THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **Meitu, Inc.**, you should at once hand this circular together with the enclosed proxy form to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale was effected for transmission to the purchaser or the transferee.

meitu

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)

PROPOSED DECLARATION AND PAYMENT OF INTERIM DIVIDEND OUT OF SHARE PREMIUM ACCOUNT, ADOPTION OF THE NEW ARTICLES OF ASSOCIATION, CLOSURE OF REGISTER OF MEMBERS AND NOTICE OF EXTRAORDINARY GENERAL MEETING

A notice convening the extraordinary general meeting of Meitu, Inc. (the "**Company**") to be held at Emerald Room, Level 8, The Ritz-Carlton, Hong Kong, International Commerce Centre, 1 Austin Road West, Kowloon, Hong Kong on Wednesday, September 10, 2025 at 11:00 a.m. (Hong Kong time) (the "**EGM**") is set out on pages 15 to 18 of this circular. The form of proxy for use at the EGM is also enclosed with this circular. The form of proxy is also published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.meitu.com).

Whether or not you intend to attend the EGM, you are requested to complete the proxy form in accordance with the instructions printed thereon and return the same to the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding of the EGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting at the EGM, or any adjourned meeting, in person should you so wish and in such event, the instrument appointing a proxy shall be deemed to be revoked.

The Company will not distribute any corporate gifts (including but not limited to any gift coupons or gift vouchers) or provide any food or beverage to the attendees of the EGM.

August 25, 2025

CONTENTS

In this circular, the following expressions have the following meanings unless the context requires otherwise:

"Articles of Association"	the third amended and restated articles of association of the Company currently in force
"Board"	the board of Directors
"Cayman Companies Act"	the Companies Act (as revised) of the Cayman Islands, as amended from time to time
"Company"	Meitu, Inc. (Stock Code: 1357), an exempted company incorporated in the Cayman Islands with limited liability and the Shares of which are listed on the Main Board of the Stock Exchange
"Conditions"	has the meaning ascribed to it under the section headed "Conditions of the Declaration and Payment of the Interim Dividend out of the Share Premium Account" in the Letter from the Board of this circular
"Director(s)"	the director(s) of the Company
"EGM"	the extraordinary general meeting of the Company to be held at Emerald Room, Level 8, The Ritz-Carlton, Hong Kong, International Commerce Centre, 1 Austin Road West, Kowloon, Hong Kong on Wednesday, September 10, 2025 at 11:00 a.m. (Hong Kong time)
"Group"	the Company and its subsidiaries and consolidated affiliates
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China
"Interim Dividend"	the proposed interim dividend of HK$0.045 per Share in cash out of the Share Premium Account as recommended by the Board
"Latest Practicable Date"	August 18, 2025, being the latest practicable date of ascertaining certain information contained in this circular prior to its publication

"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"New Articles of Association"	the fourth amended and restated articles of association of the Company to be considered and approved for adoption by the Shareholders at the EGM
"Notice of EGM"	the notice dated August 25, 2025 convening the EGM as set out on pages 15 to 18 of this circular
"RMB"	Renminbi, the lawful currency of the People's Republic of China
"Share(s)"	ordinary share(s) of par value US$0.00001 each in the share capital of the Company
"Shareholder(s)"	registered holder(s) of the Shares
"Share Premium Account"	the share premium account of the Company
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"US$"	United States dollars, the lawful currency of the United States of America
"%"	per cent

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)

Executive Director:
Mr. WU Zeyuan
(Chairman and Chief Executive Officer)

Non-Executive Directors:
Mr. CHEN Jiarong
Mr. HONG Yupeng

Independent Non-Executive Directors:
Mr. ZHOU Hao
Mr. LAI Xiaoling
Ms. POON Philana Wai Yin

Registered Office:
Cricket Square, Hutchins Drive
PO Box 2681
Grand Cayman, KY1-1111
Cayman Islands

Principal Place of Business in Hong Kong:
Unit 7702A, Level 77
International Commerce Centre
1 Austin Road West
Kowloon, Hong Kong

