



Alibaba Pictures Group Limited 阿里巴巴影業集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 1060)

FORM OF PROXY FOR ANNUAL GENERAL MEETING (OR ANY ADJOURNED MEETING)

I/We¹ _____
of _____
being the registered holder(s) of² _____ share(s) of HK\$0.25 each in the capital of
ALIBABA PICTURES GROUP LIMITED (the "Company") **HEREBY APPOINT**³ _____
of _____ or
THE CHAIRMAN OF THE MEETING as my/our proxy to attend, act and vote for me/us and on my/our behalf at the Annual General Meeting (the "Meeting") (or at any
adjourned meeting) of the Company to be held at Holiday Inn Express Hong Kong Causeway Bay, Meeting Room I & II, 7/F, 33 Sharp Street East, Causeway Bay, Hong Kong on
Wednesday, August 30, 2023 at 11:00 a.m. in respect of the undermentioned resolutions as hereunder indicated and, if no such indication is given, as my/our proxy thinks fit.

	Ordinary Resolutions*	For ⁴	Against ⁴
1.	To receive and adopt the audited consolidated financial statements and the reports of the directors and the auditor of the Company for the year ended March 31, 2023.		
2.	(i) (a) To re-elect Mr. Fan Luyuan as an executive director of the Company.		
	(b) To re-elect Mr. Tung Pen Hung as a non-executive director of the Company.		
	(c) To re-elect Ms. Song Lixin as an independent non-executive director of the Company.		
	(d) To re-elect Mr. Tong Xiaomeng as an independent non-executive director of the Company.		
	(ii) To authorize the board of directors of the Company to fix the directors' remuneration.		
3.	To re-appoint PricewaterhouseCoopers as auditor of the Company and to authorize the board of directors of the Company to fix its remuneration.		
4.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares of the Company, not exceeding 20% of the total number of shares of the Company in issue at the date of the passing of this resolution.		
5.	To grant a general mandate to the directors of the Company to buy back shares of the Company, not exceeding 10% of the total number of the shares of the Company in issue at the date of the passing of this resolution.		
6.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with additional shares of the Company under the resolution numbered 4 by the addition thereto the amount of shares bought back by the Company under the general mandate for the buy-back of shares under the resolution numbered 5.		
7.	To approve, confirm and adopt the proposed amendments to the share option scheme of the Company adopted on August 31, 2021 (the "Proposed SOS Amendments"), the amended terms of which are set out in the section headed "APPENDIX III – PROPOSED AMENDED TERMS OF THE 2021 SHARE OPTION SCHEME" in the circular of the Company dated July 28, 2023 and authorise the directors of the Company to execute all such documents and do all such other acts and things as he/she/they may, in his/her/their absolute discretion, consider necessary, desirable or expedient to effect the Proposed SOS Amendments and any of the foregoing.		
8.	To approve, confirm and adopt the proposed amendments to the share award scheme of the Company adopted on December 30, 2016 (the "Proposed SAS Amendments"), the amended terms of which are set out in the section headed "APPENDIX IV – PROPOSED AMENDED TERMS OF THE SHARE AWARD SCHEME" in the circular of the Company dated July 28, 2023 and authorise the directors of the Company to execute all such documents and do all such other acts and things as he/she/they may, in his/her/their absolute discretion, consider necessary, desirable or expedient to effect the Proposed SAS Amendments and any of the foregoing.		
9.	To approve and confirm the proposed adoption of the Scheme Mandate Limit (as defined in the circular of the Company dated July 28, 2023) and authorize the directors of the Company to execute all such documents and do all such other acts and things as he/she/they may, in his/her/their absolute discretion, consider necessary, desirable or expedient to effect the Scheme Mandate Limit and any of the foregoing.		
10.	To approve and confirm the proposed adoption of the Service Provider Sublimit (as defined in the circular of the Company dated July 28, 2023) and authorize the directors of the Company to execute all such documents and do all such other acts and things as he/she/they may, in his/her/their absolute discretion, consider necessary, desirable or expedient to effect the Service Provider Sublimit and any of the foregoing.		

* The full text of the above resolutions is set out in the notice of the Meeting dated July 28, 2023.

Date: _____ 2023

Signature⁵ _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- Please insert the number of shares of HK\$0.25 each registered in your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
- If any proxy other than the Chairman of the Meeting is preferred, strike out "OR THE CHAIRMAN OF THE MEETING" and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTIONS, PLEASE TICK THE BOX MARKED "FOR" BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST ANY RESOLUTIONS, PLEASE TICK THE BOX MARKED "AGAINST" BESIDE THE APPROPRIATE RESOLUTION.** Failure to complete any or all boxes will entitle your proxy to cast or not to cast his votes on the relevant resolutions at his discretion. Your proxy will also be entitled to vote at his discretion on any resolutions properly put to the Meeting other than those referred to in the notice convening the Meeting.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in case of a corporation, must be executed either under its common seal or under the hand of an officer or attorney duly authorised.
- Where there are joint registered holders of any share, any one of such joint holders may vote at the Meeting (or at any adjourned meeting), either personally or by proxy, in respect of such share as if he was solely entitled thereto, but if more than one of such joint registered holders be present at the Meeting (or at any adjourned meeting) personally or by proxy, that one of such holders so present whose name stands first on the register of members of the Company in respect of the joint holding shall alone be entitled to vote in respect of such share.
- To be valid, this form of proxy together with the power of attorney (if any) or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the office of the branch share registrar and transfer office of the Company in Hong Kong, Tricor Secretaries Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time fixed for holding the Meeting (or any adjourned meeting).
- The proxy needs not be a member of the Company but must attend the Meeting (or any adjourned meeting) in person to represent you.
- Completion and deposit of this form of proxy will not preclude you from attending and voting at the Meeting (or at any adjourned meeting) if you so wish and in such event, the proxy shall be deemed to be revoked.

PERSONAL INFORMATION COLLECTION STATEMENT

"Personal Data" in this statement has the same meaning as "personal data" defined in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (the "PDPO"), which include your and your proxy's name and address. Your supply of your and your proxy's Personal Data is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your instructions as stated in this form (the "Purposes"). Failure to provide sufficient information may result in the Company being unable to process your instructions and/or requests as stated in this form. Your and your proxy's Personal Data may be disclosed and transferred by the Company to its subsidiaries, affiliates, the Company's branch share registrar in Hong Kong, Tricor Secretaries Limited and/or other companies or bodies for any of the Purposes. Your and your proxy's Personal Data will be retained for such period as may be necessary to fulfil the Purposes (including for verification and record purposes). You have the right to request access to and/or to correct your and your proxy's Personal Data in accordance with the provisions of the PDPO. Any such request should be in writing to the Privacy Compliance Officer of Tricor Secretaries Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong.