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ALIBABA HEALTH INFORMATION TECHNOLOGY LIMITED

阿里健康信息技術有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 00241)

- (1) MEDICAL AND HEALTHCARE INDUSTRY
REGULATORY UPDATE**
- (2) EXPIRY OF THE LONG STOP DATE FOR THE
PROPOSED ACQUISITION**
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AND**
- (4) NON-EXEMPT CONTINUING CONNECTED TRANSACTION –
SERVICES AGREEMENT**

MEDICAL AND HEALTHCARE INDUSTRY REGULATORY UPDATE

China is undergoing medical and healthcare reforms and the Board believes that these reforms will be beneficial to the long-term development of the entire medical and healthcare industry and is also confident that the Company's mission, overall strategy and business plans are in line with the trends of such reforms.

However, the Company believes that, while these reforms are underway, there are currently substantial regulatory uncertainties in relation to the medical and healthcare industry in the PRC. Such uncertainties are exemplified by the fact that the PRC government is (a) currently completing the rule-making process in respect of the Measures for the Supervision and Administration of Internet Food and Drug Business Operation (《互聯網食品藥品經營監督管理辦法》), which may materially affect, among other things, the licensing through permits related to the provision of drugs online, including through third party B2C platforms, and (b) seeking public consultation on the Good Supply Practice for Pharmaceutical Products (《藥品經營質量管理規範》), which may affect industry participants including the Company in relation to drug tracking systems, and the recent developments as disclosed in the PIATS Announcement.

EXPIRY OF THE LONG STOP DATE FOR THE PROPOSED ACQUISITION

As previously disclosed, the Share Purchase Agreement contains a long stop date for the fulfillment of certain conditions precedent, which was previously extended from December 31, 2015 to March 31, 2016.

The Company filed the New Listing Application on July 2, 2015, which lapsed on January 1, 2016. Given that the Share Purchase Agreement had been entered into almost a year ago, and in view of the ongoing regulatory uncertainties relating to both the completion of the Proposed Acquisition as well as the PRC medical and healthcare industry described above, which, among other things, has materially affected the renewal of the B2C Drug Transaction Platform Permit held by OpCo, the Company has not submitted a renewed listing application in relation to the Proposed Acquisition and the Long Stop Date has not been further extended.

Since the Long Stop Date was not extended, the Share Purchase Agreement automatically terminated after the expiration of the Long Stop Date on March 31, 2016 and the Proposed Acquisition has now lapsed.

THE SERVICES AGREEMENT WITH THE TMALL ENTITIES

The Company has been in discussions with Alibaba Group to explore co-operation opportunities in anticipation of the Long Stop Date not being extended and the Proposed Acquisition being lapsed (as it now has). Alibaba Group has confirmed to the Company that it continues to support the Company to execute an organic growth and investment strategy as the healthcare flagship company for Alibaba Group, consistent with the Company's mission of building an online community connecting participants in China's healthcare market. The Board is pleased to announce that, on April 1, 2016, Alibaba Health Technology (Beijing), an indirect wholly owned subsidiary of the Company, and the Tmall Entities, members of Alibaba Group, have entered into the Services Agreement pursuant to which the Group shall provide certain outsourced and value-added services in relation to the Relevant Categories in accordance with the terms and conditions of the Services Agreement, further details of which are set out below.

POSSIBLE INJECTION CONSTITUTING A VERY SUBSTANTIAL ACQUISITION AND CONNECTED TRANSACTION

In addition to the Services Agreement, the Group and Alibaba Group are actively discussing the possibility of injecting a substantial segment of the health food/dietary supplements and traditional nutritional products business currently operated by Tmall into the Group. This possible transaction is likely to constitute a very substantial acquisition and connected transaction for the Company under the Listing Rules. Although no definitive agreement has been entered into by the Group and Alibaba Group at this stage, the Group and Alibaba Group are committed to negotiating in good faith to pursue this possible transaction and to entering into a definitive agreement as soon as practicable. The Company acknowledges that any agreement to be entered into with Alibaba Group will be subject to compliance with the relevant requirements under the Listing Rules and certain corporate requirements of Alibaba Holding, including obtaining approval of the independent shareholders of the Company and the board of directors of Alibaba Holding. The Company will promptly make a further announcement on the progress of this possible injection transaction as and when appropriate.

