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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: 241)

RENEWAL OF CONTINUING CONNECTED TRANSACTIONS

References are made to (i) the circular of the Company dated March 11, 2020 and the announcement of the Company dated February 6, 2020 in respect of, among others, the 2020–2023 Taobao Framework Technical Services Agreement; (ii) the announcement of the Company dated March 30, 2021 in respect of, among others, the 2022 Koubei Services Framework Agreement; (iii) the announcement of the Company dated March 30, 2022 in respect of, among others, the 2023 Logistics Services Framework Agreement, the 2023 Platform Services Framework Agreement, the 2023 Outsourced Services Framework Agreement, the 2023 Payment Services Framework Agreement, the 2023 Shared Services Agreement, the 2023 Agency Agreement, the 2023 Cloud Computing Services Framework Agreement and the 2023 Software Services Framework Agreement; and (iv) the announcement of the Company dated February 24, 2023 in respect of, among others, the revision of annual cap of the 2023 Software Services Framework Agreement.

Each of the Existing CCT Agreements will expire on March 31, 2023, and it is currently expected that the transactions under the Existing CCT Agreements will continue. On March 31, 2023, the Company and its relevant Subsidiaries, as applicable, entered into the Renewed CCT Agreements, each of which (other than the 2024 Koubei Services Framework Agreement which shall commence from April 1, 2023 and end on March 31, 2025) has a term commencing from April 1, 2023 and ending on March 31, 2024. There had been no material change in the terms of the Renewed CCT Agreements (save as the adjustment in the collaboration model under the 2024 Koubei Services Framework Agreement) from the Existing CCT Agreements.

As at the date of this announcement, Alibaba Holding is the ultimate shareholder of Perfect Advance and Ali JK, which are the substantial shareholders and connected persons of the Company, and holds approximately 57.05% of the issued share capital of the Company via Perfect Advance, Alibaba Investment and Ali JK. As Alibaba Holding directly or indirectly Controls or is the ultimate shareholder of each of the members of the AGH Relevant Entities, Alibaba Group, Taobao Holding, Alibaba Cloud, the Advertising Parties and Koubei Shanghai, each relevant member is an associate of Perfect Advance and Ali JK and hence a connected person of the Company. Further, as Ant Group is indirectly held by Alibaba Holding as to more than 30% of its equity interest and both Alipay China and Alipay Singapore are wholly-owned Subsidiaries of Ant Group, each of Ant Group, Alipay China and Alipay Singapore is an associate of Perfect Advance and thus a connected person of the Company. Moreover, as Hangzhou Cainiao is an indirect non-wholly-owned Subsidiary of Alibaba Holding, each of the members of Cainiao Group is also a connected person of the Company. The transactions contemplated under each of the Renewed CCT Agreements therefore constitute continuing connected transactions of the Company in accordance with the Listing Rules.

As the 2024 Taobao Framework Technical Services Agreement and the transactions contemplated under the 2024 Framework Technical Services Agreement took place within a 12-month period and the services provided under both of the agreements are of similar nature, the transactions under the 2024 Taobao Framework Technical Services Agreement and the 2024 Framework Technical Services Agreement shall be aggregated as a series of transactions pursuant to Rule 14A.81 of the Listing Rules. As disclosed in the circular of the Company dated March 14, 2023 and the announcement of the Company dated February 8, 2023, since one or more of the applicable percentage ratios in respect of the annual cap under the 2024 Framework Technical Services Agreement are higher than 5%, the 2024 Framework Technical Services Agreement is subject to the reporting, announcement, annual review and independent shareholders' approval requirements under Chapter 14A of the Listing Rules. Independent Shareholders' approval has been obtained for the transactions contemplated under the 2024 Framework Technical Services Agreement at the SGM. As such, no Independent Shareholders' approval has to be obtained in respect of the 2024 Taobao Framework Technical Services Agreement following the aforementioned aggregation.

Save for the 2024 Taobao Framework Technical Services Agreement, each of the applicable percentage ratios calculated with reference to the respective annual caps under each of the Renewed CCT Agreements is less than 5%, the transactions contemplated under each of the Renewed CCT Agreements are subject to reporting, annual review, and announcement requirements, but exempt from the independent shareholders' approval requirement under Chapter 14A of the Listing Rules.

BACKGROUND

References are made to (i) the circular of the Company dated March 11, 2020 and the announcement of the Company dated February 6, 2020 in respect of, among others, the 2020–2023 Taobao Framework Technical Services Agreement; (ii) the announcement of the Company dated March 30, 2021 in respect of, among others, the 2022 Koubei Services Framework Agreement; (iii) the announcement of the Company dated March 30, 2022 in respect of, among others, the 2023 Logistics Services Framework Agreement, the 2023 Platform Services Framework Agreement, the 2023 Outsourced Services Framework Agreement, the 2023 Payment Services Framework Agreement, the 2023 Shared Services Agreement, the 2023 Agency Agreement, the 2023 Cloud Computing Services Framework Agreement and the 2023 Software Services Framework Agreement; and (iv) the announcement of the Company dated February 24, 2023 in respect of, among others, the revision of annual cap of the 2023 Software Services Framework Agreement.

Each of the Existing CCT Agreements will expire on March 31, 2023, and it is currently expected that the transactions under the Existing CCT Agreements will continue. On March 31, 2023, the Company and its relevant Subsidiaries, as applicable, entered into the Renewed CCT Agreements, each of which (other than the 2024 Koubei Services Framework Agreement which shall commence from April 1, 2023 and end on March 31, 2025) has a term commencing from April 1, 2023 and ending on March 31, 2024. The principal terms of each of the Renewed CCT Agreements are set out as follows.

2024 LOGISTICS SERVICES FRAMEWORK AGREEMENT

Date

March 31, 2023

Parties

- (1) The Company (for itself and on behalf of its Subsidiaries)
- (2) Hangzhou Cainiao (for itself and on behalf of its Subsidiaries and affiliates)

Duration

The 2024 Logistics Services Framework Agreement shall have a term of one (1) year from April 1, 2023 to March 31, 2024, unless otherwise terminated in accordance with the terms thereunder.

Services to be provided

Pursuant to the 2024 Logistics Services Framework Agreement, Hangzhou Cainiao has agreed that Cainiao Group will provide the Group with the Logistics Services, including but not limited to warehouse operation and storage services, domestic and international delivery services, customs registration and clearance services, standard and special

packaging services, storage and delivery supply chain management services and related system software services and other value-added and logistics-related services provided by Cainiao Group from time to time. Cainiao Group shall provide the Logistics Services to the Group in accordance with the underlying agreements and the standard terms and conditions (as applicable) as amended and published on the respective online platforms operated by Cainiao Group from time to time.

Service fees, pricing terms and payment terms

The service fees shall be calculated and settled in accordance with the underlying agreements and the standard terms and conditions (as applicable) as amended and published on the respective online platforms operated by Cainiao Group from time to time. As at the date of this announcement, the service fees include without limitation the following major components:

- (i) storage fees, which are calculated based on the size of the Group's goods being stored in Cainiao Group's warehouses and are payable monthly. The current applicable storage fees are approximately RMB3 to RMB10 per cubic meter for each applicable day;
- (ii) basic service fees/order processing fees, including delivery fees, which are calculated based on the delivery route, size or weight (whichever results in the higher rate) of the Group's goods being delivered by Cainiao Group, and are payable against each delivery order. The current applicable delivery fees per parcel for domestic and overseas delivery range from approximately RMB2.5 to RMB80 for the first kilogram and approximately RMB2 to RMB50 for each additional kilogram;
- (iii) value-added service fees, depending on the type of value-added services provided, which are calculated based on the quantity of goods requiring the respective value-added services and are currently payable against each delivery order; and
- (iv) disbursement and other incidental costs arising from the Logistics Services, such as tax paid on behalf of the Group by Cainiao Group, which shall be calculated based on the actual amount of disbursement incurred and are currently collected by Cainiao Group against each delivery order.

