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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)

RENEWAL OF CONTINUING CONNECTED TRANSACTIONS – CLOUD COMPUTING SERVICES

Reference is made to the announcement of the Company dated May 30, 2016 in relation to the Second Renewed Cloud Computing Services Agreement, which will expire on March 31, 2017. Pursuant to the Third Renewed Cloud Computing Services Agreement entered into by Alibaba Health Technology (China), an indirectly wholly-owned Subsidiary of the Company, and Alibaba Cloud on March 13, 2017, Alibaba Cloud has agreed to continue to provide the cloud computing services to the Group for a term of one (1) year from April 1, 2017 to March 31, 2018. It is expected that the total fees payable by Alibaba Health Technology (China) to Alibaba Cloud under the Third Renewed Cloud Computing Services Agreement will be not more than HK\$7,000,000.

Perfect Advance is a substantial shareholder and a connected person of the Company. Alibaba Holding is the ultimate majority shareholder of Perfect Advance and Alibaba Cloud is a member of Alibaba Group. Accordingly, Alibaba Cloud is also a connected person of the Group and the transactions contemplated under the Third Renewed Cloud Computing Services Agreement will constitute continuing connected transactions for the Company in accordance with the Listing Rules.

As each of the applicable percentage ratios calculated with reference to the annual cap in respect of the Third Renewed Cloud Computing Services Agreement is more than 0.1% but less than 25%, and the total expected consideration is less than HK\$10,000,000, the transactions contemplated under the Third Renewed Cloud Computing Services Agreement are subject to the reporting, annual review, and announcement requirements, but exempt from the independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

THIRD RENEWED CLOUD COMPUTING SERVICES AGREEMENT

Reference is made to the announcement of the Company dated May 30, 2016 in relation to the Second Renewed Cloud Computing Services Agreement, which will expire on March 31, 2017. A renewal of such agreement has been agreed and the principal terms of the Third Renewed Cloud Computing Services Agreement are set out below.

Background

The Group uses cloud computing services in the ordinary and usual course of its business and Alibaba Cloud has been providing certain cloud computing services to the Group pursuant to the Original Cloud Computing Services Agreement, the Renewed Cloud Computing Services Agreement and the Second Renewed Cloud Computing Services Agreement since September 30, 2014. The Second Renewed Cloud Computing Services Agreement will expire on March 31, 2017 and the Group expects to continue to place orders from time to time for various cloud computing services with Alibaba Cloud on an arm's length basis and on normal commercial terms. To ensure that all such orders comply with Rule 14A.34 of the Listing Rules, Alibaba Health Technology (China) has entered into the Third Renewed Cloud Computing Services Agreement with Alibaba Cloud.

Date

March 13, 2017

Parties

- (1) Alibaba Health Technology (China)
- (2) Alibaba Cloud

Principal Terms

Duration

The Third Renewed Cloud Computing Services Agreement shall be for a term of one (1) year from April 1, 2017 to March 31, 2018, unless otherwise terminated in accordance with the terms thereunder.

Services

Pursuant to the Third Renewed Cloud Computing Services Agreement, Alibaba Cloud has agreed to provide to the Group various cloud computing services, including ECS, RDS, CDN, OCS, OSS, SLB, OTS, ODPS, Analytic DB and related services, according to the needs of the Group.

Service fees and payment terms

The fees for ECS, RDS, CDN, OCS, OSS, SLB, OTS, ODPS and Analytic DB shall be calculated based on the actual usage of those services and the relevant per unit Discounted Published Rates for such services. Such fees will be deducted from the Deposit Account based on actual usage on an ongoing basis.

The Third Renewed Cloud Computing Services Agreement also provided that the fees for ECS, RDS and Analytic DB may also be charged on a fixed yearly or monthly fee according to the relevant per unit Discounted Published Rates for such services. The fees for ECS, RDS and Analytic DB, when charged on a fixed yearly or monthly basis, shall be pre-paid.

The fees for any related services shall be charged on a fixed monthly basis as pre-determined in the Third Renewed Cloud Computing Services Agreement and settled at the end of every month.

REASONS FOR AND BENEFITS OF ENTERING INTO THE THIRD RENEWED CLOUD COMPUTING SERVICES AGREEMENT

As previously disclosed by the Company, the Group launched its “碼上放心” (*Ma Shang Fang Xin*) tracking platform in May 2016, offering tracking services to enterprises for the full life cycle of their products and value-added services to assist them to strengthen their operational capabilities.