IMPLICATIONS UNDER THE LISTING RULES

Alibaba Holding is the ultimate majority shareholder of Tmall Technology and the Company, and Controls Tmall Network. The Tmall Entities are members of Alibaba Group. Accordingly, the Tmall Entities are also connected persons of the Group. It is expected that the highest of the applicable percentage ratios in respect of the Services Agreement will be more than 5%.

Accordingly, the transactions contemplated under the Services Agreement will constitute non-exempt continuing connected transactions and are subject to the applicable requirements under the Listing Rules, including the reporting, announcement and Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

INDEPENDENT BOARD COMMITTEE AND INDEPENDENT FINANCIAL ADVISER

The Company has established an Independent Board Committee comprising all the independent non-executive Directors to advise the Independent Shareholders in connection with the entry into of the Services Agreement. The Company will also appoint an Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders on this matter.

DESPATCH OF CIRCULAR

A circular containing, among other things: (i) further details of the Services Agreement; (ii) the advice and recommendations of the Independent Board Committee; (iii) the advice and recommendations of the Independent Financial Adviser; and (iv) notice of the SGM, will be despatched to the Shareholders on or before April 25, 2016 in accordance with the requirements of the Listing Rules.

WARNING

The commencement of the Services Agreement is subject to compliance with the applicable requirements under the Listing Rules, including Independent Shareholders' approval, which may or may not be obtained. If the Stock Exchange is not satisfied that the terms of the Services Agreement satisfy the requirements of the Listing Rules or if Independent Shareholders' approval is not obtained, the Services Agreement will not proceed and will not become effective.

The discussions between the Company and Alibaba Group regarding the possible injection mentioned in this announcement may or may not materialize and there is no assurance that such possible injection will eventually be consummated.

Shareholders and potential investors should exercise caution when they deal or contemplate dealing in the Shares or other securities of the Company.

This announcement is made by the Company pursuant to Rule 13.09(2)(a) of the Listing Rules and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

1. MEDICAL AND HEALTHCARE INDUSTRY REGULATORY UPDATE

China is undergoing medical and healthcare reforms and the Board believes that these reforms will be beneficial to the long-term development of the entire medical and healthcare industry and is also confident that the Company's mission, overall strategy and business plans are in line with the trends of such reforms.

However, the Company believes that, while these reforms are underway, there are currently substantial regulatory uncertainties in relation to the medical and healthcare industry in the PRC. Such uncertainties are exemplified by the fact that the PRC government is (a) currently completing the rule-making process in respect of the Measures for the Supervision and Administration of Internet Food and Drug Business Operation (《互聯網食品藥品經營監督管理辦法》), which may materially affect, among other things, the licensing through permits related to the provision of drugs online, including through third party B2C platforms, and (b) seeking public consultation on the Good Supply Practice for Pharmaceutical Products (《藥品經營質量管理規範》), which may affect industry participants including the Company in relation to drug tracking systems, and the recent developments as disclosed in the PIATS Announcement.

2. EXPIRY OF THE LONG STOP DATE FOR THE PROPOSED ACQUISITION

As previously disclosed, the Share Purchase Agreement contains a long stop date for the fulfillment of certain conditions precedent, which was previously extended from December 31, 2015 to March 31, 2016.