The service fees (other than the storage fees, which are settled monthly, and the order processing fees, which are settled after each parcel is despatched from the warehouse) are currently settled immediately against the completion of each delivery order.

Hangzhou Cainiao has undertaken to ensure that the terms in respect of the Logistics Services provided to the Group are fair, on normal commercial terms which are determined on arm's length basis and are no less favourable than the terms available to other independent third parties in accordance with the respective standard agreements which are applicable to these customers.

Reasons and Benefits for the Renewal

The Company has been selling pharmaceutical and healthcare products online and requires efficient and reliable logistics services to enable its products to be safely and promptly delivered to its customers. By capitalizing on the logistics data platform and global fulfilment network of Cainiao Group, efficient and reliable domestic and international one-stop-shop logistics services can be provided to its customers for fulfilling their different logistic needs. The Group's pharmaceutical direct sales business has been expanding quickly which leads to an increase in demand for logistics services. By entering into the 2024 Logistics Services Framework Agreement, the Group aims to meet such increasing demand by maintaining stable logistics services for enhancing customers' shopping experience.

2024 PLATFORM SERVICES FRAMEWORK AGREEMENT

Date

March 31, 2023

Parties

- (1) The Company (for itself and on behalf of its Subsidiaries)
- (2) Taobao Holding (for itself and on behalf of its Subsidiaries and affiliates)

Duration

The 2024 Platform Services Framework Agreement shall have a term of one (1) year from April 1, 2023 to March 31, 2024, unless otherwise terminated in accordance with the terms thereunder.

Services to be provided

Pursuant to the 2024 Platform Services Framework Agreement, Taobao Holding has agreed that the AGH Relevant Entities will provide to the Group the Platform Services based on the actual business needs of the Group, including but not limited to Internet information related software technical services, bonus points system related software technical services, Internet information services, secondary domain name services, promotion and logistics related technical services, product information display and release services, order verification and processing services, payment system technical services, coordination and storage services for returned products, trading technology services, channel promotion services, other related platform services and other similar or related services provided by the AGH Relevant Entities from time to time. These services relate to the Group's use of various AGH Platforms to sell healthcare related products and services to consumers and businesses.

The AGH Relevant Entities shall provide the Platform Services to the Group in accordance with the underlying agreements and standard terms and conditions (as applicable) as amended and published on the respective online platforms operated by the AGH Relevant Entities from time to time.

Service fees, pricing terms and payment terms

The service fees shall be calculated in accordance with the underlying agreements and the standard terms and conditions (as applicable) as amended and published on the respective online platforms operated by the respective AGH Relevant Entities from time to time. As at the date of this announcement, the service fees include without limitation the following major components:

- (i) an upfront guarantee deposit designated by the respective AGH Relevant Entities (different amount of guarantee deposit is applicable to different AGH Platforms or different categories of products or services) (if applicable);
- (ii) a standard annual fee designated by the respective AGH Relevant Entities as amended and published on the Tmall Platforms from time to time (different amount of annual fee is applicable to different categories of products or services) (if applicable), currently being RMB30,000 per Tmall storefront/Tmall Global storefront for the year ending December 31, 2023;
- (iii) real-time deducted technical service fees calculated as a percentage of the value of sales of products or services sold by the Group of the applicable categories on the AGH Platforms as amended and published from time to time. Currently, the products and services sold by the Group at the relevant storefronts on the AGH Platforms are primarily categorized into over-the-counter drugs, prescription drugs, medical devices and nutritional supplements categories, which are subject to a fee rate ranging from 1% to 10%; and
- (iv) payment handling and international delivery fees which include any cost incurred in the payment and delivery of the products sold by the Group on the relevant AGH Platforms and platform service fees designated by the respective AGH Relevant Entities which are determined based on the marketing platform selected and the types of platform activities engaged in (if applicable).

