

Instructions for Attending the 2026 Annual General Meeting of Shareholders of NetEase, Inc. (the “Company”)

Q: When and where is the 2026 Annual General Meeting of Shareholders?

A: The 2026 Annual General Meeting of Shareholders will be held on June 23, 2026 at 10:00 a.m., Beijing time, at the Company’s offices located at:

No. 399 Wangshang Road, Binjiang District

Hangzhou, Zhejiang Province, People’s Republic of China 310052

The 2026 Annual General Meeting of Shareholders is expected to be around 60 to 90 minutes.

We intend to hold the 2026 Annual General Meeting of Shareholders in person at the time and location specified above. In the event that it is not possible or advisable to hold the 2026 Annual General Meeting of Shareholders at the time or the location specified above, we will announce on our website (<http://ir.netease.com>), the website of the U.S. Securities and Exchange Commission (www.sec.gov) and the website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) alternative arrangements for the meeting as promptly as practicable. Please monitor our website, and the websites of the U.S. Securities and Exchange Commission and Hong Kong Exchanges and Clearing Limited for updated information. If you are planning to attend the 2026 Annual General Meeting of Shareholders, please check the websites one week prior to the meeting date. As always, we encourage you to vote your shares by proxy (for holders of the Company’s ordinary shares) or voting instruction (for holders of in the form of American depositary shares (ADSs)) prior to the 2026 Annual General Meeting of Shareholders.

Q: Who is entitled to vote at the 2026 Annual General Meeting of Shareholders?

A: **If you were a holder of record of the Company’s ordinary shares as of the close of business, Hong Kong time, on May 26, 2026 (the “Ordinary Share Record Date”):** you can vote by either attending the meeting in person or by returning the proxy card previously distributed to ordinary shareholders to us as instructed in the Proxy Statement.

If you were a holder of record of the Company’s ADSs as of the close of business, New York time, on May 26, 2026 (the “ADS Record Date”): We have instructed The Bank of New York Mellon to disseminate to ADS holders a voting instruction card and a notice of meeting providing to ADS holders information with regard to the 2026 Annual General Meeting of Shareholders and a statement and instructions as to voting by ADS holders on or about May 27, 2026. Upon the timely receipt of a properly completed voting instruction card by The Bank of New York Mellon, it, as depositary of the ADSs, will endeavor, to the extent practicable and legally permissible, to vote or cause to be voted the amount of ordinary shares represented by the ADSs, evidenced by American depositary receipts related to those ADSs, in accordance with the instructions set forth in such request. **As the holder of record for all the ordinary shares represented by the ADSs, only The Bank of New York Mellon may vote those ordinary shares at the 2026 Annual General Meeting of Shareholders. Holders of ADSs may attend but may not vote at such meeting.**

Q: What is the agenda for the 2026 Annual General Meeting?

A: At the 2026 Annual General Meeting of Shareholders, the chairman of the meeting will hold a vote for the following proposals which have been included in the Notice of 2026 Annual General Meeting of Shareholders and Proxy Statement (both of which can be accessed on our website (<http://ir.netease.com>), the website of the U.S. Securities and Exchange Commission (www.sec.gov) and the website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk)):

