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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)

GRANT OF SHARE OPTIONS AND RESTRICTED SHARE UNITS

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On June 14, 2024, the Company granted a total of 3,700,700 Options to two Connected Grantees and a total of 73,600,600 RSUs to 576 Grantees in accordance with the terms of the Share Award Scheme, subject to acceptance.

This announcement is made pursuant to Rules 17.06A, 17.06B and 17.06C of the Listing Rules.

SHARE OPTIONS

On June 14, 2024, the Company granted 3,700,700 Options to two Connected Grantees in accordance with the terms of the Share Award Scheme, subject to acceptance. The details of the grant of the Options are as follows:

Date of Grant : June 14, 2024

Grantees : Two Connected Grantees, both of which are Directors

Number of Options granted : 3,700,700

Each of the Options granted to the Grantees represents a new Share to be issued as and when the Grantees have exercised their Options

Purchase price for the grant of Options	:	Nil
Closing price of the Shares on the Date of Grant	:	HK\$3.500 per Share
Exercise price of the Options granted	:	HK\$3.720, being the highest of (i) the closing price of the Shares of HK\$3.500 per Share as stated in the daily quotation sheet issued by the Stock Exchange on the Date of Grant, (ii) the average closing price of the Shares of HK\$3.720 per Share as stated in the daily quotation sheets issued by the Stock Exchange for the five business days immediately preceding the Date of Grant, and (iii) the nominal value of each Share, which is HK\$0.01
Exercise period of the Options	:	The exercise period of the Options shall be 10 years from the Date of Grant and the Options shall lapse at the expiry of the exercise period
Vesting period of the Options	:	Subject to any alteration by the Company as stated in a separate grant letter between each of the Grantees and the Company, the Options granted to one Connected Grantee shall vest over one to six years from the Date of Grant, while the Options granted to the Other Connected Grantee shall vest over one to four years from the Date of Grant
Performance targets	:	The Options granted are not subject to performance targets

Having considered that (i) the grant of Options to the Grantees would provide them with the opportunity to acquire equity interests in the Company as recognition of their contribution to the success and development of the Group and (ii) the Options vest over a certain time period on a yearly basis which motivates them to remain with, and to strive for the future development and expansion of, the Group and this aligns with the purpose of the Share Award Scheme, the Remuneration Committee is of the view that performance targets are not necessary for the Options granted to the Grantees

Clawback mechanism : In the event that any circumstances as specified in the respective grant letter arise, which include among others, the termination of the Grantee's employment or service by the Company or any of its subsidiaries by reason of the employer terminating the contract of employment without notice or payment in lieu of notice, the Grantee has committed an act of theft, embezzlement, fraud, dishonesty, ethical breach or other similar acts or the commission of a criminal offence or any conduct that is materially adverse to the name, reputation or interests of the Group, the Options granted but unvested will automatically lapse in respect of the underlying Shares with effect upon the occurrence of the relevant circumstances

Details of the Grantees

A total of 3,700,700 Options were granted to the two Directors, the details of which are as follows:

Name	Position	Number of Options granted
Zhu Shunyan	executive Director and chairman of the Board	1,741,500
Shen Difan	executive Director and chief executive officer of the Company	1,959,200

Pursuant to Rule 17.04(1) of the Listing Rules, the grant of Options to the above Directors has been approved by the independent non-executive Directors. Each of the above Directors has abstained from voting on the resolution relating to the Options granted to themselves and had not been counted towards the quorum of the Board meeting in respect of such resolution.

RESTRICTED SHARE UNITS

On June 14, 2024, the Company granted a total of 73,600,600 RSUs to 576 Grantees in accordance with the terms of the Share Award Scheme, subject to acceptance. The details of the grant of the RSUs are as follows:

Date of Grant : June 14, 2024

Grantees	:	A total of 73,600,600 RSUs are granted to the Grantees, of which six are Connected Grantees who are Directors and directors of subsidiaries of the Company and 570 are Non-connected Grantees who are employees of the Group (including the person who is granted the RSUs as an inducement to enter into employment contract with the Group)
Number of RSUs granted	:	73,600,600 Each of the RSUs granted to the Grantees represents a right to receive a Share on the date the RSU vests
Purchase price for the grant of RSUs	:	Nil
Closing price of the Shares on the Date of Grant	:	HK\$3.500 per Share
Vesting period of the RSUs	:	Subject to any alteration by the Company as stated in a separate grant letter between each of the Grantees and the Company, apart from the RSUs granted to one Connected Grantee which shall vest over one to six years from the Date of Grant, the RSUs granted to the Grantees shall vest over one to four years from the Date of Grant
Performance targets	:	The RSUs granted are not subject to performance targets Having considered that (i) the grant of RSUs to the Grantees would provide them with the opportunity to acquire equity interests in the Company as recognition of their contribution to the success and development of the Group and (ii) the RSUs vest over a certain time period on a yearly basis which motivates them to remain with, and to strive for the future development and expansion of, the Group and this aligns with the purpose of the Share Award Scheme, the Remuneration Committee is of the view that performance targets are not necessary for the RSUs granted to the Grantees

Clawback mechanism : In the event that any circumstances as specified in the respective grant letter arise, which include among others, the termination of the Grantee's employment or service by the Company or any of its subsidiaries by reason of the employer terminating the contract of employment without notice or payment in lieu of notice, the Grantee has committed an act of theft, embezzlement, fraud, dishonesty, ethical breach or other similar acts or the commission of a criminal offence or any conduct that is materially adverse to the name, reputation or interests of the Group, the RSUs granted but unvested will automatically lapse in respect of the underlying Shares with effect upon the occurrence of the relevant circumstances

Details of the Grantees

Among the 73,600,600 RSUs granted to the Grantees, 2,176,900 RSUs were granted to three Directors, 2,142,100 RSUs were granted to three directors of subsidiaries of the Company and 69,281,600 RSUs were granted to 570 employees of the Group, the details of which are as follows:

Name	Position	Number of RSUs granted
Zhu Shunyan	executive Director and chairman of the Board	696,600
Shen Difan	executive Director and chief executive officer of the Company	783,700
Tu Yanwu	executive Director and chief financial officer of the Company	696,600
Three directors of subsidiaries of the Company		2,142,100
570 employees of the Group		69,281,600

Pursuant to Rule 17.04(1) of the Listing Rules, the grant of RSUs to the above Directors has been approved by the independent non-executive Directors. Each of the above Directors has abstained from voting on the resolution relating to the RSUs granted to themselves and had not been counted towards the quorum of the Board meeting in respect of such resolution.

REASONS FOR AND BENEFITS OF THE GRANTS

The purpose of the aforesaid grant of the Options and the RSUs is to (i) attract skilled and experienced personnel for the further development and expansion of the Group by providing them with the opportunity to acquire equity interests in the Company, (ii) recognize the contribution to the success and development of the Group made by the existing employees of the Group, and/or (iii) generally incentivize and motivate our employees to remain with, and to strive for the future development and expansion of, the Group.

LISTING RULES IMPLICATIONS

Save as disclosed above and to the best of the knowledge of the Directors having made all reasonable enquiries, as at the Date of Grant, (i) none of the other Grantees is a Director, chief executive or substantial shareholder of the Company or an associate (as defined under the Listing Rules) of any of them; (ii) none of the Grantees is a participant with Options and the RSUs granted and to be granted exceeding the 1% individual limit under Rule 17.03D(1) of the Listing Rules; (iii) none of the Grantees is a related entity participant or a service provider (as defined under the Listing Rules); and (iv) no financial assistance has been provided by the Group to the Grantees to facilitate the purchase of Shares under the Share Award Scheme.

The grant of RSUs to the Connected Grantees constituted a connected transaction of the Company under Chapter 14A of the Listing Rules but is exempt from reporting, announcement and independent shareholders' approval requirements pursuant to the Listing Rules.

NUMBER OF SHARES AVAILABLE FOR FUTURE GRANT

Upon the aforesaid grant of the Options and the RSUs, 1,263,236,007 Shares underlying the Options and the RSUs are available for future grant under the scheme mandate limit of the Share Award Scheme, and 135,332,785 Shares underlying the Options and the RSUs are available for future grant under the service provider sublimit of the Share Award Scheme.

DEFINITIONS

“Board”	the board of directors of the Company
“Company”	Alibaba Health Information Technology Limited, a company incorporated in Bermuda, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 00241)
“Connected Grantees”	the Grantees who are connected persons of the Company
“connected person”	has the same meaning ascribed to it under the Listing Rules
“Date of Grant”	June 14, 2024
“Director(s)”	director(s) of the Company
“Grantees”	Directors, directors of subsidiaries of the Company, employees of the Group who are granted Options and/or RSUs in accordance with the Share Award Scheme on the Date of Grant
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	Hong Kong Special Administrative Region of the People’s Republic of China
“Listing Rules”	Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Non-connected Grantees”	the Grantees who are not connected persons of the Company
“Option(s)”	option(s) to subscribe for or acquire Shares which is/are granted under the Share Award Scheme
“Remuneration Committee”	the remuneration committee of the Company
“RSU(s)”	restricted share unit(s), being a contingent right to receive Share(s) which is/are awarded under the Share Award Scheme
“Share Award Scheme”	the share award scheme adopted by the Company at a special general meeting on November 24, 2014 and amended by the Company at the annual general meeting on August 11, 2023, the principal terms of which were set out in Appendix II to the Company’s circular dated July 14, 2023

“Shares”	ordinary shares of HK\$0.01 each in the issued capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary”	has the same meaning ascribed to it under the Listing Rules

For and on behalf of the Board
Alibaba Health Information Technology Limited
Shen Difan
Chief Executive Officer

Hong Kong, June 14, 2024

As at the date of this announcement, the Board comprises Mr. Zhu Shunyan, Mr. Shen Difan and Mr. Tu Yanwu as the executive Directors; Ms. Huang Jiaojiao and Mr. Xu Haipeng as the non-executive Directors; and Ms. Huang Yi Fei (Vanessa), Dr. Shao Rong and Ms. Wu May Yihong as the independent non-executive Directors.