August 25, 2025

To the Shareholders

Dear Sir or Madam,

PROPOSED DECLARATION AND PAYMENT OF INTERIM DIVIDEND OUT OF SHARE PREMIUM ACCOUNT, ADOPTION OF THE NEW ARTICLES OF ASSOCIATION, CLOSURE OF REGISTER OF MEMBERS AND NOTICE OF EXTRAORDINARY GENERAL MEETING

INTRODUCTION

The purpose of this circular is to provide you with information in connection with, the proposals to (i) declare and approve the declaration and payment of the Interim Dividend out of the Share Premium Account; and (ii) adopt the New Articles of Association, and to give you the Notice of EGM.

PROPOSED DECLARATION AND PAYMENT OF INTERIM DIVIDEND OUT OF SHARE PREMIUM ACCOUNT

Reference is made to the announcement of the Company dated August 18, 2025 in relation to, amongst others, the interim results of the Group for the six months ended June 30, 2025 and the proposed declaration and payment of the Interim Dividend.

Subject to the satisfaction of the Conditions set forth below, the Board proposes the declaration and payment of the Interim Dividend of HK$0.045 per Share in cash out of the Share Premium Account.

As at the Latest Practicable Date, the Company had 4,566,179,280 Shares in issue. Based on the number of issued Shares as at the Latest Practicable Date, the Interim Dividend, if declared and paid, will amount to approximately HK$205.5 million (equivalent to approximately RMB187.1 million) in aggregate. Subject to the fulfilment of the Conditions, the Interim Dividend is intended to be paid out of the Share Premium Account pursuant to Articles 133 and 134 of the Articles of Association.

As at June 30, 2025, based on the unaudited consolidated financial statements of the Group for the six months ended June 30, 2025, the amount standing to the credit of the Share Premium Account was approximately RMB6,418.9 million (equivalent to approximately HK$7,038.6 million). Based on the number of issued Shares as at the Latest Practicable Date and assuming that there will be no further change to the amount standing to the credit of the Share Premium Account immediately before payment of the Interim Dividend, immediately following the payment of the Interim Dividend, there will be a remaining balance of approximately RMB6,231.8 million (equivalent to approximately HK$6,844.0 million) standing to the credit of the Share Premium Account.

The Interim Dividend is not subject to any withholding tax.

As at the Latest Practicable Date, no treasury shares were held by the Company (including any treasury shares held or deposited with the Central Clearing and Settlement System (CCASS)). Treasury shares of the Company (if any) would not receive the Interim Dividend.

Conditions of the Declaration and Payment of the Interim Dividend out of the Share Premium Account

The declaration and payment of the Interim Dividend out of the Share Premium Account is conditional upon the satisfaction of the following Conditions:

(a) the passing of an ordinary resolution by the Shareholders at the EGM (or any adjournment thereof) declaring and approving the payment of the Interim Dividend out of the Share Premium Account pursuant to Articles 133 and 134 of the Articles of Association; and

(b) the Directors being satisfied that the Company will, immediately following the date on which the Interim Dividend is proposed to be paid, be able to pay its debts as they fall due in the ordinary course of business.

The Conditions cannot be waived. If any of the Conditions is not satisfied, the Interim Dividend will not be paid.

Subject to the fulfilment of the Conditions, it is expected that the Interim Dividend will be paid in cash on or about September 26, 2025 to those Shareholders whose names appear on the register of members of the Company at the close of business on September 18, 2025, being the record date for determination of entitlements to the Interim Dividend.

Reasons for and Effect of the Declaration and Payment of the Interim Dividend out of the Share Premium Account

The Company is a holding company and a significant part of the Group's business is carried out through operating companies within the Group at which level earnings are retained. As such, the Company may not have sufficient retained earnings to pay the Interim Dividend at the holding company level. Having taken into account a number of factors including cash flow and financial condition of the Company, the Board considers it appropriate and proposes that Interim Dividend be paid out of the Share Premium Account in accordance with Articles 133 and 134 of the Articles of Association. The Board considers that it may be unnecessary to maintain the Share Premium Account at the current level and it is in the interests and for the commercial benefit of the Company and the Shareholders as a whole to distribute the Interim Dividend in recognition of Shareholders' support.