The Company filed the New Listing Application on July 2, 2015, which lapsed on January 1, 2016. Given that the Share Purchase Agreement had been entered into almost a year ago, and in view of the ongoing regulatory uncertainties relating to both the completion of the Proposed Acquisition as well as the PRC medical and healthcare industry described above, which, among other things, has materially affected the renewal of the B2C Drug Transaction Platform Permit held by OpCo, the Company has not submitted a renewed listing application in relation to the Proposed Acquisition and the Long Stop Date has not been further extended.

Since the Long Stop Date was not extended, the Share Purchase Agreement automatically terminated after the expiration of the Long Stop Date on March 31, 2016 and the Proposed Acquisition has now lapsed.

3. THE SERVICES AGREEMENT WITH THE TMALL ENTITIES

The Company has been in discussions with Alibaba Group to explore co-operation opportunities in anticipation of the Long Stop Date not being extended and the Proposed Acquisition being lapsed (as it now has), to allow the Group to more quickly realize synergies through exposure to a wider range of e-commerce merchants on Tmall and thereby create shareholder value. Alibaba Group has confirmed to the Company that it continues to support the Company to execute an organic growth and investment strategy as the healthcare flagship company for Alibaba Group, consistent with the Group's mission of building an online community connecting participants in China's healthcare market. The Board is pleased to announce that, on April 1, 2016, Alibaba Health Technology (Beijing), a wholly owned subsidiary of the Company, and the Tmall Entities, members of Alibaba Group, have entered into the Services Agreement pursuant to which the Group shall provide certain outsourced and value-added services in relation to the Relevant Categories in accordance with the terms and conditions of the Services Agreement, further details of which are set out below.

4. POSSIBLE INJECTION CONSTITUTING A VERY SUBSTANTIAL ACQUISITION AND CONNECTED TRANSACTION

In addition to the Services Agreement, the Group and Alibaba Group are actively discussing the possibility of injecting a substantial segment of the health food/dietary supplements and traditional nutritional products business currently operated by Tmall into the Group, which would extend the Group beyond pharmaceutical drugs to general health and wellness. This possible transaction is likely to constitute a very substantial acquisition and connected transaction for the Company under the Listing Rules. Although no definitive agreement has been entered into by the Group and Alibaba Group at this stage, the Group and Alibaba Group are committed to negotiating in good faith to pursue this possible transaction and to entering into a definitive agreement as soon as practicable. The Company acknowledges that any agreement to be entered into with Alibaba Group will be subject to compliance with the relevant requirements under the Listing Rules and certain corporate requirements of Alibaba Holding, including obtaining approval of the independent shareholders of the Company and the board of directors of Alibaba Holding. The Company will promptly make a further announcement on the progress of this possible injection transaction as and when appropriate.

5. NON-EXEMPT CONTINUING CONNECTED TRANSACTION – SERVICES AGREEMENT

Under the terms of the Services Agreement, the Group will be engaged to provide certain outsourced and value-added services in relation to the Relevant Categories for the payment of fees.

5.1 Principal terms of the Services Agreement

A summary of the key terms of the Services Agreement is set out below.

(a) *Date*

April 1, 2016

(b) *Parties*

(1) The Tmall Entities

(2) Alibaba Health Technology (Beijing)

(c) *Term and termination*

Subject to approval by the Independent Shareholders at the SGM, the term of the Services Agreement is three (3) years commencing from the Effective Date, unless otherwise terminated in accordance with the terms of the Services Agreement.

The Services Agreement will become effective on the Effective Date.

The Services Agreement shall automatically terminate upon the occurrence of any of the following events:

- (i) expiry of the term of the Services Agreement;
- (ii) if any party is ordered or judged to be bankrupt, comes under receivership or enters into any plan or settlement proposal with its creditors or makes any transfer in the interests of its creditors;
- (iii) if the assets of any party are nationalized or requisitioned by any government or government department; or
- (iv) if Alibaba Holding directly or indirectly holds less than 30% of the total issued share capital of the Company or ceases to be a “controlling shareholder” (as defined in the Listing Rules) of the Company.

