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*Under our weighted voting rights structure, our share capital comprises Class A ordinary shares and Class B ordinary shares. Each Class A ordinary share entitles the holder to exercise one vote, and each Class B ordinary share entitles the holder to exercise 20 votes, respectively, on any resolution tabled at our general meetings, except as may otherwise be required by law or provided for in our Memorandum and Articles of Association. Shareholders and prospective investors should be aware of the potential risks of investing in a company with a weighted voting rights structure. Our American depositary shares, each representing two of our Class A ordinary shares, are listed on the Nasdaq Global Select Market in the United States under the symbol JD.*



**JD.com, Inc.**

**京東集團股份有限公司**

*(A company controlled through weighted voting rights and incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 9618)**

## **INSIDE INFORMATION**

### **ACQUISITION OF THE EQUITY INTEREST IN DEPPON HOLDCO**

This announcement is issued pursuant to Rule 13.09 of the Rules Governing the Listing of the Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and under Part XIVA of the Securities and Futures Ordinance (Cap. 571).

Reference is made to the announcement of JD Logistics, Inc. (“**JD Logistics**”), a consolidated subsidiary of JD.com, Inc. (the “**Company**” or “**JD.com**”), in relation to the acquisition of the equity interest in 寧波梅山保稅港區德邦投資控股股份有限公司 (Ningbo Meishan Baoshui area Deppon Investment Holding Company Limited\*, the “**Deppon Holdco**”) through an indirectly wholly-owned subsidiary of JD Logistics, dated March 13, 2022.

JD.com today announced that JD Logistics, through its indirectly wholly-owned subsidiary, has entered into a series of agreements with the shareholders of Deppon Holdco in relation to the proposed acquisition of approximately 99.99% equity interest of Deppon Holdco, which in turn holds a total of approximately 66.50% of the issued share capital of Deppon Logistics Co., Ltd (“**Deppon**”, Shanghai Stock Exchange stock code: 603056), for a total consideration of approximately RMB9.0 billion. Deppon is an integrated, customer-centered logistics company providing a wide range of solutions including Less-Than-Truckload (LTL) transportation, Full Truck Load (FTL) transportation, delivery services, and warehousing management in China.

The transaction is subject to a staggered acquisition arrangement and certain customary closing conditions, including relevant regulatory approvals. There are risks and uncertainties for the proposed transactions, including but not limited to, the risks and uncertainties on the timing of the consummation of the transactions; the risk that certain closing conditions of the transactions may not be satisfied on a timely basis, or at all; potential adverse reactions or changes to business relationships resulting from the announcement or completion of the transactions; adverse changes in

general economic or market conditions; and actions by third parties, including government agencies, that may adversely affect the proposed transactions.

Upon completion of the proposed transactions, Deppon Holdco (including Deppon and its subsidiaries) will become a subsidiary of JD Logistics, and its financial results will be consolidated into JD Logistics' consolidated financial statements. As Deppon is listed on the Shanghai Stock Exchange, subject to the satisfaction of the conditions set out in the agreements and the completion of the proposed transactions, JD Logistics will make a mandatory general offer for all the issued, unrestricted and tradable shares of Deppon (excluding the issued and unrestricted shares of Deppon held by the Deppon Holdco) at a price of RMB13.15 per share.

Full version of the press release issued by the Company on March 13, 2022 announcing the aforementioned acquisition in the equity interest of Deppon Holdco is available at the Company's website at: <https://ir.jd.com/>.

By Order of the Board of Directors  
**JD.com, Inc.**  
**Mr. Richard Qiangdong Liu**  
*Chairman of the Board of Directors  
and Chief Executive Officer*

Beijing, China, March 13, 2022

*As at the date of this announcement, our board of directors comprises Mr. Richard Qiangdong LIU as the chairman, Mr. Ming HUANG, Mr. Louis T. HSIEH, Mr. Dingbo XU and Ms. Caroline SCHEUFELE as the independent directors.*