By leveraging on strong calculation and data processing capability using cloud computing technologies, the Company's *Ma Shang Fang Xin* tracking platform can process larger quantities of big data and concurrently support hundreds of thousands of business users, with its sound compatibility, accessibility and security.

The Company has also expanded the application of the tracking platform beyond drugs to other products, such as food and nutritional supplements.

The Company believes that the provision of the *Ma Shang Fang Xin* tracking platform will continue to generate a significant amount of traffic and data. To continue maintaining a stable and sophisticated system to cater for real-time access to the tracking platform by customers, the Group needs technology input on cloud computing or other data processing solutions for processing big data.

The transactions under the Third Renewed Cloud Computing Services Agreement will support and enable the operation of the Group's *Ma Shang Fang Xin* tracking platform and enhance the quality of the Group's services and operation management standards.

In light of the above, the Directors (including the independent non-executive Directors) consider that the transactions under the Third Renewed Cloud Computing Services Agreement will be conducted in the ordinary and usual course of business of the Group, and that the terms of the Third Renewed Cloud Computing Services Agreement have been negotiated on an arm's length basis, on normal commercial terms, and are fair and reasonable and in the interests of the Group and the shareholders of the Company as a whole.

HISTORICAL TRANSACTION AMOUNTS

Based on the management accounts of the Company as of December 31, 2016 (the date to which the latest management accounts of the Company are available as of the date of this announcement), the aggregate value of service fees paid to Alibaba Cloud under the Second Renewed Cloud Computing Services Agreement was approximately RMB4.23 million for the nine months ended December 31, 2016.

ANNUAL CAP AMOUNT AND BASIS FOR DETERMINING THE ANNUAL CAP AMOUNT

It is expected that the maximum aggregate fees payable by Alibaba Health Technology (China) to Alibaba Cloud under the Third Renewed Cloud Computing Services Agreement for the year ending March 31, 2018 will be not more than HK\$7,000,000.

The annual cap has been estimated primarily based on the aggregate amount of service fees paid by the Group to Alibaba Cloud under the Second Renewed Cloud Computing Services Agreement, which amounted to approximately RMB4.23 million, for the nine-month period ended December 31, 2016, the expected business growth of the Group, the estimated future demand for cloud computing services, the fees and discounts agreed by the parties under the Third Renewed Cloud Computing Services Agreement and the applicable rates of services currently published by Alibaba Cloud on its official website.

The Directors (including the independent non-executive Directors) consider that the annual cap is fair and reasonable and in the interests of the Group and the shareholders of the Company as a whole.

LISTING RULES IMPLICATIONS

Perfect Advance is a substantial shareholder and a connected person of the Company. Alibaba Holding is the ultimate majority shareholder of Perfect Advance and Alibaba Cloud is a member of the Alibaba Group. Accordingly, Alibaba Cloud is also a connected person of the Group and the transactions contemplated under the Third Renewed Cloud Computing Services Agreement will constitute continuing connected transactions for the Company in accordance with the Listing Rules.

As each of the applicable percentage ratios calculated with reference to the annual cap in respect of the Third Renewed Cloud Computing Services Agreement is more than 0.1% but less than 25% and the total expected consideration is less than HK\$10,000,000, the transactions under the Third Renewed Cloud Computing Services Agreement are subject to the reporting, annual review, and announcement requirements, but exempt from the independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

The Third Renewed Cloud Computing Service Agreement was approved by the Board. As Mr. WU Yongming, Mr. TSAI Chung, Joseph, Ms. HUANG Aizhu and Mr. KANG Kai are employees of Alibaba Holding or its Subsidiaries, each of these Directors is deemed or may be perceived to have a material interest in the transaction. Accordingly, they abstained from voting on the resolutions passed by the Board to approve the Third Renewed Cloud Computing Services Agreement.

PRINCIPAL ACTIVITIES OF THE GROUP AND ALIBABA CLOUD

The Company was incorporated in Bermuda and the Shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited. The Company is an investment holding company and the Group is a pharmaceutical e-commerce business operator and healthcare network service provider which seeks to utilize the most advanced information technology to offer internet solutions for the healthcare industry. The principal activities of the Group comprise the operation of product tracking platforms in the PRC, pharmaceutical e-commerce and medical services network business.

The principal activities of Alibaba Cloud include the provision of cloud computing services, including elastic computing, database services and storage and large scale computing services for the platforms of companies integral to the Alibaba Group's ecosystem which includes the Company's platform, and to sellers on the marketplaces and other third-party customers of the Alibaba Group. It also provides internet infrastructure services, such as web hosting and domain name registration.

