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Alibaba Pictures Group Limited
阿里巴巴影业集团有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 1060)

**REVISION OF ANNUAL CAPS FOR
CONTINUING CONNECTED TRANSACTIONS
AND
TERMINATION OF CONTINUING CONNECTED TRANSACTIONS –
THE OPERATION SERVICES AGREEMENT**

REVISION OF ANNUAL CAPS FOR CONTINUING CONNECTED TRANSACTIONS

References are made to:

- (1) the 2023 Announcement in relation to the existing continuing connected transactions contemplated under the 2023 Advertising Services and IP Commercialization Cooperation Framework Agreement and the 2023 Payment Services Framework Agreement, respectively; and
- (2) the 2021 Announcement in relation to the existing continuing connected transactions contemplated under the Second Renewal of the Shared Services Agreement.

Based on information available to the Directors, the Board anticipates that the Original Annual Caps will not be sufficient to meet the business needs for the financial year ending March 31, 2024. Accordingly, the Board proposed to revise:

- (1) the Original Annual Cap for Advertising Services and IP Commercialization Cooperation from RMB10 million to RMB15 million;
- (2) the Original Annual Cap for Payment Services from RMB45 million to RMB55 million; and
- (3) the Original Annual Cap for the Renewed Shared Services from RMB115 million to RMB160 million.

TERMINATION OF THE CONTINUING CONNECTED TRANSACTIONS IN RELATION TO THE OPERATION SERVICES AGREEMENT

References are made to:

- (1) the announcement of the Company dated February 8, 2022 in relation to the Operation Services Agreement and the continuing connected transaction contemplated thereunder;
- (2) the announcements dated September 19, 2023, October 6, 2023 and October 31, 2023, respectively, and the circular of the Company dated October 16, 2023, in relation to, among other things, the Acquisition; and
- (3) the announcement of the Company dated November 30, 2023 in relation to, among other things, the closing of the Acquisition.

The Board announces that since Damai Development has become part of the Group after closing of the Acquisition, Damai Development and Zhonglian Shengshi, being a consolidated entity and an indirectly wholly-owned subsidiary of the Company, respectively, entered into the Termination Agreement to terminate the Operation Services Agreement and cease the continuing connected transaction contemplated thereunder with effect from the date of closing of the Acquisition.

LISTING RULES IMPLICATIONS

As at the date of this announcement,

- (1) Alibaba Holding is the ultimate shareholder of Alibaba Investment, which is a controlling shareholder and a connected person of the Company holding 16,001,087,693 Shares in aggregate, representing approximately 54.26% of the issued share capital of the Company, among which 13,488,058,846 Shares are held by Ali CV, a wholly-owned subsidiary of Alibaba Investment;
- (2) Alibaba Holding is indirectly holding more than 30% of the equity interest in Ant Group, and Alipay is a direct wholly-owned subsidiary of Ant Group; and
- (3) Youku Technology is a consolidated entity of Alibaba Holding.

Therefore, each of them is an associate of Alibaba Investment and thus a connected person of the Company. The transactions contemplated under the 2023 Advertising Services and IP Commercialization Cooperation Framework Agreement, the 2023 Payment Services Framework Agreement and the Second Renewal of the Shared Services Agreement constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

Pursuant to Rule 14A.54(1) of the Listing Rules, if the Company proposes to revise the Original Annual Caps, the Company will have to re-comply with provisions of Chapter 14A of the Listing Rules applicable to the relevant continuing connected transactions.

As one or more applicable percentage ratios calculated with reference to the Revised Annual Caps in respect of the transactions contemplated under each of the 2023 Advertising Services and IP Commercialization Cooperation Framework Agreement, the 2023 Payment Services Framework Agreement and the Second Renewal of the Shared Services Agreement is more than 0.1% but less than 5%, those transactions are subject to reporting and announcement requirements, but exempt from the independent Shareholders' approval requirement under Chapter 14A of the Listing Rules.

Immediately prior to the Acquisition, Damai Development was a consolidated entity of Alibaba Holding. Accordingly, Damai Development was an associate of Alibaba Investment and hence a connected person of the Company. Immediately following closing of the Acquisition and as at the date of this announcement, Damai Development is consolidated entity of the Company. Accordingly, the transactions (including the continuing connected transactions contemplated under the Operation Services Agreement) between the Company and Damai Development will no longer be applicable and therefore terminated. The Company is subject to announcement requirement under Rule 14A.35 of the Listing Rules.

REVISION OF ANNUAL CAPS FOR CONTINUING CONNECTED TRANSACTIONS

Revision of the Original Annual Cap for Advertising Services and IP Commercialization Cooperation

Reference is made to the 2023 Announcement in relation to the existing continuing connected transactions contemplated under the 2023 Advertising Services and IP Commercialization Cooperation Framework Agreement.

Based on information available to the Board, the Board anticipates that the existing annual cap in respect of the total fees payable by Relevant Youku Technology Members to the Group in respect of the transactions contemplated under the 2023 Advertising Services and IP Commercialization Cooperation Framework Agreement for the financial year ending March 31, 2024 (the “Original Annual Cap for Advertising Services and IP Commercialization Cooperation”) will not be sufficient to meet the business needs for the financial year ending March 31, 2024. Accordingly, the Board proposed to revise the Original Annual Cap for Advertising Services and IP Commercialization Cooperation from RMB10 million to RMB15 million (the “Revised Annual Cap for Advertising Services and IP Commercialization Cooperation”).

Save for the revision of the Original Annual Cap for Advertising Services and IP Commercialization Cooperation, the pricing policy and other terms of the 2023 Advertising Services and IP Commercialization Cooperation Framework Agreement remain unchanged. Details of the terms of the 2023 Advertising Services and IP Commercialization Cooperation Framework Agreement are set out in the 2023 Announcement.

The Revised Annual Cap for Advertising Services and IP Commercialization Cooperation is determined after taking into account (i) the unaudited historical transaction amount of approximately RMB5.23 million for the eight months ended November 30, 2023 (representing approximately 52.3% of the Original Annual Cap for Advertising Services and IP Commercialization Cooperation); and (ii) an increase in demand for services pursuant to the 2023 Advertising Services and IP Commercialization Cooperation Framework Agreement as a result of the need to increase the market share of commercialization cooperation amidst the recovery of the entertainment industry after the pandemic. As at the date of this announcement, the Original Annual Cap for Advertising Services and IP Commercialization Cooperation has not been exceeded.

The Directors (including the independent non-executive Directors) consider that the transactions contemplated under 2023 Advertising Services and IP Commercialization Cooperation Framework Agreement (including the Revised Annual Cap for Advertising Services and IP Commercialization Cooperation) are on normal commercial terms and in the ordinary and usual course of business of the Group, and are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

Revision of the Original Annual Cap for Payment Services

Reference is made to the 2023 Announcement in relation to the existing continuing connected transactions contemplated under the 2023 Payment Services Framework Agreement.

Based on information available to the Board, the Board anticipates that the existing annual cap in respect of the total fees payable by the Group to Alipay in respect of the transactions contemplated under the 2023 Payment Services Framework Agreement for the financial year ending March 31, 2024 (the “Original Annual Cap for Payment Services”) will not be sufficient to meet the business needs for the financial year ending March 31, 2024. Accordingly, the Board proposed to revise the Original Annual Cap for Payment Services from RMB45 million to RMB55 million (the “Revised Annual Cap for Payment Services”).

Save for the revision of the Original Annual Cap for Payment Services, the pricing policy and other terms of the 2023 Payment Services Framework Agreement remain unchanged. Details of the terms of the 2023 Payment Services Framework Agreement are set out in the 2023 Announcement.

The Revised Annual Cap for Payment Services is determined after taking into account (i) the unaudited historical transaction amount of approximately RMB29.51 million for the eight months ended November 30, 2023 (representing approximately 65.58% of the Original Annual Cap for Payment Services); and (ii) an increase in demand for services pursuant to the 2023 Payment Services Framework Agreement as a result of the higher gross box office due to the better-than-expected recovery of the box office market after the pandemic. As at the date of this announcement, the Original Annual Cap for Payment Services has not been exceeded.