In the event of any dispute on the service fee that is not resolved within 60 days, either the Tmall Entities or Alibaba Health Technology (Beijing) may terminate the Services Agreement by giving the other party/parties written notice of no less than 30 days.

If there is a material breach of the Services Agreement that has not been remedied after 30 days from the notice of such breach, the non-defaulting party/parties may terminate the Services Agreement with immediate effect.

Both Alibaba Health Technology (Beijing) and the Tmall Entities shall also have the right to terminate the Services Agreement by giving the other party/parties a written notice of no less than 180 days.

(d) Services to be provided

Pursuant to the terms of the Services Agreement, Alibaba Health Technology (Beijing) agrees to provide the Tmall Entities with the following outsourced and value-added services in relation to the Relevant Categories:

- (i) Merchant business development;
- (ii) Merchant customer services;
- (iii) event planning for Merchants; and
- (iv) assistance to the Tmall Entities' business team with Tmall Entities': (a) Merchant admissions; (b) Merchants' business operations; (c) Merchant management; and (d) product quality control functions.

The Tmall Entities will continue to have primary responsibility for all work and business decisions pertaining to the Merchant admissions, Merchants' business operations and product quality control functions and Alibaba Health Technology (Beijing) agrees to assist with, and execute business decisions made by, the Tmall Entities.

As part of its strategy to maximize the service fees it derives from the provision of services under the Services Agreement, the Group expects to spend a significant amount to hire appropriate personnel, upgrading IT systems and conduct marketing and promotion activities to enhance the services it provides for the Tmall Pharmaceutical and Healthcare e-Commerce Business.

(e) Service fee and historical transactions

The Tmall Entities shall pay the Group a service fee amounting to 21.5% of the fees paid by the Merchants to the relevant Tmall Entities in respect of the value of completed sales of products or services under the Relevant Categories on Tmall. Subject to continued compliance with the relevant requirements of Chapter 14A of the Listing Rules, the service fees for the period between April 1 of the relevant year and March 31 of the following year may be adjusted by the Tmall Entities based on the actual scope of services provided by the Group in accordance with the Services Agreement by way of signing a supplemental agreement with the Group on or before March 31 of the relevant year each year during the term of the Services Agreement.

The service fee shall be paid in cash on a quarterly basis. The service fee is determined by reference to, among other things, the operating costs expected to be incurred by the Group in providing the services including staff costs, forecast marketing and promotional activities and technical support expenses.

As the transactions contemplated under the Services Agreement represent new transactions with the Tmall Entities, no historical transaction amounts are available for disclosure purposes.

(f) *Non-monetary cap on future transaction amounts*

The Group will receive a service fee based on a percentage of the fees paid by the Merchants to the relevant Tmall Entities in respect of the value of completed sales of products or services under the Relevant Categories on Tmall. The value of completed sales of products or services under the Relevant Categories on Tmall is largely driven by the demand for the Relevant Categories of healthcare products and services. The pharmaceutical and healthcare products industry in China is one of the world's largest and fastest growing healthcare markets.

The Company believes that it is unrealistic to set any reasonable monetary cap given the variable factors and uncertainties involved. A very large buffer will be necessary in order not to limit the growth of the business by way of a pre-determined monetary cap. In addition, future business opportunities may be impaired if the Company is required to obtain independent shareholders' approval when the pre-set monetary cap is exceeded. Any proposed monetary cap would therefore be inherently uncertain and potentially misleading as it would necessarily require the Company to forecast the service fees over the next three years in a rapidly growing business area. Accordingly, the Company does not propose to have any overall monetary cap on the amount of fees that may be received by it under the Services Agreement. The Company will be seeking a waiver from the monetary cap requirements under the Listing Rules.

5.2 Information about the Company and Alibaba Health Technology (Beijing)

The Company was incorporated in Bermuda and the Shares are listed on the Main Board of the Stock Exchange. The Company is an investment holding company and the Group is an integrated healthcare information and content service provider. The principal activities of the Group comprise the operation of product identification, authentication and tracking systems principally for the drug industry in the PRC, the construction of a medical services network and pharmaceutical e-commerce business.