The Board believes that the payment of the Interim Dividend will not have any material adverse effect on the underlying assets, business, operations or financial position of the Group and does not involve any reduction in the authorised or issued share capital of the Company or reduction in the nominal or par value of the Shares or result in any change in the trading arrangements in respect of the Shares.

The Directors are of the view that there are no reasonable grounds for believing that the Company will, immediately following the date on which the Interim Dividend is proposed to be paid, be unable to pay its debts as they fall due in the ordinary course of business.

The Company does not have a fixed dividend payout ratio but the Company intends to continue to maintain a stable dividend payout ratio per year.

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND ADOPTION OF THE NEW ARTICLES OF ASSOCIATION

In order to (i) bring the Articles of Association in line with the relevant requirements of the applicable laws of the Cayman Islands and the Listing Rules in relation to the treatment of treasury share(s) of the Company, (ii) provide greater flexibility and address any uncertainties on the declaration and distribution of dividends to Shareholders pursuant to the Articles of Association, and in particular, remove the requirement of an ordinary resolution for payment of dividends out of the Share Premium Account, and (iii) make some other minor and housekeeping changes, the Board proposes to amend the Articles of Association by way of adopting the New Articles of Association in substitution for and to the exclusion of the Articles of Association. Details of the proposed amendments to be made to the Articles of Association to be incorporated into the New Articles of Association are set out in Appendix I to this circular.

Notwithstanding the proposed amendments to the Articles of Association, the contents of the other articles of the Articles of Association shall remain unchanged.

The Company has been advised by its legal advisers that the proposed amendments of the Articles of Association conform with the Listing Rules (including the requirements of Appendix A1) and the laws of the Cayman Islands. The Company also confirms that there is nothing unusual about the proposed amendments to the Articles of Association for a company listed on the Stock Exchange.

A special resolution will be proposed at the EGM for the Shareholders to, among others, consider and, if thought fit, approve the adoption of the New Articles of Association (incorporating the proposed amendments to the Articles of Association). The New Articles of Association will take effect on the date on which the New Articles of Association is approved at the EGM by way of a special resolution.

EXTRAORDINARY GENERAL MEETING

The Notice of EGM, which contains, *inter alia*, an ordinary resolution to approve the declaration and payment of the Interim Dividend out of the Share Premium Account, and a special resolution to approve the adoption of the New Articles of Association, is set out on pages 15 to 18 of this circular.

CLOSURE OF REGISTER OF MEMBERS AND DATE OF PAYMENT OF THE INTERIM DIVIDEND

Shareholders who are entitled to attend, speak and vote at the EGM (or any adjournment thereof) are those whose names appear on the register of members of the Company on Wednesday, September 10, 2025 being the record date for determination of entitlement to attend and vote at the EGM. For the purpose of determining the identity of the Shareholders who are entitled to attend and vote at the EGM (or any adjournment thereof), the register of members will be closed from Friday, September 5, 2025 to Wednesday, September 10, 2025, both days inclusive, during which period no transfer of Shares will be effected. In order to be eligible to attend and vote at the EGM (or any adjournment thereof), all transfers of Shares accompanied by the relevant share certificates and transfer forms must be lodged with the Company's branch share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration not later than 4:30 p.m. on Thursday, September 4, 2025.

Subject to the satisfaction of the Conditions, it is expected that the Interim Dividend will be paid in cash on or about September 26, 2025 to those Shareholders whose names appear on the register of members of the Company at the close of business on September 18, 2025, being the record date for determination of entitlement to the Interim Dividend. If the Interim Dividend is approved by the Shareholders at the EGM, for the purpose of determining the entitlement to the Interim Dividend, the register of members will be closed from Tuesday, September 16, 2025 to Thursday, September 18, 2025, both days inclusive, during which period no transfer of Shares will be effected. In order to qualify for the Interim Dividend, all transfers of Shares accompanied by the relevant share certificates and transfer forms must be lodged with the Company's branch share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration not later than 4:30 p.m. on Monday, September 15, 2025.

