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**Meitu, Inc.**

美图公司

(Incorporated in the Cayman Islands with limited liability and carrying on business in Hong Kong as “美圖之家”)

(Stock Code: 1357)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON WEDNESDAY, JUNE 5, 2024  
AND  
RETIREMENT OF NON-EXECUTIVE DIRECTOR  
AND INDEPENDENT NON-EXECUTIVE DIRECTOR  
AND  
APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR  
AND  
CHANGE OF MEMBERS OF BOARD COMMITTEES**

Reference is made to the circular (the “**Circular**”) and the notice of annual general meeting (the “**AGM Notice**”) of Meitu, Inc. (the “**Company**”) both dated May 8, 2024. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

**POLL RESULTS OF THE ANNUAL GENERAL MEETING**

The board of directors of the Company (“**Board**”) is pleased to announce the poll results of the annual general meeting of the Company held at Studio 1, Level 7, W Hong Kong, 1 Austin Road West, Kowloon Station, Kowloon, Hong Kong (the “**AGM Venue**”) on Wednesday, June 5, 2024 at 10:00 a.m. (Hong Kong time) (the “**AGM**”) and all of the proposed resolutions as set out in the AGM Notice were duly passed by the shareholders of the Company (“**Shareholders**”) by way of poll at the AGM. For details of the resolutions below, the Shareholders may refer to the AGM Notice and the Circular. The poll results are as follows:

<b>ORDINARY RESOLUTIONS</b>		<b>Number of Votes (Approximate %)</b>	
		<b>For</b>	<b>Against</b>
1.	To receive and adopt the audited consolidated financial statements of the Company, the reports of the directors and the independent auditor’s report for the year ended December 31, 2023	1,816,046,018 (99.982300%)	321,500 (0.017700%)

ORDINARY RESOLUTIONS		Number of Votes (Approximate %)	
		For	Against
2.	To re-elect the following retiring directors of the Company:		
	(a) Mr. WU Zeyuan as a director of the Company	1,787,909,396 (98.433240%)	28,458,122 (1.566760%)
	(b) Mr. LAI Xiaoling as a director of the Company	1,811,816,912 (99.749467%)	4,550,606 (0.250533%)
3.	To authorize the board of directors of the Company to fix the remuneration of the directors of the Company	1,815,678,553 (99.962069%)	688,965 (0.037931%)
4.	To re-appoint PricewaterhouseCoopers as the Company's auditor and to authorize the board of directors of the Company to fix the auditor's remuneration	1,816,352,518 (99.999174%)	15,000 (0.000826%)
5.	To give a general mandate to the directors to issue new shares of the Company not exceeding 20% of the total number of issued shares of the Company	1,705,370,847 (93.889085%)	110,996,671 (6.110915%)
6.	To give a general mandate to the directors to buy back shares of the Company not exceeding 10% of the total number of issued shares of the Company	1,816,367,518 (100%)	0 (0.000000%)
7.	To extend the general mandate to be given to the directors to allot, issue and deal with additional shares of the Company of an amount representing the total number of shares bought back by the Company	1,706,560,275 (93.954569%)	109,807,243 (6.045431%)
8.	To approve the declaration and payment of a final dividend of HK\$0.036 per ordinary share of par value US\$0.00001 each in the capital of the Company to shareholders of the Company, in cash, out of the share premium account of the Company	1,816,367,518 (100%)	0 (0.000000%)
9.	(a) Subject to and conditional upon the Listing Committee of the Hong Kong Stock Exchange granting the approval for the listing of, and the permission to deal in, the shares of the Company to be issued in respect of the awarded shares to be granted under the 2024 Share Award Scheme (as defined in the circular of the Company dated May 8, 2024, "Circular"), to consider and approve the adoption of the 2024 Share Award Scheme and to authorise any director of the Company and/or his/her delegate(s) to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the 2024 Share Award Scheme; and  (b) To approve the Scheme Mandate Limit (as defined in the Circular) on the total number of shares of the Company which may be issued in respect of all options	1,697,073,148 (93.432256%)	119,294,370 (6.567744%)

