (the “EGM Notice”) of Haidilao International Holding Ltd. (the “Company”) both dated November 24, 2023. Capitalised terms used herein shall have the same meanings as those defined in the Circular unless otherwise defined.

POLL RESULTS OF THE EGM

At the extraordinary general meeting held on December 13, 2023 (the “EGM”), a poll voting was demanded by the chairman of the EGM for voting on all the proposed resolutions as set out in the EGM Notice. The poll results in respect of all the resolutions proposed at the EGM are as follows:

ORDINARY RESOLUTIONS		No. of Votes (Approximate %)							
		FOR	AGAINST						
1.	(i) To approve the Renewed Yihai Master Purchase Agreement dated October 17, 2023 entered into between the Company and Yihai, each for itself and on behalf of its subsidiaries, in relation to the purchase of Haidilao Customized Products, Yihai Retail Products and instant self-serving products from Yihai Group, and the transactions contemplated thereunder;	916,396,799 (99.57%)	3,950,813 (0.43%)						
	(ii) To approve the proposed annual caps in relation to the transactions contemplated under the Renewed Yihai Master Purchase Agreement as specified below:	916,649,922 (99.57%)	3,950,813 (0.43%)						
Proposed Annual Cap (RMB'000) for the Year Ending December 31,									
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 33.33%; text-align: center;">2024</th> <th style="width: 33.33%; text-align: center;">2025</th> <th style="width: 33.33%; text-align: center;">2026</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">2,880,000</td> <td style="text-align: center;">3,420,000</td> <td style="text-align: center;">3,990,000</td> </tr> </tbody> </table>		2024	2025	2026	2,880,000	3,420,000	3,990,000		
2024	2025	2026							
2,880,000	3,420,000	3,990,000							

ORDINARY RESOLUTIONS		No. of Votes (Approximate %)	
		FOR	AGAINST
2.	(i) To approve the Renewed Warehouse Storage and Logistic Service Agreement dated October 17, 2023 entered into between the Company and Shuhai, each for itself and on behalf of its subsidiaries, in relation to the provision of storage and logistic services in relation to the Commodity Ingredients for our Group, and the transactions contemplated thereunder;	972,649,922 (99.60%)	3,950,813 (0.40%)
	(ii) To approve the Renewed Shuhai Master Purchase Agreement dated October 17, 2023 entered into between the Company and Shuhai, each for itself and on behalf of its subsidiaries, in relation to the provision of Processed Ingredients to the Group, and the transactions contemplated thereunder;	972,649,922 (99.60%)	3,950,813 (0.40%)
	(iii) To approve the proposed annual caps in relation to the transactions contemplated under the Renewed Shuhai Agreements as specified below:	972,649,922 (99.60%)	3,950,813 (0.40%)
	Annual Cap (RMB'000) for the Year Ending December 31,		
		2024	2025
		2026	
	Renewed Warehouse Storage and Logistic Service Agreement	696,000	835,200
	Renewed Shuhai Master Purchase Agreement	3,251,656	4,534,172
	Total	<u>3,947,656</u>	<u>5,369,372</u>
		<u>1,002,240</u>	<u>6,167,629</u>

ORDINARY RESOLUTIONS		No. of Votes (Approximate %)		
		FOR	AGAINST	
3.	(i) To approve the Renewed Master Decoration Project Management Service Agreement dated October 17, 2023 entered into between the Company and Shuyun Dongfang each for itself and on behalf of its subsidiaries, in relation to the provision of decoration project management and related services to the Group, and the transactions contemplated thereunder;	1,421,436,950 (99.72%)	3,950,813 (0.28%)	
	(ii) To approve the Renewed Master Decoration Project General Contract Service Agreement dated October 17, 2023 entered into between the Company and Shuyun Dongfang, each for itself and on behalf of its subsidiaries, in relation to the provision of decoration project general contract services to the Group, and the transactions contemplated thereunder;	1,421,436,950 (99.72%)	3,950,813 (0.28%)	
	(iii) To approve the proposed annual caps in relation to the transactions contemplated under the Renewed Shuyun Dongfang Agreements as specified below;	1,421,436,950 (99.72%)	3,950,813 (0.28%)	
Annual Cap (RMB'000) for the Year Ending December 31,				
		<u>2024</u>	<u>2025</u>	<u>2026</u>
Decoration project management and related service		5,000	6,000	5,000
Decoration general project contract services		<u>2,699,640</u>	<u>2,809,120</u>	<u>2,945,340</u>
Total		<u>2,704,640</u>	<u>2,815,120</u>	<u>2,950,340</u>