VOTING BY WAY OF POLL

All the resolutions at the EGM shall be taken by poll in accordance with Rule 13.39(4) of the Listing Rules and Article 66(1) of the Articles of Association, except where the chairman of the meeting, in good faith, decides to allow a resolution that relates purely to a procedural or administrative matter to be voted on by a show of hands pursuant to the Listing Rules.

Pursuant to Article 66(1) of the Articles of Association, subject to any special rights, privileges or restrictions as to voting for the time being attached to any class or classes of Shares, at any general meeting on a poll every Shareholder present in person (or in the case of a Shareholder being a corporation, by its duly authorised representative) or by proxy shall have one vote for each fully paid Share registered in his/her/its name in the Company's register of members.

An announcement on the poll results will be made by the Company after the EGM in the manner prescribed under Rule 13.39(5) of the Listing Rules.

ACTION TO BE TAKEN

The Notice of EGM is set out on pages 15 to 18 of this circular.

A proxy form for use at the EGM is enclosed herein. Such form of proxy is also published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.meitu.com). Whether or not you intend to attend the EGM, you are requested to complete the proxy form in accordance with the instructions printed thereon and return the same to the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the EGM or any adjournment thereof. Completion and return of the proxy form will not preclude Shareholders from attending and voting in person at the EGM, or any adjourned meeting, should they so wish and in such event, the instrument appointing a proxy shall be deemed to be revoked.

RECOMMENDATION

The Directors believe that the proposed resolutions to declare and approve the payment of the Interim Dividend out of the Share Premium Account and to adopt the New Articles of Association (incorporating the proposed amendments to the Articles of Association), are in the interests and for the commercial benefit of the Company and the Shareholders as a whole. Accordingly, the Directors recommend that all the Shareholders should vote in favour of such resolutions at the EGM.

OTHER

Should there be any discrepancy between English and Chinese versions of this circular, the English version shall prevail.

Yours faithfully
For and on behalf of the Board
Meitu, Inc.
Wu Zeyuan
Chairman

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Details of the proposed amendments to the Articles of Association to be incorporated into the New Articles of Association are set out as follows:

Article 2(1)

(1) By adding the following definition immediately after the definition of "Act":

""address"	shall have the ordinary meaning given to it and shall include any facsimile number, electronic number, email address or address or website used for the purposes of any communication pursuant to these Articles."

(2) By adding the following definition immediately after the definition of "Designated Stock Exchange":

""electronic"	shall mean relating to technology having electrical, digital, electronic, magnetic, wireless, optical, electromagnetic or similar capabilities and such other meanings as given to it in the Electronic Transactions Act (as revised) of the Cayman Islands (as may be amended from time to time)."

(3) By adding the following definition immediately after the definition of "electronic communication":

""electronic means"	include sending or otherwise making available to the intended recipients of the communication an electronic communication."

(4) By adding the following definitions immediately after the definition of "electronic meeting":

""electronic signature"	has the same meaning ascribed to it in the Electronic Transactions Act (as revised) of the Cayman Islands (as may be amended from time to time).
"HK Companies Ordinance"	the Companies Ordinance, Cap. 622 of the Laws of Hong Kong as may be amended from time to time."

(5) By deleting the single quotation mark at the beginning of the definition of "hybrid meeting" and replacing it with a double quotation mark.

(6) By adding the following definition immediately after the definition of "physical meeting":

""place"	for the purpose of these Articles, shall be taken to include physical, electronic and virtual platforms."

(7) By adding the following definition immediately after the definition of "substantial shareholder":

""treasury share(s)"	share(s) of the Company purchased or redeemed by the Company or surrendered to the Company pursuant to the Act and have been held in the name of the Company as treasury share(s)."

Article 2(2)

(8) By adding the following new sub-paragraph immediately after Article 2(2)(h):

"(i) references in these Articles to notices and proxies will apply *mutatis mutandis* to electronic notices and electronic proxies provided always that said electronic notices and electronic proxies shall be designed, restricted and limited to their respective use in accordance with these Articles for notices or proxies as may be relevant;"

(9) By renumbering the existing Article 2(2)(i), (j), (k), (l), (m) and (n) to Article 2(2)(j), (k), (l), (m), (n) and (o) respectively.

