

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.

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)

VOLUNTARY ANNOUNCEMENT JD LOGISTICS' PROPOSED FINANCING

JD.com, Inc. (the “**Company**” or “**JD.com**”) today announced that JD Logistics, Inc. (“**JD Logistics**”) (HKEx: 2618), a consolidated subsidiary of JD.com, proposes to conduct a placing of new ordinary shares for an aggregate amount of up to approximately US\$400 million (the “**JDL Placement**”). In addition, JD.com intends to enter into a subscription agreement with JD Logistics concurrently to subscribe for new ordinary shares to be issued by JD Logistics, at the same per share price for the JDL Placement, for a total purchase price of up to approximately US\$700 million in cash (the “**JD Subscription**”). The JDL Placement and JD Subscription are both subject to market conditions, and are not inter-conditional.

The proposed JDL Placement and JD Subscription will be subject to the execution of definitive transaction documents, including placing agreement and subscription agreement, respectively. Further, the completion of JDL Placement and JD Subscription will be subject to certain closing conditions, including the approval of The Stock Exchange of Hong Kong Limited for the listing of the newly issued shares, and the closing conditions for the JD Subscription will also include the approval of JD Logistics’ independent shareholders.

There can be no assurance that the definitive agreements for any of the proposed transactions will be executed, or any of the proposed transactions will be completed. There are risks and uncertainties for the proposed transactions, including but not limited to 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.

This announcement shall not constitute an offer to sell or a solicitation of an offer to purchase any securities, nor shall there be a sale of the securities in any state or jurisdiction in which such an offer, solicitation or sale would be unlawful.

Full version of the press release issued by the Company on March 24, 2022 announcing the aforementioned JD Logistics' proposed financing 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 24, 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.