美团
Meituan

*(A company controlled through weighted voting rights and incorporated in the Cayman Islands with limited liability)*

**Stock Codes: 3690 (HKD counter) and 83690 (RMB counter)**

# POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON JUNE 9, 2025

Reference is made to the circular (the "**Circular**") of Meituan (the "**Company**") incorporating, amongst others, the notice (the "**Notice**") of the annual general meeting of the Company (the "**AGM**") dated May 16, 2025. Unless the context requires otherwise, the capitalized terms used herein shall have the same meanings as those defined in the Circular.

## POLL RESULTS OF THE AGM

The board of directors of the Company (the "**Board**") is pleased to announce that at the AGM held on June 9, 2025, the Notice of which was given to the Shareholders on May 16, 2025, all the proposed resolutions as set out in the Notice were taken by poll and duly passed.

The poll results in respect of the resolutions proposed at the AGM are as follows:

| ORDINARY RESOLUTIONS | | | NUMBER OF VOTES CAST AND PERCENTAGE (%) | | TOTAL NUMBER OF VOTING SHARES | TOTAL NUMBER OF VOTES CAST |
|---|---|---|---|---|---|---|
| | | | FOR | AGAINST | | |
| 1. | To receive and adopt the audited consolidated financial statements of the Company for the year ended December 31, 2024 and the reports of the directors of the Company ("**Directors**") and independent auditor of the Company thereon. | Class A Shares | 5,794,391,710 (100.000000%) | 0 (0.000000%) | 579,439,171 | 5,794,391,710 |
| | | Class B Shares | 2,992,748,731 (98.908418%) | 33,028,833 (1.091582%) | 3,025,777,564 | 3,025,777,564 |
| | | **TOTAL NUMBER (CLASS A & CLASS B)** | 8,787,140,441 (99.625531%) | 33,028,833 (0.374469%) | 3,605,216,735 | 8,820,169,274 |
| 2. | To re-elect Mr. Leng Xuesong as an independent non-executive Director. | Class A Shares | 579,439,171 (100.000000%) | 0 (0.000000%) | 579,439,171 | 579,439,171 |
| | | Class B Shares | 2,543,280,564 (84.282800%) | 474,275,300 (15.717200%) | 3,017,555,864 | 3,017,555,864 |
| | | **TOTAL NUMBER (CLASS A & CLASS B)** | 3,122,719,735 (86.814680%) | 474,275,300 (13.185320%) | 3,596,995,035 | 3,596,995,035 |

| ORDINARY RESOLUTIONS | | | NUMBER OF VOTES CAST AND PERCENTAGE (%) | | TOTAL NUMBER OF VOTING SHARES | TOTAL NUMBER OF VOTES CAST |
|---|---|---|---|---|---|---|
| | | | FOR | AGAINST | | |
| 3. | To re-elect Dr. Shum Heung Yeung Harry as an independent non-executive Director. | Class A Shares | 579,439,171 (100.000000%) | 0 (0.000000%) | 579,439,171 | 579,439,171 |
| | | Class B Shares | 2,930,021,053 (96.856484%) | 95,095,011 (3.143516%) | 3,025,116,064 | 3,025,116,064 |
| | | **TOTAL NUMBER (CLASS A & CLASS B)** | 3,509,460,224 (97.361810%) | 95,095,011 (2.638190%) | 3,604,555,235 | 3,604,555,235 |
| 4. | To authorize the Board to fix the remuneration of the Directors. | Class A Shares | 5,794,391,710 (100.000000%) | 0 (0.000000%) | 579,439,171 | 5,794,391,710 |
| | | Class B Shares | 2,960,662,350 (98.291169%) | 51,472,294 (1.708831%) | 3,012,134,644 | 3,012,134,644 |
| | | **TOTAL NUMBER (CLASS A & CLASS B)** | 8,755,054,060 (99.415521%) | 51,472,294 (0.584479%) | 3,591,573,815 | 8,806,526,354 |
| 5. | To grant a general mandate to the Directors, exercisable on their behalf by Mr. Wang Xing, to issue, allot and deal with additional Class B shares of the Company (including any sale or transfer of treasury shares) not exceeding 10% of the total number of issued shares of the Company (excluding any treasury shares) as at the date of passing of this resolution. | Class A Shares | 5,794,391,710 (100.000000%) | 0 (0.000000%) | 579,439,171 | 5,794,391,710 |
| | | Class B Shares | 2,869,484,308 (95.247797%) | 143,167,333 (4.752203%) | 3,012,651,641 | 3,012,651,641 |
| | | **TOTAL NUMBER (CLASS A & CLASS B)** | 8,663,876,018 (98.374400%) | 143,167,333 (1.625600%) | 3,592,090,812 | 8,807,043,351 |
| 6. | To grant a general mandate to the Directors, exercisable on their behalf by Mr. Wang Xing, to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company (excluding any treasury shares) as at the date of passing of this resolution. | Class A Shares | 5,794,391,710 (100.000000%) | 0 (0.000000%) | 579,439,171 | 5,794,391,710 |
| | | Class B Shares | 3,006,831,972 (99.806826%) | 5,819,672 (0.193174%) | 3,012,651,644 | 3,012,651,644 |
| | | **TOTAL NUMBER (CLASS A & CLASS B)** | 8,801,223,682 (99.933920%) | 5,819,672 (0.066080%) | 3,592,090,815 | 8,807,043,354 |
| 7. | To re-appoint PricewaterhouseCoopers as auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company and to authorize the Board to fix their remuneration for the year ending December 31, 2025. | Class A Shares | 579,439,171 (100.000000%) | 0 (0.000000%) | 579,439,171 | 579,439,171 |
| | | Class B Shares | 2,963,374,176 (97.937084%) | 62,419,588 (2.062916%) | 3,025,793,764 | 3,025,793,764 |
| | | **TOTAL NUMBER (CLASS A & CLASS B)** | 3,542,813,347 (98.268639%) | 62,419,588 (1.731361%) | 3,605,232,935 | 3,605,232,935 |

| SPECIAL RESOLUTION | | NUMBER OF VOTES CAST AND PERCENTAGE (%) | | TOTAL NUMBER OF VOTING SHARES | TOTAL NUMBER OF VOTES CAST |
|---|---|---|---|---|---|
| | | FOR | AGAINST | | |
| To approve the proposed amendments to the existing articles of association of the Company and to adopt the ninth amended and restated memorandum of association and articles of association of the Company and the ancillary authorization to the Directors and company secretary of the Company. | Class A Shares | 579,439,171 (100.000000%) | 0 (0.000000%) | 579,439,171 | 579,439,171 |
| | Class B Shares | 3,005,789,661 (99.797072%) | 6,111,983 (0.202928%) | 3,011,901,644 | 3,011,901,644 |
| | **TOTAL NUMBER (CLASS A & CLASS B)** | 3,585,228,832 (99.829813%) | 6,111,983 (0.170187%) | 3,591,340,815 | 3,591,340,815 |

*Notes:*

(a) As a majority of the votes were cast in favour of each of the ordinary resolutions numbered 1 to 7, all such resolutions were duly passed as ordinary resolutions.

(b) As not less than three-fourths of the votes were cast in favour of the special resolution, such resolution was duly passed as a special resolution.

(c) As at the date of the AGM, (i) the total number of issued Shares was 6,109,848,158 Shares, comprising 579,439,171 Class A Shares and 5,530,408,987 Class B Shares; (ii) there were no treasury Shares held by the Company (including any treasury Shares held or deposited with CCASS); and (iii) there were 3,018,700 repurchased Class B Shares which are pending cancellation. The Company confirmed that no voting rights of such Class B Shares which are pending cancellation have been exercised at the AGM.

(d) There was no Shareholder that was required to abstain from voting in respect of the resolutions at the AGM and none of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the AGM. There were no Shares entitling the holders to attend and abstain from voting in favour of any resolution at the AGM as set out in Rule 13.40 of the Listing Rules.

(e) Accordingly, the total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM was 6,106,829,458 Shares, comprising 579,439,171 Class A Shares and 5,527,390,287 Class B Shares as at the date of the AGM.

(f) According to the Articles of Association, each Class A Share shall entitle its holder to ten votes and each Class B Share shall entitle its holder to one vote on a poll at the AGM in respect of the ordinary resolutions numbered 1 and 4 to 6 on the proposed receipt and adoption of the audited consolidated financial statements, reports of Directors and independent auditor, the proposed authority for the Board to fix the remuneration of the Directors, the proposed Issuance Mandate and the proposed Repurchase Mandate. Each Class A Share and each Class B Share shall entitle its holder to one vote on a poll at the AGM in respect of the ordinary resolutions numbered 2, 3 and 7 on the proposed re-election of independent non-executive Directors and the proposed re-appointment of auditor, and the special resolution on the Proposed Articles Amendments and the adoption of the Ninth Amended and Restated Memorandum and Articles of Association.

(g) The Company's share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

(h) In accordance with Rule 13.39(5A) of the Listing Rules, the executive Directors, namely Mr. Wang Xing and Mr. Mu Rongjun; and the independent non-executive Directors, namely Mr. Orr Gordon Robert Halyburton, Mr. Leng Xuesong, Dr. Shum Heung Yeung Harry and Ms. Yang Marjorie Mun Tak attended the AGM.

By Order of the Board
**Meituan**
**Wang Xing**
*Chairman*

Hong Kong, June 9, 2025

*As at the date of this announcement, the Board comprises Mr. Wang Xing and Mr. Mu Rongjun as executive Directors; and Mr. Orr Gordon Robert Halyburton, Mr. Leng Xuesong, Dr. Shum Heung Yeung Harry and Ms. Yang Marjorie Mun Tak as independent non-executive Directors.*