Alibaba Health Technology (Beijing) is a limited liability company incorporated in the PRC. It is an indirect wholly owned subsidiary of the Company that engages primarily in computing technology development, technology consultancy and services, and marketing and business development for the Group's business operations.

5.3 Information about the Tmall Entities

Zhejiang Tmall Network Co., Ltd* (浙江天貓網絡有限公司) is a company incorporated under the laws of the PRC and ultimately Controlled by Alibaba Holding, which is principally engaged in the operation of Tmall.

Zhejiang Tmall Technology Co., Ltd* (浙江天貓技術有限公司) is a company incorporated under the laws of the PRC and an indirect non-wholly-owned subsidiary of Alibaba Holding, which is principally engaged in the provision of software and technology services for Tmall.

5.4 Listing Rule implications

Alibaba Holding is the ultimate majority shareholder of Tmall Technology and the Company, and Controls Tmall Network. The Tmall Entities are members of Alibaba Group. Accordingly, the Tmall Entities are also connected persons of the Group. It is expected that the highest of the applicable percentage ratios in respect of the Services Agreement will be more than 5%.

Accordingly, the transactions contemplated under the Services Agreement will constitute non-exempt continuing connected transactions and are subject to the applicable requirements under the Listing Rules, including the reporting, announcement and Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

5.5 Independent Board Committee and Independent Financial Adviser

The Company has established an Independent Board Committee comprising all the independent non-executive Directors to advise the Independent Shareholders in connection with the entry into of the Services Agreement. The Company will also appoint an Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders on this matter.

5.6 Reasons for and benefits of the Services Agreement

The Services Agreement provides an opportunity for the Group to further develop expertise in the healthcare e-commerce area in the PRC. At the same time, the Tmall Entities will benefit from the focused healthcare expertise of the Company in the operation of the Tmall Pharmaceutical and Healthcare e-Commerce Business, rather than operations under a substantially larger scale general merchandise platform. With operational focus and expertise, the Company believes it will achieve higher growth of the Tmall Pharmaceutical and Healthcare e-Commerce Business from which the Company and the Tmall Entities will ultimately benefit.

Through the Services Agreement, the Group believes that it will develop as an integrated service provider to the Tmall Entities and develop further capabilities to service more participants in China's healthcare industry. The Services Agreement will provide the Group with a new revenue stream from the growth of the Tmall Pharmaceutical and Healthcare e-Commerce Business.

China's healthcare market has a long and highly fragmented supply chain of healthcare products. Certain parts of the PRC still lack a strong presence of retail pharmacies, and healthcare e-commerce generally is still in the early stages of its adoption. The Company believes that the current state of China's healthcare market provides significant opportunities for technology and solution developers such as the Group and the Tmall Entities, and that the Services Agreement can help accelerate changes in how healthcare products and services are delivered in China by supporting the growth of the Tmall Pharmaceutical and Healthcare e-Commerce business.

In view of the above, the Directors (excluding all independent non-executive Directors who will give their opinion after considering the advice and recommendations from the Independent Financial Adviser) are of the view that the Services Agreement is entered into in the ordinary and normal course of business of the Group and is on normal commercial terms and its terms are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

5.7 Despatch of circular

A circular containing, among other things: (i) further details of the Services Agreement; (ii) the advice and recommendations of the Independent Board Committee; (iii) the advice and recommendations of the Independent Financial Adviser; and (iv) notice of the SGM, will be despatched to the Shareholders on or before April 25, 2016 in accordance with the requirements of the Listing Rules.

6. WARNING

The commencement of the Services Agreement is subject to compliance with the applicable requirements under the Listing Rules, including Independent Shareholders' approval, which may or may not be obtained. If the Stock Exchange is not satisfied that the terms of the Services Agreement satisfy the requirements of the Listing Rules or if Independent Shareholders' approval is not obtained, the Services Agreement will not proceed and will not become effective.

The discussions between the Company and Alibaba Group regarding the possible injection mentioned in this announcement may or may not materialize and there is no assurance that such possible injection will eventually be consummated.

Shareholders and potential investors should exercise caution when they deal or contemplate dealing in the Shares or other securities of the Company.

7. DEFINITIONS

In this announcement, save as the context otherwise requires, the defined terms shall have the following meanings:

“Alibaba Group”	a group of companies comprising Alibaba Holding and its subsidiaries, but, for the purpose of this announcement, excluding the Group
“Alibaba Health Technology (Beijing)”	Alibaba Health Technology (Beijing) Company Limited* (阿里健康科技(北京)有限公司), a limited liability company incorporated under the laws of the PRC and an indirect wholly owned subsidiary of the Company
“Alibaba Holding”	Alibaba Group Holding Limited, a company incorporated in the Cayman Islands, the ultimate controlling shareholder of the Company, and the shares of which are listed on the New York Stock Exchange
“B2C”	business to consumer
“B2C Drug Transaction Platform Permit”	a permit granted, on a trial basis for a period from September 18, 2013 to, most recently, November 23, 2015, pursuant to an Internet Drug Transaction B2C Third Party Platform Pilot Agreement (互聯網藥品交易B2C第三方平台試點協議) and approved by the China Food and Drug Administration, in respect of which Alibaba Group has applied for renewal but which renewal remains pending
“Board”	the board of the Directors
“Company”	Alibaba Health Information Technology Limited, an exempted company incorporated in Bermuda with limited liability and the shares of which are listed on the Main Board of the Stock Exchange (stock code: 00241)
“connected person”	has the meaning ascribed to it under the Listing Rules

“Control”	the power or authority, whether exercised or not, to direct the business, management and policies of a person, directly or indirectly, whether through the ownership of voting securities, by contract or otherwise, which power or authority shall conclusively be presumed to exist upon possession of beneficial ownership or power to direct the vote of more than fifty per cent (50%) of the votes entitled to be cast at a meeting of the members or shareholders of such person or power to control the composition of a majority of the board of directors (or similar governing body) of such person; the term “Controlled” has the meaning correlative to the foregoing
“Director(s)”	director(s) of the Company
“Effective Date”	the effective date of the Services Agreement, being the third business day following the date of the approval of the Services Agreement and continuing connected transactions contemplated thereunder by the Independent Shareholders at the SGM
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Board Committee”	the independent committee of the Board, comprising Mr. YAN Xuan, Mr. LUO Tong and Mr. WONG King On, Samuel, being the independent non-executive Directors, established to advise the Independent Shareholders on the Services Agreement and the continuing connected transactions contemplated thereunder
“Independent Financial Adviser”	the independent financial adviser to be appointed by the Company to advise the Independent Board Committee and the Independent Shareholders on the Services Agreement and the continuing connected transactions contemplated thereunder
“Independent Shareholders”	the Shareholders of the Company, other than (i) Alibaba Holding and its associates, including Perfect Advance Holding Limited; and (ii) those who are required to abstain from voting at the SGM to be convened to approve the Services Agreement and the continuing connected transactions contemplated thereunder