The fee tables published on the respective AGH Platforms are subject to adjustment and typically revised annually by the AGH Relevant Entities.

The AGH Relevant Entities will ensure that the terms in respect of the Platform Services provided to the Group are fair, on normal commercial terms which are determined on arm's length basis and are no less favourable than the general terms available to other independent third parties. As the standard terms and conditions are amended and published on the respective online platforms operated by the AGH Relevant Entities from time to time, the Company will regularly check that the rates that it is charged is consistent with such published rates.

As the technical service fees or other fees to be charged for the sale of products and services on the AGH Platforms are subject to change by the AGH Relevant Entities and are beyond the Group's control, the Company will seek the Board's approval in the event that there is any material change to the terms of the service fees, including any material increase in the fee rate applicable to the products and services sold by the Group, as amended from time to time, and comply with the disclosure requirements under the Listing Rules as and when appropriate.

The guarantee deposit shall be payable upon admission to the relevant AGH Platforms. The designated annual fees shall be settled at the beginning of each calendar year and the technical service fees will be settled or deducted immediately after the sale of the relevant products or services. The settlement of the payment handling and international delivery fees and the platform service fees shall be set off against funds received by the AGH Relevant Entities from customers in respect of the transactions conducted on the relevant AGH Platforms.

Reasons and Benefits for the Renewal

The Company believes that by marketing and selling products or services on online sales platforms operated by the AGH Relevant Entities, it will be able to reach out to more customers and improve its understanding of their needs in order to facilitate product circulation along the pharmaceutical and healthcare products retail chain to offer quality products and services at competitive prices.

2024 OUTSOURCED SERVICES FRAMEWORK AGREEMENT

Date

March 31, 2023

Parties

- (1) The Company (for itself and on behalf of its Subsidiaries)
- (2) Taobao Holding (for itself and on behalf of its Subsidiaries and affiliates)

Duration

The 2024 Outsourced Services Framework Agreement shall have a term of one (1) year from April 1, 2023 to March 31, 2024, unless otherwise terminated in accordance with the terms thereunder.

Services to be provided

Pursuant to the terms of the 2024 Outsourced Services Framework Agreement, the Group agrees to provide Taobao Group Companies with the following outsourced and value-added services (i.e. the “**Outsourced Services**”) to the Outsourced Tmall Merchants under the Outsourced Services Categories:

- (i) merchants’ business development, including researching, analyzing, gathering and tracking domestic and foreign health market trends and policy updates;
- (ii) merchants’ customer services, including providing helpline support for merchants in the process of admission to Tmall and general operational questions; assisting merchants in analyzing consumer behavior data, updating merchants on any latest business information and rules, marketing activities planning, business risks, as well as collecting feedback and suggestions from merchants to improve overall services to merchants;
- (iii) marketing event planning for merchants, including planning and organizing marketing events for merchants, organizing merchants to participate in events, designing and building event webpage interfaces, planning customer discount programs and conducting consumer data analysis;
- (iv) technical support, including providing technical support on product and store information display, transaction completion processes, use of payment tools and consumer service tools;
- (v) assistance to Taobao Group Companies with merchants’ admissions, merchants’ business operations, merchants’ management and product quality control functions, including assisting with formulating rules that govern merchants’ operation, reviewing documents required for merchants’ admission and formulating and implementing quality control rules and conducting regular inspections; and
- (vi) technical management services in relation to urban medical insurance, which include the provision of technical management services for the medical insurance merchants admission system, the product quality control system, and the merchants operational and maintenance service system.