DEFINITIONS

“Alibaba Cloud”	Alibaba Cloud Computing Ltd.* (阿里雲計算有限公司), a company incorporated in the PRC and a member of the Alibaba Group
“Alibaba Group”	the group of companies comprising Alibaba Holding and its Subsidiaries
“Alibaba Health Technology (China)”	Alibaba Health Technology (China) Company Limited* (阿里健康科技(中國)有限公司), formerly known as Alibaba Health Technology (Beijing) Company Limited* (阿里健康科技(北京)有限公司), a limited liability company incorporated under the laws of the PRC and an indirect wholly owned subsidiary of the Company
“Alibaba Holding”	Alibaba Group Holding Limited, a company incorporated in the Cayman Islands
“Analytic DB”	massive data real time on-line analytical processing service
“Board”	the board of directors of the Company
“CDN”	content delivery network
“CITIC 21CN Technology”	CITIC 21CN (China) Technology Company Limited* (中信21世紀(中國)科技有限公司), a company incorporated in the PRC and an indirectly wholly-owned Subsidiary of the Company

“Company”	Alibaba Health Information Technology Limited (阿里健康信息技術有限公司), a company incorporated in Bermuda, the shares of which are listed on the Main Board of The Stock Exchange of Hong Kong Limited (Stock Code: 00241)
“Deposit Account”	the deposit account maintained by Alibaba Health Technology (China) with Alibaba Cloud for payment of service fees under the Third Renewed Cloud Computing Services Agreement
“Director(s)”	member(s) of the Board
“Discounted Published Rates”	with respect to each of the services provided by Alibaba Cloud, the fees for such services calculated by applying a 15% discount to the relevant service rate published by Alibaba Cloud on its official website from time to time
“ECS”	elastic computing service
“Group”	the Company and each of its Subsidiaries from time to time
“Listing Rules”	The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“OCS”	open cache service
“ODPS”	open data processing service
“Original Cloud Computing Services Agreement”	the services agreement dated September 30, 2014 entered into between CITIC 21CN Technology and Alibaba Cloud
“OSS”	open storage service
“OTS”	open table service
“Perfect Advance”	Perfect Advance Holding Limited, a company incorporated in the British Virgin Islands and an indirectly non-wholly-owned Subsidiary of Alibaba Holding
“PRC”	the People’s Republic of China
“RDS”	relational database service
“Renewed Cloud Computing Services Agreement”	the services agreement dated April 21, 2015 entered into between CITIC 21CN Technology and Alibaba Cloud

“Second Renewed Cloud Computing Services Agreement”	the second renewed services agreement dated May 30, 2016 entered into between CITIC 21CN Technology and Alibaba Cloud
“Shares”	ordinary shares in the issued capital of the Company with a nominal value of HK\$0.01
“SLB”	server load balancer
“Subsidiary”	includes, in relation to any person: (i) any company or business entity of which that person owns or controls (either directly or through one or more other subsidiaries) more than 50% of the issued share capital or other ownership interest having ordinary voting power to elect directors, managers or trustees of such company or business entity; (ii) any company or business entity of which that person owns or controls (either directly or through one or more other subsidiaries, by contract or otherwise) not more than 50% of the issued share capital or other ownership interest having ordinary voting power to elect directors, managers or trustees of such company or business entity but effectively controls (either directly or through one or more other Subsidiaries) the management or the direction of business operations of such company or business entity; and (iii) any company or business entity which at any time has its accounts consolidated with those of that person or which, under Hong Kong law or any other applicable law, regulations or the Hong Kong Financial Reporting Standards or such other generally accepted accounting principles or standards as may be applicable to that person from time to time, should have its accounts consolidated with those of that person
“Third Renewed Cloud Computing Services Agreement”	the renewed services agreement dated March 13, 2017 entered into between Alibaba Health Technology (China) and Alibaba Cloud
“%”	per cent

* *For identification purpose only*

By Order of the Board
Alibaba Health Information Technology Limited
WANG Lei
Chief Executive Officer and Executive Director

Hong Kong, March 13, 2017

As at the date of this announcement, the Board comprises eight Directors, of whom (i) one is an executive Director, namely Mr. WANG Lei; (ii) four are non-executive Directors, namely Mr. WU Yongming, Mr. TSAI Chung, Joseph, Ms. HUANG Aizhu and Mr. KANG Kai; and (iii) three are independent non-executive Directors, namely Mr. YAN Xuan, Mr. LUO Tong and Mr. WONG King On, Samuel.