1. As an ordinary resolution, to re-elect the following six directors of the Company (the “**Directors**”) to serve for the ensuing year until the next annual general meeting of shareholders and until their successors are elected and duly qualified, or until such Directors are otherwise vacated in accordance with the Company’s memorandum and articles of association (as amended from time to time): Mr. William Lei Ding, Ms. Alice Cheng, Ms. Grace Tang, Mr. Joseph Tong, Mr. Michael Leung and Mr. Johnny Chan.
2. As an ordinary resolution, to ratify and approve the appointments of PricewaterhouseCoopers Zhong Tian LLP and PricewaterhouseCoopers as auditors of the Company for U.S. financial reporting and Hong Kong financial reporting purposes, respectively, for the fiscal year ending December 31, 2026 and until the conclusion of the next annual general meeting of the Company, and to authorize the Company’s board of directors to fix their remuneration.
3. As an ordinary resolution, to grant a general mandate to the Directors to allot, issue or deal with additional ordinary shares in the share capital of the Company (the “**Shares**”) and/or the ADSs representing Shares not exceeding 10% of the total number of issued and outstanding Shares (excluding any Treasury Shares as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**HK Listing Rules**”)) as at the date of the 2026 Annual General Meeting of Shareholders.
4. As an ordinary resolution, to grant a general mandate to the Directors to repurchase Shares and/or ADSs not exceeding 10% of the total number of issued and outstanding Shares (excluding any Treasury Shares) as at the date of the 2026 Annual General Meeting of Shareholders.
5. (a) As an ordinary resolution, to amend and restate the Company’s Amended and Restated 2019 Share Incentive Plan as the Second Amended and Restated 2019 Share Incentive Plan.

(b) Conditional on the passing of the foregoing resolution 5(a), as an ordinary resolution, to approve and adopt the Consultant Sublimit as defined in the Second Amended and Restated 2019 Share Incentive Plan.
6. As a special resolution, to amend the existing memorandum and articles of association of the Company by adopting the proposed Third Amended and Restated Memorandum and Articles of Association of the Company in substitution for, and to the exclusion of, the existing memorandum and articles of association of the Company mainly to (i) bring the memorandum and articles of association of the Company in line with the HK Listing Rules in relation to,

among other things, allowing hybrid general meetings and electronic voting; and
(ii) incorporate certain consequential and housekeeping amendments.

After the vote for the foregoing proposals has been taken and the results announced by the chairman of the meeting, the business portion of the meeting will be adjourned. Thereafter, there will be a question and answer period, which is expected to last no longer than 30 minutes. At the conclusion of the question and answer session, the meeting will be closed, and all attendees will depart the Company's premises at that time.

Q: What if I have a question to be raised at the 2026 Annual General Meeting of Shareholders?

A: Questions should be relevant to matters at the 2026 Annual General Meeting of Shareholders, including questions regarding the proposals submitted at the meeting and the business of the Company. The chairman of the meeting will answer as many of the most frequently asked questions as possible during the time allotted at the 2026 Annual General Meeting of Shareholders. Please submit questions by email to ir@service.netease.com. Please write "Questions from Shareholders" in the subject line of the email.

Q: What do I need to do if I wish to attend the 2026 Annual General Meeting of Shareholders in person?

A: Record holders of ordinary shares registered on our Hong Kong or Cayman registers on the Ordinary Share Record Date may attend the 2026 Annual General Meeting of Shareholders with valid proof of identification. If you are attending as the legal representative of a record holder of ordinary shares, please also bring the relevant documentation.

Those who hold ordinary shares indirectly held through a brokerage firm, bank or other financial institution who wish to attend the 2026 Annual General Meeting of Shareholders and/or vote in person should contact their brokerage firm, bank or other financial institution to arrange for such attendance and bring valid proof of identification to the 2026 Annual General Meeting of Shareholders.

Record holders of ADSs on the ADS Record Date may attend the 2026 Annual General Meeting of Shareholders with valid proof of identification and ADS ownership as of the ADS Record Date. Those who hold ADSs indirectly through a brokerage firm, bank or other financial institution should contact their brokerage firm, bank or other financial institution for a letter or brokerage statement confirming their ADS ownership as of such date to bring along with valid proof of identification to the 2026 Annual General Meeting of Shareholders.

All attendees will also be required to sign-in to the meeting. We encourage shareholders planning to attend the 2026 Annual General Meeting of Shareholders in person to preregister by sending an email to ir@service.netease.com.

Please note that cameras, sound or video recording equipment, mobile phones, smartphones or other similar equipment and electronic devices are not permitted to be used during the 2026 Annual General Meeting of Shareholders.