The Directors (including the independent non-executive Directors) consider that the transactions contemplated under 2023 Payment Services Framework Agreement (including the Revised Annual Cap for Payment Services) are on normal commercial terms and in the ordinary and usual course of business of the Group, and are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

Revision of the Original Annual Cap for Renewed Shared Services

Reference is made to the 2021 Announcement in relation to the existing continuing connected transactions contemplated under the Second Renewal of the Shared Services Agreement.

Based on information available to the Board, the Board anticipates that the existing annual cap in respect of the total fees payable by the Group to the Alibaba Holding in respect of the transactions contemplated under the Second Renewal of the Shared Services Agreement for the financial year ending March 31, 2024 (the “Original Annual Cap for Renewed Shared Services”) will not be sufficient to meet the business needs for the financial year ending March 31, 2024. Accordingly, the Board proposed to revise the Original Annual Cap for Renewed Shared Services from RMB115 million to RMB160 million (the “Revised Annual Cap for Renewed Shared Services”).

Save for the revision of the Original Annual Cap for Renewed Shared Services, the pricing policy and other terms of the Second Renewal of the Shared Services Agreement remain unchanged. Details of the terms of the Second Renewal of the Shared Services Agreement are set out in the 2021 Announcement.

The Revised Annual Cap for Renewed Shared Services is determined after taking into account (i) the unaudited historical transaction amount of approximately RMB92.99 million for the eight months ended November 30, 2023 (representing approximately 80.86% of the Original Annual Cap for Renewed Shared Services); and (ii) an increase in demand for shared services pursuant to the Second Renewal of the Shared Services Agreement as a result of the increase in business volume due to the recovery of the entertainment industry after the pandemic. As at the date of this announcement, the Original Annual Cap for Renewed Shared Services has not been exceeded.

The Directors (including the independent non-executive Directors) consider that the transactions contemplated under the Second Renewal of the Shared Services Agreement (including the Revised Annual Cap for Renewed Shared Services) are on normal commercial terms and in the ordinary and usual course of business of the Group, and are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

TERMINATION OF CONTINUING CONNECTED TRANSACTIONS IN RELATION TO THE OPERATION SERVICES AGREEMENT

References are made to:

- (1) the announcement of the Company dated February 8, 2022 in relation to the Operation Services Agreement and the continuing connected transaction contemplated thereunder;
- (2) the announcements of the Company dated September 19, 2023, October 6, 2023 and October 31, 2023, respectively, and circular of the Company dated October 16, 2023, in relation to, among other things, the Acquisition; and
- (3) the announcement of the Company dated November 30, 2023 in relation to, among other things, the closing of the Acquisition.

The Board announces that since Damai Development has become part of the Group after closing of the Acquisition, Damai Development and Zhonglian Shengshi, being a consolidated entity and an indirectly wholly-owned subsidiary of the Company, respectively, entered into a termination agreement on December 28, 2023 to terminate the Operation Services Agreement and cease the continuing connected transaction contemplated thereunder with effect from the date of closing of the Acquisition (the “Termination Agreement”).

Pursuant to the Termination Agreement, all rights and obligations of the parties under the Operation Services Agreement shall be terminated and discharged and neither party shall have any claims against each other as a result of the termination.

The Company believes that the entering into of the Termination Agreement will enable it to improve its operational efficiency, since such continuing connected transactions are no longer applicable on the basis that Damai Development has become a consolidated entity of the Company.

LISTING RULES IMPLICATIONS

As at the date of this announcement,

- (1) Alibaba Holding is the ultimate shareholder of Alibaba Investment, which is a controlling shareholder and a connected person of the Company holding 16,001,087,693 Shares in aggregate, representing approximately 54.26% of the issued share capital of the Company, among which 13,488,058,846 Shares are held by Ali CV, a wholly-owned subsidiary of Alibaba Investment;
- (2) Alibaba Holding is indirectly holding more than 30% of the equity interest of Ant Group, and Alipay is a direct wholly-owned subsidiary of Ant Group; and
- (3) Youku Technology is a consolidated entity of Alibaba Holding.