Article 3(2)

(10) By adding the following words immediately after the end of Article 3(2):

"Such shares may be cancelled upon being purchased or acquired, or (if permitted by the Listing Rules and subject to the Act) be held as treasury shares, as the Board thinks fit. The Company shall be entered in the Register as holding such shares as treasury shares. For the avoidance of doubt, the Company shall not be treated as a Member for any purpose and shall not exercise any rights in respect of those treasury shares, including any right to attend and vote at meeting of Members, save as expressly provided for in the Act. Subject to the provisions of these Articles and the Listing Rules, any shares of the Company held by the Company as treasury shares shall be at the disposal of the Board, which may hold all or any of the shares, dispose of or transfer all or any of the shares whether or not for valuable consideration, or cancel all or any of the shares."

Article 6

(11) By adding the words ", save for the use of share premium as expressly permitted by the Act," in between the words "reduce its share capital" and "or any capital redemption reserve" in Article 6.

Article 10

(12) By adding the words "(other than the Company in respect of any treasury shares)" in between the words "nominal value of the issued shares of that class" and "or with the sanction of a special resolution", and immediately after the words "a separate general meeting of the holders of the shares of that class" in Article 10.

(13) By adding the words "(other than the Company in respect of any treasury shares)" in between the words "(or in the case of a Member being a corporation, its duly authorised representative)" and "holding or representing by proxy", and also after the words "nominal value of the issued shares of that class" in Article 10(a).

(14) By adding the words "(other than the Company in respect of any treasury shares)" in between the words "every holder of shares of the class" and "shall be entitled to one vote" in Article 10(b).

(15) By adding the words "on a poll" in between the words "shall be entitled to one vote" and "for every such share held by him" in Article 10(b).

Article 12(2)

(16) By adding the words "and/or cancel" in between the words "The Board may issue" and "warrants or convertible securities" in Article 12(2).

Article 43(1)(a)

(17) By adding the words "(including the Company as a holder of treasury shares, if any)" in between the words "each Member" and ", the number and class of shares" in Article 43(1)(a).

Article 44

(18) By adding the words "Except when the register of the Company is closed in accordance with the Act and/or the HK Companies Ordinance," at the beginning of Article 44 and replacing the word "The" with "the" at the beginning of Article 44.

(19) By adding the words "announcement or" in between the words "after notice has been given by" and "advertisement" in Article 44.

Article 46(1)

(20) By deleting the words "under hand or, if the transferor or transferee is a clearing house or its nominee(s)," in Article 46(1).

Article 54

(21) By deleting the words "such a person may vote at meetings" and replacing them with "such a person may vote at general meetings of the Company" in Article 54.

Article 61(1)

(22) By deleting the words "All business shall be deemed special that is transacted at an extraordinary general meeting, and also all business that is transacted at an annual general meeting, with the exception of:" and replacing them with "All business that is transacted at any general meeting of the Company shall be deemed special, with the exception of:" at the beginning of Article 61(1).

Article 68

(23) By adding the words "or (in the case of a Member being a corporation) by its duly authorised representative" immediately after the word "proxy" at the end of Article 68.

Article 73

(24) By adding the following new sub-paragraph (4) immediately after Article 73(3):

"(4) Any Member (or through its authorised representative) or their appointed proxy attending any general meeting of the Company either in person or by telephonic or electronic means pursuant to these Articles may cast their vote by means, electronic or otherwise, as the Board or the chairman of the meeting may determine and as may be provided for by these Articles."

Article 77(2)

(25) By adding the words "or electronic means" in between the words "an electronic address" and "in accordance with the preceding paragraph" in Article 77(2).

(26) By adding the words "such documents (or copies thereof)" in between the words "in accordance with the preceding paragraph," and "shall be received at the electronic address specified" in Article 77(2).

Article 81(1)

(27) By adding the words "in accordance with its constitutional documents or in the absence of such provision" in between the words "a Member may" and "by resolution of its directors" in Article 81(1).