Taobao Group Companies will continue to have primary responsibility for all work and business decisions pertaining to Outsourced Tmall Merchants' admissions, Outsourced Tmall Merchants' business operations and product quality control functions, including signing and reviewing contracts with Outsourced Tmall Merchants, reviewing product information and images displayed by the Outsourced Tmall Merchants and providing technology infrastructure, and the Group agrees to assist with the execution of business decisions made by Taobao Group Companies.

Service fees, pricing terms and payment terms

Taobao Group Companies shall, subject to special promotional arrangements as may be agreed by both Taobao Group Companies and the Group, pay the Group service fees amounting to 21.5% of the fees paid by the Outsourced Tmall Merchants to Taobao Group Companies and/or their respective affiliates in respect of the value of completed sales of products or services under the Outsourced Services Categories. The service fees shall be paid in cash on a quarterly basis. The service fees were determined with reference to, among other things, the operating costs expected to be incurred by the Group in providing the services including staff costs, forecast marketing and promotional activities and technical support expenses. The terms of the 2024 Outsourced Services Framework Agreement are fair, on normal commercial terms which are determined on arm's length basis and are no more favourable to Taobao Holding than those offered to independent third parties.

Reasons and Benefits for the Renewal

In respect of the 2024 Outsourced Services Framework Agreement, the Outsourced Services remain within the existing skill set of the Group as it has been developing its own pharmaceutical e-commerce, internet healthcare and intelligent medicine businesses. The service fees to be received under the 2024 Outsourced Services Framework Agreement will continue to be one of the steady growing sources of revenue for the Company. Together with the rapid growth of the Company's pharmaceutical direct sales business, and given the potential of such innovative new businesses of intelligent healthcare and health management services, the Outsourced Services provided under the 2024 Outsourced Services Framework Agreement serve as another revenue source of the Group.

2024 PAYMENT SERVICES FRAMEWORK AGREEMENT

Date

March 31, 2023

Parties

- (1) The Company (for itself and on behalf of its Subsidiaries)
- (2) Alipay China (for itself and on behalf of its Subsidiaries and affiliates)

(3) Alipay Singapore (for itself and on behalf of its Subsidiaries and affiliates)

Duration

The 2024 Payment Services Framework Agreement shall have a term of one (1) year from April 1, 2023 to March 31, 2024, unless otherwise terminated in accordance with the terms thereunder.

Services to be provided, service fees, pricing terms and payment terms

Alipay China and Alipay Singapore shall provide payment, settlement and other related services (i.e. the “**Payment Services**”) on the Alibaba Group Platforms to the Group, and the Group shall pay to Alipay China and Alipay Singapore the service fees which shall be calculated in accordance with the standard terms and conditions of Alipay China and Alipay Singapore as amended and published from time to time on the websites of Alipay China and Alipay Singapore or on the Alibaba Group Platforms or otherwise agreed by the parties. Currently, the service fees are determined based on the volume and the relevant cost of the transactions completed.

Each of the currently applicable service fee rates is not more than 0.6% of the completed transaction amounts. The service fees shall be deducted from the completed transaction amounts immediately upon completion of such transactions. The Group may also be subject to an annual settlement fee, the amount of which will depend on the frequency of settlement (if applicable).

Alipay China and Alipay Singapore have undertaken to ensure that the service fees charged are fair, on normal commercial terms which are determined on arm’s length basis and are no less favourable than the terms available to other independent third parties. The rate of service fees may be adjusted with reference to market conditions and the co-operation between the parties.

Reasons and Benefits for the Renewal

The Company’s mission is to build an online community where it will connect participants in the PRC healthcare market. As part of its business, the Company has been marketing and selling products or services online as an online merchant, including on its own websites and on other platforms including those of Alibaba Group and Ant Group and its Subsidiaries. As part of such online business, the Group requires efficient and reliable payment services. Alipay China and Alipay Singapore are leading third-party digital payment solution providers in China, with large user base and strong technology capabilities. Factors such as security and reliability in online transaction are highly valued by the Group, and Alipay China and Alipay Singapore have demonstrated excellence in such areas in its operating history. By entering into the 2024 Payment Services Framework Agreement, the Group will be able to utilize the Payment Services to enable safe and prompt real-time payment for its online transactions.