Therefore, each of them is an associate of Alibaba Investment and thus a connected person of the Company. The transactions contemplated under the 2023 Advertising Services and IP Commercialization Cooperation Framework Agreement, the 2023 Payment Services Framework Agreement and the Second Renewal of the Shared Services Agreement constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

Pursuant to Rule 14A.54(1) of the Listing Rules, if the Company proposes to revise the Original Annual Caps, the Company will have to re-comply with provisions of Chapter 14A of the Listing Rules applicable to the relevant continuing connected transactions.

As one or more applicable percentage ratios calculated with reference to the Revised Annual Caps in respect of the transactions contemplated under each of the 2023 Advertising Services and IP Commercialization Cooperation Framework Agreement, the 2023 Payment Services Framework Agreement and the Second Renewal of the Shared Services Agreement is more than 0.1% but less than 5%, those transactions are subject to reporting and announcement requirements, but exempt from the independent Shareholders' approval requirement under Chapter 14A of the Listing Rules.

Immediately prior to the Acquisition, Damai Development was a consolidated entity of Alibaba Holding. Accordingly, Damai Development was an associate of Alibaba Investment and hence a connected person of the Company. Immediately following closing of the Acquisition and as at the date of this announcement, Damai Development is a consolidated entity of the Company. Accordingly, the transactions (including the continuing connected transactions contemplated under the Operation Services Agreement) between the Company and Damai Development will no longer be applicable and therefore terminated. The Company is subject to announcement requirement under Rule 14A.35 of the Listing Rules.

As each of Mr. Fan Luyuan, Mr. Meng Jun and Mr. Tung Pen Hung holds positions in Alibaba Holding or its subsidiaries, and Mr. Li Jie is currently taking up a management role in a subsidiary of Alibaba Holding, they are deemed or may be perceived to have a material interest in the transactions contemplated under the 2023 Advertising Services and IP Commercialization Cooperation Framework Agreement, the 2023 Payment Services Framework Agreement, the Second Renewal of the Shared Services Agreement and the Termination Agreement. Accordingly, they have abstained from voting on the related Board resolutions. Other than those Directors, no other Directors have a material interest in those agreements and the transactions contemplated thereunder or are required to abstain from voting on the resolutions of the Board approving the same.

INFORMATION ABOUT THE PARTIES

The Company, Shanghai Alibaba Pictures and Zhonglian Shengshi

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 focuses on developing the full business potential of integration and innovative applications of the Internet and traditional film and television industries. The core business of the Company includes four major segments: film investment, production, promotion and distribution, film ticketing and technology platform, drama series production and IP merchandising and innovative initiatives.

Shanghai Alibaba Pictures, being a limited liability company established under the laws of the PRC and a consolidated entity of the Company, is principally engaged in investment in, and production of, movies.

Zhonglian Shengshi, being a limited liability company established under the laws of the PRC, is an indirect wholly-owned subsidiary of the Company. It serves mainly administrative management or support and investment holding purposes for the Group.

Alibaba Holding, Ant Group, Alipay, Youku Technology and Damai Development

Alibaba Holding is a company incorporated in the Cayman Islands with its American depositary shares (the “ADSs”), each representing eight ordinary shares, listed on the New York Stock Exchange (stock symbol: BABA), and its ordinary shares listed on the Main Board of the Stock Exchange (stock codes: 9988 (HKD counter) and 89988 (RMB counter)). Alibaba Group’s mission is to “make it easy to do business anywhere”. Alibaba Group aims to build the future infrastructure of commerce and envisions that its customers will meet, work and live at Alibaba, and that it will be a good company that lasts for 102 years.