ORDINARY RESOLUTIONS		No. of Votes (Approximate %)	
		FOR	AGAINST
4.	(i) To authorize any director of the Company for and on behalf of the Company to sign, seal, execute, perfect, deliver and do all such documents, deeds, acts, matters and things as he/she may in his/her discretion consider necessary or desirable or expedient for the purpose of or in connection with the (i) Renewed Yihai Master Purchase Agreement, (ii) Renewed Shuhai Agreements and (iii) Renewed Shuyun Dongfang Agreements and to make and agree such variations of a non-material nature in or to the terms of the (i) Renewed Yihai Master Purchase Agreement, (ii) Renewed Shuhai Agreements and (iii) Renewed Shuyun Dongfang Agreements as he/she may in his/her discretion consider to be desirable and in the interests of the Company.	971,365,922 (99.46%)	5,234,813 (0.54%)

Note: Please refer to the EGM Notice for the full text of the resolutions above.

As more than 50% of votes were casted in favour of the above ordinary resolutions, all the resolutions were duly passed by the Independent Shareholders as ordinary resolutions of the Company at the EGM.

GENERAL

As at the date of the EGM, the total number of issued Shares was 5,574,000,000 Shares. As disclosed in the Circular, Mr. Zhang Yong, Ms. Shu Ping, Mr. Sean Shi and Ms. Hailey Lee and their respective associates, namely, NP UNITED HOLDING LTD, ZY NP LTD, SP NP LTD, SYH NP LTD and LHY NP LTD (holding 3,903,958,271 Shares in total), who were deemed to have material interests in the transactions contemplated under the Renewed Yihai Master Purchase Agreement and the Renewed Shuhai Agreements, respectively, were required to abstain and did abstain from voting on the resolutions numbered 1(i) to 1(ii), 2(i) to 2(iii) and 4(i) proposed at the EGM; while Mr. Zhang Yong and Ms. Shu Ping and their respective associates, namely, NP UNITED HOLDING LTD, ZY NP LTD and SP NP LTD (holding 3,361,671,243 Shares in total), who were deemed to have material interests in the transactions contemplated under the Renewed Shuyun Dongfang Agreements, were also required to abstain and did abstain from voting on the resolutions numbered 3(i) to 3(iii) proposed at the EGM. Futu Trustee Limited (in its capacity as the trustee of the share award scheme adopted by the Company on October 8, 2019) held 159,000,000 Shares, representing 2.85% of the issued share capital of the Company as at the date of the EGM, was required to abstain and did abstain from voting on the resolutions proposed at the EGM.

As a result, the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions numbered 1(i) to 1(ii), 2(i) to 2(iii) and 4(i), and that for the resolutions numbered 3(i) to 3(iii) were 1,511,041,729 and 2,053,328,757 respectively. Save as the above, there were no Shares entitling the Shareholders to attend and abstain from voting in favour of any resolutions proposed at the EGM as set out in Rule 13.40 of the Listing Rules, no Shareholders were required to abstain from voting at the EGM under the Listing Rules and none of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the EGM.

The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

Among our 11 Directors, Mr. Zhang Yong, Mr. Zhou Zhaocheng, Ms. June Yang Lijuan, Mr. Li Peng, Ms. Song Qing, Ms. Gao Jie, Dr. Chua Sin Bin, Mr. Hee Theng Fong, Mr. Qi Daqing and Mr. Wu Xiaoguang attended the EGM either in person or by electronic means, while Dr. Ma Weihua was unable to attend the EGM due to work.

By order of the Board
Haidilao International Holding Ltd.
Mr. Zhang Yong
Chairman

Beijing, PRC, December 13, 2023

As of the date of this announcement, the Board comprises Mr. Zhang Yong as the Chairman and Executive Director; Mr. Zhou Zhaocheng as the Vice Chairman and Executive Director; Ms. June Yang Lijuan, Mr. Li Peng, Ms. Song Qing and Ms. Gao Jie as Executive Directors; and Dr. Chua Sin Bin, Mr. Hee Theng Fong, Mr. Qi Daqing, Dr. Ma Weihua and Mr. Wu Xiaoguang as Independent Non-executive Directors.