2024 SHARED SERVICES AGREEMENT

Date

March 31, 2023

Parties

- (1) The Company (for itself and on behalf of its Subsidiaries)
- (2) Alibaba Holding (for itself and on behalf of its Subsidiaries and affiliates)

Duration

The 2024 Shared Services Agreement shall have a term of one (1) year from April 1, 2023 to March 31, 2024, unless otherwise terminated in accordance with the terms thereunder.

Services to be provided, service fees, pricing terms and payment terms

Pursuant to the 2024 Shared Services Agreement, Alibaba Holding has agreed that the relevant Alibaba Service Providers shall provide certain Shared Services (i.e. service items (i) to (ix) listed below) to the Group, and the Company has agreed that the relevant Alibaba Health Service Providers shall provide certain Shared Services (i.e. service items (v) and (ix) listed below) to Alibaba Group. The Shared Services, together with the respective bases of fee calculations, are detailed as follows:

Description of the Shared Services	Basis for fee calculation
(i) Office premises sharing and support services and dining coupon services	Service fees for sharing of office premises to be calculated on a Prevailing Market Price Basis; and service fees for office support services to be calculated on a Cost-plus Basis Service fees for dining coupon services to be calculated at cost
(ii) Customer service support services	Service fees to be calculated on a Cost-plus Basis
(iii) Operational support services, mid-office system operational and maintenance services, Internet information and information related services	Service fees to be calculated on a Cost-plus Basis

Description of the Shared Services	Basis for fee calculation
(iv) Legal corporate secretarial, finance, administrative, and product safety related support services	Service fees to be calculated at cost
(v) Human resources and personnel transfer related arrangements and reimbursements	Service fees to be calculated at cost
(vi) Business intelligence (BI) support services	Service fees to be calculated on a Cost-plus Basis
(vii) User experience design (UED) support services	Service fees to be calculated on a Cost-plus Basis
(viii) Offline open data processing services (ODPS)	Service fees to be calculated on a Cost-plus Basis
(ix) Supply and/or purchase of products ancillary to the 2024 Shared Services Agreement and/or in support of the business operations of the Group or Alibaba Group	Service fees and/or price of products to be calculated based on standard pricing guidelines of the respective party that are applicable to all of such party's customers (including the Group or Alibaba Group and independent third parties)

In this paragraph:

“**Prevailing Market Price Basis**” means the fees for the relevant Shared Services shall be determined by the prevailing market price for such services. It is expected that the parties will refer to prevailing rental rates for comparable premises to determine the fees for sharing of office premises.

“**Cost-plus Basis**” means the fees for the relevant Shared Services shall be calculated by multiplying the actual costs for the provision of such services by a margin, which shall be determined by one of the four largest international professional accounting firms as designated by Alibaba Holding or the Company (as the case may be), with reference to the applicable tax laws and regulations, comparable transactional information, and in accordance with the principles of arm's length transactions.

The service fees payable by the Group and/or Alibaba Group pursuant to the 2024 Shared Services Agreement shall be billed and settled in cash on a quarterly basis. The terms of the 2024 Shared Services Agreement are fair, on normal commercial terms which are determined on arm's length basis and are no less favourable than the general terms available to other independent third parties.