(28) By adding the words ", or subject to the Statutes, at any meeting of creditors of the Company" immediately after the words "any meeting of any class of Members" in Article 81(1).

Article 82

(29) By adding the words "Subject to the Act," at the beginning of Article 82 and replacing the word "A" with "a" at the beginning of Article 82.

Article 101(4)

(30) By replacing the words "Companies Ordinance (Chapter 622 of the laws of Hong Kong)" with "HK Companies Ordinance" in Article 101(4).

Article 134

(31) By deleting the words "With the sanction of an ordinary resolution" and capitalising the first letter in the word "dividends" in the second sentence of Article 134.

Article 136

(32) By deleting Article 136 in its entirety and replacing it with the following:

"The Board may from time to time declare and pay to the Members dividends of such amounts and currency and on such dates and out of such distributable funds (including but not limited to the share premium account) of the Company as it thinks fit, and in particular (but without prejudice to the generality of the foregoing) if at any time the share capital of the Company is divided into different classes, the Board may pay such dividends in respect of those shares in the capital of the Company which confer on the holders thereof deferred or non-preferential rights as well as in respect of those shares which confer on the holders thereof preferential rights with regard to dividend and provided that the Board acts bona fide the Board shall not incur any responsibility to the holders of shares conferring any preference for any damage that they may suffer by reason of the payment of any dividend on any shares having deferred or non-preferential rights."

Article 143

(33) By adding the words ", including without limitation paying distributions or dividends to Members" immediately after the words "in any manner permitted by the Act" in the second sentence of Article 143(1).

(34) By adding the words "or declaring" in between the words "Before recommending" and "any dividend" in Article 143(2).

Article 149

(35) By deleting the word "printed" in Article 149.

(36) By adding the word "annual" in between the words "twenty one (21) days before the date of the" and "general meeting" in Article 149.

(37) By replacing the word "Company" with "Members" in between the words "laid before the" and "at the annual general meeting" in Article 149.

Article 158(3)

(38) By adding the words "The signature to any notice to be given by the Company may be written or printed or in electronic form." at the end of Article 158(3).

Article 160

(39) By deleting the words "by post to or left at the registered address of any Member" and replacing the same with "in any manner" in Article 160(1).

(40) By deleting the words "it through the post in a prepaid letter, envelope or wrapper" and replacing the same with "such notice" in Article 160(2).

(41) By adding the words "in accordance with these Articles" in between the words "Notice in any manner" and "in which the same might have been given" in Article 160(2).

Article 168

(42) By adding the following new Article 168 after Article 167:

"CONTINUATION

168. The Company shall have the power, subject to the provisions of the Act and with the approval of a special resolution, to continue as a body incorporated under the laws of any jurisdiction outside of the Cayman Islands and to be de-registered in the Cayman Islands."

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)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the "**EGM**") of Meitu, Inc. (the "**Company**") will be held at Emerald Room, Level 8, The Ritz-Carlton, Hong Kong, International Commerce Centre, 1 Austin Road West, Kowloon, Hong Kong on Wednesday, September 10, 2025 at 11:00 a.m. (Hong Kong date and time) for the following purposes:

ORDINARY BUSINESS

1. To consider and, if thought fit, pass with or without amendments, the following as an ordinary resolution of the Company:

   "**THAT**:

   (a) the declaration and payment of an interim dividend of HK$0.045 per ordinary share of par value US$0.00001 each in the capital of the Company, in cash out of the share premium account of the Company (the "**Interim Dividend**") to shareholders of the Company be and is hereby approved; and

   (b) any director of the Company ("**Director**") be and is hereby authorised to take such action, do such things and execute such further documents as the Director may at his/her absolute discretion consider necessary or desirable for the purpose of or in connection with the implementation of the payment of the Interim Dividend."

