

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, 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 announcement.*

*This announcement is not for distribution, directly or indirectly, in or into the United States, Canada or Japan. This announcement does not constitute an offer to sell or the solicitation of an offer to buy any securities in the United States or any other jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. A registration statement relating to these securities has been filed with the Securities and Exchange Commission but has not yet become effective. These securities may not be sold nor may offers to buy be accepted prior to the time the registration statement becomes effective. Any offering of securities to be made in the United States will be made by means of a prospectus. Such prospectus will contain detailed information about Alibaba Group Holding Limited (the “Company”) making the offer and its management and financial statements.*

*This advertisement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities.*

**US\$300,000,000 Floating Rate Senior Notes due 2017 (Stock Code: 5840)**

**US\$1,000,000,000 1.625% Senior Notes due 2017 (Stock Code: 5841)**

**US\$2,250,000,000 2.500% Senior Notes due 2019 (Stock Code: 5842)**

**US\$1,500,000,000 3.125% Senior Notes due 2021 (Stock Code: 5843)**

**US\$2,250,000,000 3.600% Senior Notes due 2024 (Stock Code: 5844)**

**US\$700,000,000 4.500% Senior Notes due 2034 (Stock Code: 5845)**

Issued by



**Alibaba Group Holding Limited**

*(Incorporated in the Cayman Islands with limited liability)*

## **PROPOSED EXCHANGE OFFER OF THE OUTSTANDING NOTES**

The board of directors (the “**Board**”) of the Company announces that the Company has filed a Form F-4 Registration Statement with the United States Securities and Exchange Commission in relation to the proposed offer to exchange all the outstanding unregistered US\$300,000,000 aggregate principal amount of floating rate senior notes due 2017, US\$1,000,000,000 aggregate principal amount of 1.625% senior notes due 2017, US\$2,250,000,000 aggregate principal amount of 2.500% senior notes due 2019, US\$1,500,000,000 aggregate principal amount of 3.125% senior notes due 2021, US\$2,250,000,000 aggregate principal amount of 3.600%

senior notes due 2024 and US\$700,000,000 aggregate principal amount of 4.500% senior notes due 2034 (together, the “**Outstanding Notes**”) for an equal principal amount of floating rate senior notes due 2017, 1.625% senior notes due 2017, 2.500% senior notes due 2019, 3.125% senior notes due 2021, 3.600% senior notes due 2024, and 4.500% senior notes due 2034 that will be registered under the United States Securities Act of 1933, as amended from time to time (the “**Exchange Offer**”). For details, please refer to <http://www.sec.gov/Archives/edgar/data/1577552/000104746915006981/0001047469-15-006981-index.htm>.

Holders of the Outstanding Notes and/or potential investors of the Company should note that the Exchange Offer will only become effective upon the effectiveness of the F-4 Registration Statement. The issue of this announcement does not imply that the Exchange Offer will be made or will become effective.

August 26, 2015

*As at the date of this announcement, the Board of Directors of the Company comprises:*

*Jack Yun MA (Executive Chairman)*

*Joseph C. TSAI (Executive Vice Chairman)*

*Jonathan Zhaoxi LU (Vice Chairman)*

*Daniel Yong ZHANG (Chief Executive Officer)*

*J. Michael EVANS (President)*

*Masayoshi SON*

*Chee Hwa TUNG (Independent Director)*

*Walter Teh Ming KWAUK (Independent Director)*

*Jerry YANG (Independent Director)*

*Börje E. EKHOLM (Independent Director)*