	and awards to be granted under the 2024 Share Award Scheme and any other share scheme(s) of the Company		
10.	Conditional upon the passing of resolution no. 9 above, to consider, approve and adopt, the Service Provider Sublimit (as defined in the Circular) on the total number of shares of the Company that may be issued in respect of all options and awards to be granted to the Service Providers (as defined in the Circular) under the 2024 Share Award Scheme and any other share scheme(s) of the Company, and to authorise the directors of the Company to take all such steps and attend all such matters, approve and execute such documents and do such other things, for and on behalf of the Company, as the directors of the Company may consider necessary, desirable or expedient to effect and implement the Service Provider Sublimit	1,697,073,148 (93.432256%)	119,294,370 (6.567744%)
11.	Conditional upon the passing of resolution number 9 above, to consider and approve the termination of the Post-IPO Share Option Scheme (as defined in the Circular) with effect from the adoption of the 2024 Share Award Scheme	1,697,073,148 (93.432256%)	119,294,370 (6.567744%)
<b>SPECIAL RESOLUTION</b>		<b>Number of Votes (Approximate %)</b>	
		<b>For</b>	<b>Against</b>
12.	To consider and approve the proposed amendments to the existing second amended and restated articles of association of the Company currently in force and the adoption of the new third amended and restated articles of association of the Company	1,816,359,518 (99.999560%)	8,000 (0.000440%)

As a majority of the votes were casted in favour of each of the resolutions numbered 1 to 11, all such resolutions were duly passed as ordinary resolutions at the AGM.

As not less than three-fourths of the votes were casted in favour of the resolution numbered 12, such resolution was duly passed as a special resolution at the AGM.

As at the date of the AGM, the number of issued Shares was 4,535,096,084 Shares, which was the total number of Shares entitling the holders to attend and vote on the resolutions proposed at the AGM. Any abstained vote or waiver to vote was disregarded as voting rights for the purpose of calculating the result of each resolution. There were no restrictions on any Shareholder to cast votes on any of the proposed resolutions at the AGM. There were no Shares entitling the holder to attend and abstain from voting in favour of any of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules. No Shareholders were required to abstain from voting at the AGM 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 AGM.

The Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the poll taken at the AGM for the purpose of vote-taking.

Except for Mr. WU Zeyuan and Mr. ZHOU Hao who attended the AGM physically at the AGM Venue, all other Directors attended the AGM by electronic means.

## **RETIREMENT OF NON-EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board also announces that with effect from the conclusion of the AGM, Dr. LEE Kai-fu (“**Dr. Lee**”) ceased to be a non-executive Director and Ms. KUI Yingchun (“**Ms. Kui**”) ceased to be an independent non-executive Director, upon their retirement by rotation at the conclusion of the AGM. Dr. Lee and Ms. Kui did not offer themselves for re-election as Director in order to devote more time to focus on their other personal and business commitments.

At the same time following their retirement, Dr. Lee ceased to be a member of the Remuneration Committee and Ms. Kui ceased to be a member of the Nominations Committee and Remuneration Committee.

The Board would like to take this opportunity to express its sincere appreciation to Dr. Lee and Ms. Kui for their valuable effort and contributions to the Company during their tenure of services with the Company.

## **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board further announces that following the conclusion of the AGM, a Board meeting was held (“**Board Meeting**”) and Ms. POON Philana Wai Yin (潘慧妍) (“**Ms. Poon**”) was appointed as an independent non-executive Director by the Board to fill the vacancy arising from Ms. Kui’s retirement with immediate effect from the conclusion of the Board Meeting.

Set out below is the biography of Ms. Poon and other information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules:

### Ms. POON Philana Wai Yin

Ms. Poon, aged 56, has been an independent non-executive director of MIXUE Group since December 2023. She was an independent non-executive director of Asia Satellite Telecommunications Holdings Limited (“**AsiaSat**”, a company then listed on the Stock Exchange, stock code: 1135) from March 2018 to September 2019, and is currently a non-executive director of AsiaSat, a position she has held since its privatization in September 2019. She was also an independent non-executive director of Forgame Holdings Limited (a company listed on the Stock Exchange, stock code: 484) from September 2013 to May 2018, and an independent non-executive director of AZ Electronic Materials S.A. (a company listed on the London Stock Exchange, stock ticker: AZEM) from 2012 to 2014.

