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(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)

PROPOSED ISSUE OF US\$ DENOMINATED SENIOR NOTES

INTRODUCTION

The Company proposes to conduct an international offering of the Notes to professional investors only.

The completion of the Proposed Notes Issue is subject to market conditions and investors' interest. As at the date of this announcement, the aggregate principal amount, the interest rate, the payment date and certain other terms and conditions of the Notes have not been determined. Pricing of the Notes will be determined through a book building exercise to be conducted by Goldman Sachs (Asia) L.L.C., Merrill Lynch (Asia Pacific) Limited, Morgan Stanley & Co. International plc, and The Hongkong and Shanghai Banking Corporation Limited as the Joint Global Coordinators, Joint Lead Managers and Joint Bookrunners, and UBS AG Hong Kong Branch, Barclays Bank PLC and CLSA Limited as the Joint Lead Managers and Joint Bookrunners of the Proposed Notes Issue. Upon the finalization of the terms of the Notes, it is expected that the Company, Goldman Sachs (Asia) L.L.C., Merrill Lynch (Asia Pacific) Limited, Morgan Stanley & Co. International plc, The Hongkong and Shanghai Banking Corporation Limited, UBS AG Hong Kong Branch, Barclays Bank PLC and CLSA Limited and other initial purchasers (if any) will enter into the Purchase Agreement.

The Notes have not been, and will not be, registered under the U.S. Securities Act, or the securities laws of any other jurisdiction, and are being offered and sold in the United States only to qualified institutional buyers in reliance on Rule 144A under the U.S. Securities Act and outside the United States to non-U.S. persons (within the meaning of Regulation S of the U.S. Securities Act) in reliance on Regulation S under the U.S. Securities Act. None of the Notes will be offered to the public in Hong Kong.

No PRIIPs KID – No PRIIPs key information document has been prepared as the Notes will not be available to retail investors in the European Economic Area.

No UK PRIIPs KID – No UK PRIIPs key information document has been prepared as the Notes will not be available to retail investors in the United Kingdom.

REASONS FOR THE PROPOSED NOTES ISSUE

The Company intends to use the net proceeds of the Proposed Notes Issue primarily for refinancing of existing offshore indebtedness and other general corporate purposes. If an unforeseen event occurs or business conditions change, the Company may use the net proceeds of the Proposed Notes Issue differently than as described above, subject to the applicable mainland China laws and regulations.

LISTING

Application will be made to the Stock Exchange for the listing of, and permission to deal in, the Notes by way of debt issue to professional investors only. Listing of the Notes on the Stock Exchange is not to be taken as an indication of the merits of the Company or the Notes.

GENERAL

As no binding agreement in relation to the Proposed Notes Issue has been entered into as at the date of this announcement, the Proposed Notes Issue may or may not materialize. Investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company. Further announcement(s) in respect of the Proposed Notes Issue will be made by the Company as and when appropriate.

DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise:

“Board”	the Board of Directors
“Company”	Meituan (美团) (formerly known as Meituan Dianping (美团点评)), an exempted company with limited liability incorporated under the laws of the Cayman Islands on September 25, 2015, or Meituan (美团) and its subsidiaries and Consolidated Affiliated Entities, as the case may be
“Consolidated Affiliated Entities”	the entities the Company controls through contractual arrangements
“Director(s)”	the director(s) of the Company
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China

“Joint Global Coordinators, Joint Lead Managers and Joint Bookrunners”	Goldman Sachs (Asia) L.L.C., Merrill Lynch (Asia Pacific) Limited, Morgan Stanley & Co. International plc, and The Hongkong and Shanghai Banking Corporation Limited
“Joint Lead Managers and Joint Bookrunners”	UBS AG Hong Kong Branch, Barclays Bank PLC and CLSA Limited
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
“Notes”	the US\$ denominated senior notes proposed to be issued by the Company
“PRIIP”	packaged retail investment and insurance-based products (as defined by Regulation (EU) No. 1286/2014, as amended)
“Proposed Notes Issue”	the proposed issue of the Notes
“Purchase Agreement”	the agreement proposed to be entered into between, among others, the Company, Goldman Sachs (Asia) L.L.C., Merrill Lynch (Asia Pacific) Limited, Morgan Stanley & Co. International plc, The Hongkong and Shanghai Banking Corporation Limited, UBS AG Hong Kong Branch, Barclays Bank PLC and CLSA Limited, in relation to the Proposed Notes Issue
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“U.S. Securities Act”	the United States Securities Act of 1933, as amended from time to time
“UK PRIIP”	packaged retail investment and insurance-based products (as defined by Regulation (EU) No 1286/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018)
“United States”	the United States of America

By Order of the Board
Meituan
Wang Xing
Chairman

Hong Kong, September 23, 2024

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.