Ant Group is a joint stock limited liability company incorporated in the PRC and together with its ecosystem partners is engaged in businesses that provide inclusive, convenient digital life and digital financial services to consumers and small and medium-sized enterprises, and introduce new technologies and products to support the digital transformation and industrial collaboration worldwide. As at the date of this announcement, Hangzhou Junao Equity Investment Partnership (Limited Partnership) (“Junao”) and Hangzhou Junhan Equity Investment Partnership (Limited Partnership) (“Junhan”) hold approximately 22% and 31% (together approximately 53%) of Ant Group’s total issued shares, respectively. Hangzhou Yunbo Investment Consultancy Co., Ltd. (“Yunbo”) is the executive partner and general partner of, and controls, Junhan and Junao. Mr. Ma Yun holds a 34% equity interest in Yunbo and each of Mr. Jing Eric Xiandong, Mr. Hu Simon Xiaoming and Ms. Jiang Fang holds a 22% equity interest in Yunbo. The remaining approximately 47% issued shares in Ant Group is held as to approximately 33% by Taobao (China) Software Co., Ltd.* (淘寶(中國)軟件有限公司), an indirect wholly-owned subsidiary of Alibaba Holding, and as to approximately 14% by other minority shareholders.

Alipay, being a limited liability company established under the laws of the PRC and a direct wholly-owned subsidiary of Ant Group, is principally engaged in provision of internet payment, mobile phone payment, bank card acceptance, issuance and acceptance of prepaid cards (limited to online real-name payment accounts recharge) and related services.

Youku Technology is a limited liability company established under the laws of the PRC and is one of the leading online video platforms in Mainland China. It serves as one of Alibaba Group’s key businesses in the digital media and entertainment segment. Youku Platform could be watched on computers, televisions and mobile phones and comprises various types of content, including licensed content, jointly-produced content, self-produced content, user-generated content, professional-generated content and live content.

Damai Development, being a limited liability company established under the laws of the PRC, is a consolidated entity of the Company. Damai Development engages in the entertainment businesses which involves the production, distribution and streaming of online programme and online performance, operation of mobile apps and production and operation activities of radio and television programs.

DEFINITIONS

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

“2021 Announcement”	the announcement of the Company dated March 29, 2021 in relation to the existing continuing connected transactions contemplated under the Second Renewal of the Shared Services Agreement
“2023 Advertising Services and IP Commercialization Cooperation Framework Agreement”	the framework agreement dated March 28, 2023 entered into between Shanghai Alibaba Pictures and Youku Technology relating to the Advertising Services and the IP Commercialization Cooperation
“2023 Announcement”	the announcement of the Company dated March 28, 2023 in relation to, among other things, the existing continuing connected transactions contemplated under the 2023 Advertising Services and IP Commercialization Cooperation Framework Agreement and the 2023 Payment Services Framework Agreement, respectively
“2023 Payment Services Framework Agreement”	the framework agreement dated March 28, 2023 entered into between the Company and Alipay relating to the Payment Services
“Acquisition”	the sale and purchase of the entire issued share capital of Pony Media Holdings Inc. as contemplated under the Share Purchase Agreement, details of which are stipulated in the Company’s announcements dated September 19, 2023, October 6, 2023, and October 31, 2023, respectively, and the Company’s circular dated October 16, 2023

“Advertising Services”	the advertising services provided by relevant members of the Group to the Relevant Youku Technology Members for placing advertisements (excluding those relating to movies) on the platforms and channels operated by relevant members of the Group
“Ali CV”	Ali CV Investment Holding Limited, a company incorporated in the Cayman Islands and a controlling shareholder of the Company, an indirect wholly-owned subsidiary of Alibaba Holding and a direct wholly-owned subsidiary of Alibaba Investment
“Alibaba Group”	Alibaba Holding and its subsidiaries
“Alibaba Group Domestic Platforms”	online platforms operated by Alibaba Group in the PRC under the domain names including but not limited to taobao.com and Tmall.com for third party users, such as brands and retailers
“Alibaba Group Domestic Platforms Payment Services”	the payment services to be provided by Alipay to the Group in accordance with the terms of the 2023 Payment Services Framework Agreement for the transactions conducted between the Group and third parties on the Alibaba Group Domestic Platforms
“Alibaba Holding”	Alibaba Group Holding Limited (阿里巴巴集團控股有限公司), a company incorporated in the Cayman Islands, with its American depositary shares (each representing eight ordinary shares) listed on the New York Stock Exchange (stock symbol: BABA) and its ordinary shares listed on the Main Board of the Stock Exchange (stock code: 9988 (HKD counter) and 89988 (RMB counter)) and the ultimate controlling shareholder of the Company
“Alibaba Investment”	Alibaba Investment Limited, a company incorporated in the British Virgin Islands and a controlling shareholder of the Company and a direct wholly-owned subsidiary of Alibaba Holding
“Alipay”	支付寶(中國)網絡技術有限公司 (Alipay.com Co., Ltd.*), a company established under the laws of the PRC with limited liability and a direct wholly-owned subsidiary of Ant Group