With an education background in law, Ms. Poon has around 30 years of post-qualification experience both in-house and in private practice. In 2014, she was named by Asian Legal Business as Hong Kong’s In-House Lawyer of the Year. In 2016, she was named by Asian Legal Business as Hong Kong’s Woman Lawyer of the Year. In 2017, Ms. Poon and her legal and compliance team in The Hong Kong Jockey Club (“**HKJC**”) was named as In-House Team of the Year (under 50 Lawyers) in Euromoney Legal Media Group’s Asian Women in Business Law Awards.

From 2015 to 2020, Ms. Poon was the executive director of legal and compliance of HKJC. She was a member of HKJC’s board of management as well as the company secretary of HKJC. From 1998 to 2015, Ms. Poon held various senior positions within the PCCW Group including group general counsel and company secretary. She has a wealth of experience in the telecommunications, media and information technology industries, as well as in the areas of mergers and acquisitions,

corporate finance, corporate governance and advising on matters relating to the Listing Rules and the SFO. Before joining PCCW Group, Ms. Poon worked in various law firms from 1992 to 1998, including Lovells and Baker & McKenzie.

Ms. Poon obtained a doctor of law degree from Cornell University in May 1992 and a bachelor's degree in commerce from the University of Toronto in November 1989.

Ms. Poon has confirmed that (i) she meets the independence criteria as set out in rule 3.13 of the Listing Rules, (ii) she does not have any past or present interest in the business of the Group or any connection with any core connected person (as defined in the Listing Rules) of the Company, and (iii) there are no other factors that may affect her independence at the time of her appointment.

Ms. Poon has entered into an appointment letter with the Company on June 5, 2024 without a specific term, but subject to retirement by rotation and re-election at general meeting(s) of the Company at least once every three years in accordance with the articles of association of the Company, unless terminated by not less than 1 month's prior notice in writing served by either party to the other.

Pursuant to the said appointment letter, Ms. Poon is entitled to a director's fee at a rate of HK\$360,000 per annum, which was determined with reference to her duties and responsibilities, the Company's remuneration policy and prevailing market conditions and practice.

As at the date of this announcement, Ms. Poon does not have any interest in any Shares within the meaning of Part XV of the SFO. Ms. Poon does not have any relationship with any other Directors, senior management or substantial or controlling Shareholder(s) of the Company (as defined in the Listing Rules) and does not hold any other position with the Company or other members of the Group.

Saved as disclosed above, Ms. Poon has not held any directorship in the last three years in any public company the securities of which are listed on any securities market in Hong Kong or overseas or other major appointments and professional qualifications.

Save as disclosed in this announcement, Ms. Poon has confirmed that there is no other information required to be brought to the attention of the Shareholders and the Company or to be disclosed pursuant to Rule 13.51(2) of the Listing Rules in relation to her appointment as an independent non-executive Director.

## **CHANGE OF MEMBERS OF BOARD COMMITTEES**

The Board further announces that with immediate effect from the conclusion of the Board Meeting:

- (i) Mr. Zhou Hao ("**Mr. Zhou**"), a current independent non-executive Director, was appointed as a member of the Remuneration Committee to fill the vacancy arising from Dr. Lee's retirement; and
- (ii) Ms. Poon, was appointed as a member of the Nomination Committee and Remuneration Committee, to fill the vacancy arising from Ms. Kui's retirement.

The Board would like to extend its warm welcome to Ms. Poon and Mr. Zhou on their new appointments.

By order of the Board  
**Meitu, Inc.**  
**Wu Zeyuan**  
Chairman

Hong Kong, June 5, 2024

*As at the date and time of this announcement, the executive director of the Company is Mr. Wu Zeyuan (also known as Mr. Wu Xinhong); the non-executive directors of the Company are Dr. Guo Yihong, Mr. Chen Jiarong and Mr. Hong Yupeng; the independent non-executive directors of the Company are Mr. Zhou Hao, Mr. Lai Xiaoling and Ms. Poon Philana Wai Yin.*