

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this document, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this document.



NetEase, Inc.

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9999)

**FORM OF PROXY FOR USE AT THE 2022 ANNUAL GENERAL MEETING OF
SHAREHOLDERS**

Attached please find the proxy card for holders of ordinary shares, which serves as the form of proxy for the 2022 Annual General Meeting of Shareholders of NetEase, Inc. (the "Company") to be held on June 16, 2022. This form of proxy is also available for viewing on the Company's website at <http://ir.netease.com>.

By Order of the Board
NetEase, Inc.
William Lei Ding
Director

Hangzhou, China, April 29, 2022

As at the date of this document, the board of directors of the Company comprises Mr. William Lei Ding as the director, and Ms. Alice Cheng, Mr. Denny Lee, Mr. Joseph Tong, Mr. Lun Feng and Mr. Michael Leung as the independent directors.

**THIS PROXY IS SOLICITED ON BEHALF OF
THE BOARD OF DIRECTORS OF NETEASE, INC.
FOR THE 2022 ANNUAL GENERAL MEETING OF SHAREHOLDERS
TO BE HELD ON JUNE 16, 2022**

The undersigned shareholder, ⁽¹⁾ _____ [insert name] of _____ [insert address], being a shareholder of ⁽²⁾ _____ ordinary shares of NETEASE, INC., a Cayman Islands company (the “Company”), hereby acknowledges receipt of the notice of 2022 Annual General Meeting of Shareholders and proxy statement, both dated April 29, 2022, and hereby appoints _____ [may be left blank] ⁽³⁾ or William Lei Ding or Charles Zhaoxuan Yang, as proxy, with full power to each of substitution, on behalf and in the name of the undersigned, to represent the undersigned at the 2022 Annual General Meeting of Shareholders of the Company to be held on June 16, 2022 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, and at any adjournment or postponement thereof, and to vote all ordinary shares which the undersigned would be entitled to vote if then and there personally present, on the matters set forth below (i) as specified by the undersigned below and (ii) in the discretion of any proxy upon such other business as may properly come before the meeting, all as set forth in the notice and the proxy statement of the 2022 Annual General Meeting of Shareholders previously furnished to you either through the internet or paper or email copy.

This proxy when properly executed will be voted in the manner directed herein by the undersigned shareholder ⁽⁴⁾. If no direction is made, this proxy will be voted in the proxy holder’s discretion.

PROPOSAL NO. 1: Re-elect the following 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’ earlier death, bankruptcy, insanity, resignation or removal:

PROPOSAL NO. 1	NAME	FOR	AGAINST	ABSTAIN
1a	William Lei Ding	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1b	Alice Yu-Fen Cheng	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1c	Joseph Tze Kay Tong	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1d	Lun Feng	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1e	Michael Man Kit Leung	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

FOR ALL NOMINEES

- (1) Full name(s) and address(es) to be inserted in BLOCK CAPITALS.
(2) Please insert the number of shares registered in your name(s) to which the proxy relates. If no number is inserted, this proxy will be deemed to relate to all the shares of the Company registered in your name(s).
(3) You may leave this blank unless you wish to appoint someone to attend the 2022 Annual General Meeting of Shareholders in person to vote your shares.
(4) **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED “FOR.” IF YOU WISH TO VOTE AGAINST ANY RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED “AGAINST.”** Failure to complete any or all the boxes will entitle your proxy to cast his/her votes at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the meeting other than those referred to in the Notice of the 2022 Annual General Meeting of Shareholders.

PROPOSAL NO. 2: Ratify the appointment of PricewaterhouseCoopers Zhong Tian LLP and PricewaterhouseCoopers as auditors of NetEase, Inc. for the fiscal year ending December 31, 2022 for U.S. financial reporting and Hong Kong financial reporting purposes, respectively.

FOR

AGAINST

ABSTAIN

DATED: _____, 2022

SHAREHOLDER NAME:⁽⁵⁾

Signature

Signature

This proxy should be marked, dated and signed by the shareholder(s) exactly as his or her name appears on the register of members of the Company, and returned promptly.

Holders of ordinary shares registered on our branch register of members in Hong Kong must return this proxy by mail or by hand to Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong, which should be received by no later than 10:00 a.m., Hong Kong time, on June 14, 2022.

Holders of ordinary shares registered on our principal register of members in Cayman Islands must return this proxy by e-mail to ir@service.netease.com, by no later than 10:00 a.m., Hong Kong time, on June 14, 2022.

Persons signing in a fiduciary capacity should so indicate. If shares are held by joint tenants or as community property, both should sign.⁽⁶⁾

Please date, sign and mail this proxy card back as soon as possible!⁽⁷⁾

- _____
(5) This proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be under the hand of an officer or attorney duly authorized on that behalf.
(6) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s), and for this purpose seniority will be determined by the order in which the names stand in the Register of Members of the Company.
(7) Completion and delivery of this proxy will not preclude you from attending and voting at the annual general meeting if you so wish and, in such event, this proxy shall be deemed to be revoked.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your name and address is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the 2022 Annual General Meeting of the Shareholders of the Company (the "Purpose"). We may transfer your name and address to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purpose and to such parties who are authorized by law to request the information or are otherwise relevant for the Purpose and need to receive the information. Your name and address will be retained for such period as may be necessary to fulfill the Purpose. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to Computershare Hong Kong Investor Services Limited at the above address.