“Ant Group”	Ant Group Co., Ltd. (螞蟻科技集團股份有限公司) (formerly known as 浙江螞蟻小微金融服務集團股份有限公司 (Ant Small and Micro Financial Services Group Co., Ltd.*)), a joint stock limited company established under the laws of the PRC and an associate of Alibaba Holding
“associate”	has the meaning ascribed to it under the Listing Rules
“Board”	board of Directors
“Company”	Alibaba Pictures Group Limited (阿里巴巴影業集團有限公司), a company incorporated in Bermuda with limited liability and the Shares of which are listed on the Main Board of the Stock Exchange (stock code: 1060)
“connected person”	has the meaning ascribed to it under the Listing Rules
“controlling shareholder”	has the meaning ascribed to it under the Listing Rules
“Damai Development”	北京大麥文化傳媒發展有限公司 (Beijing Damai Cultural Media Development Co., Ltd.*), a company established under the laws of the PRC with limited liability and a consolidated entity of the Company
“Director(s)”	the director(s) of the Company
“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
“IP”	intellectual property
“IP Commercialization Cooperation”	the authorization given by the relevant members of the Group to the Relevant Youku Technology Members for using IP rights of the relevant members of the Group (or their partners’) audiovisual works for IP investment and commercialization

“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Operation Services Agreement”	the operation services agreement dated February 8, 2022 entered into between Damai Development and Zhonglian Shengshi for the provision of full range of operation services to Damai Development and/or its affiliates by Zhonglian Shengshi and/or its affiliates, details of which are stipulated in the announcement of the Company dated February 8, 2022 and circular of the Company dated March 7, 2022
“Original Annual Cap for Advertising Services and IP Commercialization Cooperation”	has the meaning ascribed to it under the section headed “REVISION OF ANNUAL CAPS FOR CONTINUING CONNECTED TRANSACTIONS – Revision of the Original Annual Cap for Advertising Services and IP Commercialization Cooperation” in this announcement
“Original Annual Cap for Payment Services”	has the meaning ascribed to it under the section headed “REVISION OF ANNUAL CAPS FOR CONTINUING CONNECTED TRANSACTIONS – Revision of the Original Annual Cap for Payment Services” in this announcement
“Original Annual Cap for Renewed Shared Services”	has the meaning ascribed to it under the section headed “REVISION OF ANNUAL CAPS FOR CONTINUING CONNECTED TRANSACTIONS – Revision of the Original Annual Cap for Renewed Shared Services” in this announcement
“Original Annual Caps”	collectively, the Original Annual Cap for Advertising Services and IP Commercialization Cooperation, the Original Annual Cap for Payment Services and the Original Annual Cap for Renewed Shared Services
“Payment Services”	the payment services provided by Alipay including TPP Platform Payment Services, Alibaba Group Domestic Platforms Payment Services and other payment services provided from time to time to any member of the Group
“percentage ratio(s)”	has the meaning ascribed to it under the Listing Rules

