



**THIS PROXY IS SOLICITED ON BEHALF OF  
THE BOARD OF DIRECTORS OF ALIBABA GROUP HOLDING LIMITED  
FOR THE ANNUAL GENERAL MEETING OF SHAREHOLDERS  
TO BE HELD ON SEPTEMBER 30, 2022**

The undersigned holder of ordinary shares of Alibaba Group Holding Limited, a Cayman Islands company (the “Company”), hereby acknowledges receipt of the notice of annual general meeting of shareholders and proxy statement, each dated August 8, 2022, and hereby appoints each of Daniel Yong ZHANG, Sara Siying YU or Kevin Jinwei ZHANG or \_\_\_\_\_

(email address: \_\_\_\_\_) as proxy, with full power to each of substitution, on behalf and in the name of the undersigned, to represent the undersigned at the annual general meeting of shareholders of the Company to be held virtually by electronic means on September 30, 2022 at 7:00 p.m., China Standard Time, or 7:00 a.m., U.S. Eastern Daylight Time (the “General Meeting”), and at any adjournment or adjournments thereof, and to vote all ordinary shares which the undersigned would be entitled to vote if then and there personally present, on the matters set forth below(i) as specified by the undersigned below and (ii) in the discretion of the proxy holder upon such other business as may properly come before the meeting, all as set forth in the notice of annual general meeting and in the proxy statement available for review and download on the Company’s website [www.alibabagroup.com/en/ir/agm](http://www.alibabagroup.com/en/ir/agm).

This proxy is given in respect of \_\_\_\_\_ ordinary shares registered in the name of the undersigned.

**Note: A holder of ordinary shares who is entitled to more than one vote need not cast all their votes in the same way. In respect of any of the proposals set out below, the undersigned shareholder may instruct the proxy holder to vote some or all of the shares either “for” or “against” any resolution and/or to “abstain” from voting, and the proxy holder will then cast such votes in respect of those proposals in such different ways as instructed by the undersigned shareholder. In this case, please specify in the voting boxes below the number of shares in respect of which the proxy holder is to vote “for” or “against” or to “abstain” in respect of each proposal. If no such numbers are specified, the proxy holder will cast all of the votes for the ordinary shares in respect of which this proxy is given either “for”, “against” or “abstained”, as indicated.**

The ordinary shares in respect of which this proxy form is given (when properly executed and delivered to the mailing or e-mail address set forth below) will be voted by the proxy holder in the manner directed herein by the undersigned shareholder. If no direction is made, the ordinary shares in respect of which this proxy form is given will be voted in the proxy holder’s discretion for the following proposals:

**PROPOSAL 1: Elect the following director nominees to serve on the board of directors.**

	FOR	AGAINST	ABSTAIN
DANIEL YONG ZHANG <sup>1</sup>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
JERRY YANG <sup>1</sup>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
WAN LING MARTELLO <sup>1</sup>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
WEIJIAN SHAN <sup>2</sup>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
IRENE YUN-LIEN LEE <sup>2</sup>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ALBERT KONG PING NG <sup>1</sup>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

1 To serve as a Group II director for a term of office to expire at the third succeeding annual general meeting after his or her election.

2 To serve the remaining term of the Company’s Group I directors, which will end at the Company’s 2024 annual general meeting.

**PROPOSAL 2: Ratify the appointment of PricewaterhouseCoopers as the independent registered public accounting firm of the Company for the fiscal year ending March 31, 2023.**

FOR	AGAINST	ABSTAIN
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Dated: \_\_\_\_\_, 2022

Shareholder Name: \_\_\_\_\_

Names of other joint owners (if any): \_\_\_\_\_

Print \_\_\_\_\_

Print \_\_\_\_\_

Signature \_\_\_\_\_

If you are a current or former employee of the Company or one of its affiliates, please provide your employee ID: \_\_\_\_\_

This proxy form must be signed by the person registered as the holder of the ordinary shares in the register of members as at the close of business on August 3, 2022, China Standard Time, or his or her attorney duly authorized in writing or, in the case the appointer is a corporation, must be either under seal or executed under the hand of an officer or attorney or other person duly authorized to sign the same.

If two or more persons are jointly registered as holders of a share, the vote of the senior person who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of other joint holders. For this purpose seniority shall be determined by the order in which the names stand in the Company’s register of shareholders in respect of the relevant shares. The senior holder should sign this form, but the names of all other joint holders should be stated in the space provided above.

Please send the completed and signed proxy form to us (i) by mail, to 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, or (ii) by e-mail, to [Alibaba.proxy@computershare.com.hk](mailto:Alibaba.proxy@computershare.com.hk).

**This proxy form must be received no later than 7:00 p.m., China Standard Time, on September 28, 2022 to ensure your representation at the General Meeting.**