SPECIAL BUSINESS

2. To consider and, if thought fit, pass with or without amendments, the following as a special resolution of the Company:

   "**THAT, AS A SPECIAL RESOLUTION** the existing third amended and restated articles of association of the Company ("**Articles of Association**") currently in force be amended in the manner as set out in the circular of the Company dated August 25, 2025 (the "**Circular**") and the fourth amended and restated articles of association of the Company (the "**New Articles of Association**") in the form of the document marked "A" as produced at the EGM and for the purpose of identification initialed by the chairman of the EGM, which consolidates all the proposed amendments to the Articles of Association mentioned in the Circular, be approved and adopted as the articles of association of the Company in substitution for and to the exclusion of the Articles of Association with immediate effect after the close of the EGM and that the Directors, the company secretary of the Company and/or the registered office provider of the Company be and are hereby authorised to do all things necessary to implement the adoption of the New Articles of Association including without limitation, attending to the necessary filings with the Registrars of Companies in Hong Kong and the Cayman Islands."

By order of the Board
Meitu, Inc.
WU Zeyuan
Chairman

Hong Kong, August 25, 2025

Principal Place of Business in Hong Kong:
Unit 7702A, Level 77
International Commerce Centre
1 Austin Road West
Kowloon, Hong Kong

Registered Office:
Cricket Square, Hutchins Drive
PO Box 2681
Grand Cayman, KY1-1111
Cayman Islands

Notes:

(1) The EGM will be held in the form of a physical meeting. All resolutions at the EGM will be taken by poll pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and the Articles of Association, except where the chairman of the meeting, in good faith, decides to allow a resolution that relates purely to a procedural or administrative matter to be voted on by a show of hands pursuant to the Listing Rules and the Articles of Association. The results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.meitu.com) in accordance with the Listing Rules.

(2) Any shareholder of the Company who is the holder of two or more shares and is entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote in his/her/its stead. A proxy need not be a shareholder of the Company. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.

(3) In order to be valid, a form of proxy together with the power of attorney or other authority (if any) under which it is signed or a certified copy of that power or authority, must be delivered at the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof (as the case may be). The completion and return of the form of proxy shall not preclude shareholders of the Company from attending and voting in person at the EGM (or any adjourned meeting thereof) if they so wish and in such event, the instrument appointing a proxy shall be deemed to be revoked.

(4) Where there are joint holders of any share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at any meeting the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.

(5) Shareholders of the Company who are entitled to attend, speak and vote at the EGM (or any adjournment thereof) are those whose names appear on the register of members of the Company on Wednesday, September 10, 2025. For the purpose of determining the identity of the Shareholders who are entitled to attend, speak and vote at the EGM (or any adjournment thereof), the register of members of the Company will be closed from Friday, September 5, 2025 to Wednesday, September 10, 2025, both days inclusive, during which period no share transfers can be registered. In order to qualify for attending the EGM (or any adjournment thereof), all transfers of shares of the Company accompanied by the relevant share certificates and transfer forms must be lodged with the Hong Kong branch share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Thursday, September 4, 2025.

(6) If the Interim Dividend is approved by the shareholders of the Company at the EGM, for the purpose of determining the entitlement to the Interim Dividend, the register of members of the Company will be closed from Tuesday, September 16, 2025 to Thursday, September 18, 2025, both days inclusive, during which period no transfer of shares will be effected. In order to qualify for the Interim Dividend, all transfers of shares of the Company accompanied by the relevant share certificates and transfer forms must be duly completed and lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on Monday, September 15, 2025.

(7) If a tropical cyclone warning signal no. 8 or above, "extreme conditions" caused by a super typhoon or a black rainstorm warning signal is in force at any time between 8 a.m. and 11 a.m. (Hong Kong time) on the day of the EGM, the EGM will be adjourned or postponed. The Company will post an announcement on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.meitu.com) to notify shareholders of the Company of the date, time and place of the adjourned or postponed meeting.

(8) A circular containing further details concerning the proposed resolutions set out in this notice will be sent to all shareholders of the Company together with this notice.

As at the date of this notice, the executive Director is Mr. Wu Zeyuan (also known as Mr. Wu Xinhong); the non-executive Directors are Mr. Chen Jiarong and Mr. Hong Yupeng; the independent non-executive Directors are Mr. Zhou Hao, Mr. Lai Xiaoling and Ms. Poon Philana Wai Yin.