“PRC” or “China” or “Mainland China”	the People’s Republic of China, and for the purpose of this announcement, excluding Hong Kong, the Macau Special Administrative Region and Taiwan
“Relevant Youku Technology Members”	Youku Technology and/or any of its affiliates
“Renewed Shared Services Agreement”	the renewed shared services agreement entered into between the Company and Alibaba Holding on December 31, 2018, as supplemented and amended by the Supplemental Agreement and the Second Supplemental Agreement
“Revised Annual Cap for Advertising Services and IP Commercialization Cooperation”	has the meaning ascribed to it under the section headed “REVISION OF ANNUAL CAPS FOR CONTINUING CONNECTED TRANSACTIONS – Revision of the Original Annual Cap for Advertising Services and IP Commercialization Cooperation” in this announcement
“Revised Annual Cap for Payment Services”	has the meaning ascribed to it under the section headed “REVISION OF ANNUAL CAPS FOR CONTINUING CONNECTED TRANSACTIONS – Revision of the Original Annual Cap for Payment Services” in this announcement
“Revised Annual Cap for Renewed Shared Services”	has the meaning ascribed to it under the section headed “REVISION OF ANNUAL CAPS FOR CONTINUING CONNECTED TRANSACTIONS – Revision of the Original Annual Cap for Renewed Shared Services” in this announcement
“Revised Annual Caps”	collectively, the Revised Annual Cap for Advertising Services and IP Commercialization Cooperation, the Revised Annual Cap for Payment Services and the Revised Annual Cap for Renewed Shared Services
“RMB”	Renminbi, the lawful currency of the PRC
“Second Renewal of the Shared Services Agreement”	the second renewal of the shared services agreement entered into between Alibaba Holding and the Company on March 29, 2021, to renew the Renewed Shared Services Agreement

“Second Supplemental Agreement”	the second supplemental agreement entered into between Alibaba Holding and the Company on March 30, 2020 to (a) expand the scope of the software development and technological services contemplated under the Renewed Shared Services Agreement (as supplemented and amended by the Supplemental Agreement), and (b) revise the annual caps in respect of the service fees payable by the Group for the financial year ending March 31, 2021 for the transactions contemplated thereunder
“Shanghai Alibaba Pictures”	上海阿里巴巴影業有限公司 (Shanghai Alibaba Pictures Co., Ltd.*), a company established under the laws of the PRC with limited liability and a consolidated entity of the Company
“Share(s)”	ordinary share(s) of HK\$0.25 each in the share capital of the Company
“Share Purchase Agreement”	the share purchase agreement dated September 19, 2023 entered into among the Company (as purchaser) and Alibaba Investment Limited (as seller) in respect of the Acquisition
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed to it under the Listing Rules
“Supplemental Agreement”	the supplemental agreement entered into between Alibaba Holding and the Company on September 20, 2019 to revise the then existing annual caps in respect of the service fees payable under the Renewed Shared Services Agreement for the financial year ended March 31, 2020 and the financial year ending March 31, 2021
“Termination Agreement”	has the meaning ascribed to it under the section headed “TERMINATION OF CONTINUING CONNECTED TRANSACTIONS IN RELATION TO THE OPERATION SERVICES AGREEMENT” in this announcement
“TPP Platform Payment Services”	the payment services provided by Alipay for the vendors and customers of the online ticketing platform “Tao Piao Piao”

“Youku Platform”	one of the leading online video platforms in Mainland China operated by the Relevant Youku Technology Members
“Youku Technology”	北京優酷科技有限公司 (Beijing Youku Technology Co., Ltd.*), a company established under the laws of the PRC with limited liability and a consolidated entity of Alibaba Holding
“Zhonglian Shengshi”	中聯盛世文化(北京)有限公司 (Zhonglian Shengshi Culture (Beijing) Co., Ltd.*), a company established under the laws of the PRC with limited liability and an indirect wholly-owned subsidiary of the Company
“%”	per cent

By order of the Board
Alibaba Pictures Group Limited
Fan Luyuan
Chairman & Chief Executive Officer

Hong Kong, December 28, 2023

As of the date of this announcement, the Board comprises Mr. Fan Luyuan, Mr. Li Jie and Mr. Meng Jun, being the executive Directors; Mr. Tung Pen Hung, being the non-executive Director; and Ms. Song Lixin, Mr. Tong Xiaomeng and Mr. Johnny Chen, being the independent non-executive Directors.

* *For identification purposes only*