“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Long Stop Date”	the long stop date for the fulfillment of certain conditions precedent under the Share Purchase Agreement in relation to the Proposed Acquisition, which was previously extended from December 31, 2015 to March 31, 2016
“Merchant”	a legal entity which conducts sale of products or provision of services on Tmall
“New Listing Application”	the new listing application filed by the Company on July 2, 2015 in relation to the transactions contemplated under the Share Purchase Agreement in relation to the Proposed Acquisition
“OpCo”	Hebei Huiyan Medical Technology Co., Ltd.* (河北慧眼醫藥科技有限公司), a limited liability company incorporated under the laws of the PRC and an entity ultimately Controlled by Alibaba Holding
“PIATS Announcement”	the announcement of the Company dated February 21, 2016
“PRC” or “China”	the People’s Republic of China, and for the purpose of this announcement, excluding Hong Kong, the Macao Special Administrative Region and Taiwan
“Proposed Acquisition”	the sale and purchase of the entire issued share capital of Beijing Chuanyun Logistics Investment Limited, a company incorporated under the laws of BVI, as contemplated under the Share Purchase Agreement
“Relevant Categories”	certain categories of products or services sold on or offered on Tmall, namely OTC (over-the-counter) drugs/medical devices/family planning products, contact lenses/solutions, refined Chinese medicinal products, adult products/sex products, prescription drugs and medical services, as amended from time to time by mutual agreement of the Tmall Entities and the Alibaba Health Technology (Beijing) subject to continued compliance with the relevant requirements of Chapter 14A of the Listing Rules, and which, for the avoidance of doubt, excludes all categories of products or services sold on or through Tmall International

“Services Agreement”	the agreement entered into between Alibaba Health Technology (Beijing) and the Tmall Entities on April 1, 2016, pursuant to which Alibaba Health Technology (Beijing) will be engaged to provide certain outsourced and value-added services in connection with the Relevant Categories for a fee
“SGM”	the special general meeting of the Company to be convened for the Independent Shareholders to consider, and vote on the Services Agreement and the continuing connected transactions contemplated thereunder
“Share Purchase Agreement”	the share purchase agreement dated April 8, 2015 entered into among the Company, Ali JK Investment Holding Limited and Mr. Chen Wen Xin in respect of the Proposed Acquisition
“Shareholder(s)”	holder(s) of the Share(s)
“Shares”	ordinary shares of par value HK\$0.01 each in the share capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiaries”	has the same meaning given to it under the Listing Rules
“Tmall”	a third party online platform for brands and retailers operated by Alibaba Group under the domain name Tmall.com (or such other URLs as may be used by Tmall, including but not limited to URLs used for internet on personal computers or mobile devices, as amended from time to time based on the business needs of Tmall), which, for the purpose of the Services Agreement, excludes Tmall International
“Tmall Entities”	Tmall Technology and Tmall Network, collectively
“Tmall International”	the third party online transaction platform for brands and retailers operated by Alibaba Group under the domain name Tmall.hk (or such other URLs as may be used by Tmall International, including but not limited to URLs used for internet on personal computers or mobile devices, as amended from time to time based on the business needs of Tmall International)

“Tmall Network”	Zhejiang Tmall Network Co., Ltd* (浙江天貓網絡有限公司), a company incorporated on March 28, 2011 under the laws of the PRC and ultimately Controlled by Alibaba Holding
“Tmall Pharmaceutical and Healthcare e-Commerce Business”	the pharmaceutical and healthcare products and services e-commerce business of Tmall
“Tmall Technology”	Zhejiang Tmall Technology Co., Ltd* (浙江天貓技術有限公司), a company incorporated under the laws of the PRC and an indirect non-wholly-owned subsidiary of Alibaba Holding
“%”	per cent

* *English name for identification purpose only.*

By Order of the Board
ALIBABA HEALTH INFORMATION TECHNOLOGY LIMITED
WANG Lei
Chief Executive Officer and Executive Director

Hong Kong, April 1, 2016

As at the date of this announcement, the Board comprises nine Directors, of which (i) two are executive Directors, namely, Ms. CHEN Xiao Ying and Mr. WANG Lei; (ii) four are non-executive Directors, namely, Mr. WU Yongming, Mr. TSAI Chung, Joseph, Ms. HUANG Aizhu and Mr. KANG Kai; and (iii) three are independent non-executive Directors, namely Mr. YAN Xuan, Mr. LUO Tong and Mr. WONG King On, Samuel.