Reasons and Benefits for the Renewal

Since some of the Alibaba Group's businesses are complementary to the Group's pharmaceutical e-commerce, intelligent medicine and product tracking platforms businesses, the 2024 Shared Services Agreement can help enhance utilization and economies of scale of Alibaba Group's operational support resources and, on the other hand, reduce the management and administrative costs of the Group in procuring similar services from a wide range of other providers. As the Group will also provide certain Shared Services to Alibaba Group, the Company believes that the 2024 Shared Services Agreement will allow the Company to better leverage on the mature infrastructure and coverage already built by Alibaba Group and promote better cooperation between Alibaba Group and the Company. In addition, the fees payable for the majority types of the Shared Services are determined based on prevailing market prices or on a cost-plus basis, in which any margin shall be decided annually by internationally recognized professional parties based on applicable tax laws and comparable transactional information. Furthermore, the Company will from time to time review the terms of the services contemplated under the 2024 Shared Services Agreement against the terms and services offered by third party providers and re-assess the commercial desirability of such arrangements.

2024 AGENCY AGREEMENT

Date

March 31, 2023

Parties

- (1) Alibaba Health (HK) (for itself and on behalf of its Subsidiaries)
- (2) Alimama (for itself and on behalf of its Subsidiaries and affiliates)

Duration

The 2024 Agency Agreement shall have a term of one (1) year from April 1, 2023 to March 31, 2024, unless otherwise terminated in accordance with the terms thereunder.

Services to be provided

Pursuant to the 2024 Agency Agreement, Alibaba Health (HK) (for itself and on behalf of its Subsidiaries) will refer Alibaba Health Group's contracted clients to purchase, and the Advertising Parties, as the marketing services providers, will provide to Alibaba Health Group's contracted clients, various marketing and advertising services on the marketing and branding platforms provided by the Advertising Parties. The actual marketing expenses will be settled by Alibaba Health Group's contracted clients to the Advertising Parties directly.

Incentive fees, pricing terms and payment terms

Alibaba Health Group will be entitled to receive from the Advertising Parties certain incentive rebates in the form of cash or Marketing Resources should the aggregate amount of fees generated by the purchase of Marketing Resources by Alibaba Health Group and its contracted clients exceed certain thresholds. Such rates of incentive rebates and the respective thresholds of purchases are to be published by the Advertising Parties in the first quarter of each calendar year and may be subject to adjustment from time to time. Based on the rates published by the Advertising Parties as at the date of the announcement, the incentive rebate rates are up to 3% of the purchase price of Marketing Resources. The range of total incentive fees payable under the 2024 Agency Agreement was determined with reference to the terms and conditions set out in the standard agency agreements of the Advertising Parties as amended from time to time in relation to such agency services. The terms of the 2024 Agency Agreement are fair, on normal commercial terms which are determined on arm's length basis and are no more favourable to Alimama than those that will be offered to independent third parties.

Based on the 2024 Agency Agreement and the terms and conditions set out in the standard agency agreements of the Advertising Parties as amended from time to time, the amount of annual incentive rebates is to be verified by the parties within thirty days after all purchases of Marketing Resources having been settled at the end of each calendar year and settled within thirty days from the date of invoice.

Reasons and Benefits for the Renewal

The Group works with various healthcare brands in its pharmaceutical e-commerce business and has identified a clear demand from healthcare brands for coordinated marketing and promotional consultancy services. Accordingly, the Group believes that by packaging its own marketing and promotional resources together with external resources, including but not limited to Alibaba Group's marketing and promotional resources, it will be able to better serve its customers. Accordingly, Alibaba Health (HK) has entered into the 2024 Agency Agreement with Alimama, whereby the Advertising Parties operate well-established marketing platforms, to provide more diversified options to its customers together with the Group's marketing resources. At the same time, collecting incentive fees from the Advertising Parties will provide additional income for the Group and will be beneficial to the long term development of the Group.

2024 CLOUD COMPUTING SERVICES FRAMEWORK AGREEMENT

Date

March 31, 2023

Parties

- (1) Alibaba Health (China) (for itself and on behalf of its Subsidiaries and affiliates)
- (2) Alibaba Cloud (for itself and on behalf of its Subsidiaries and affiliates)

Duration

The 2024 Cloud Computing Services Framework Agreement shall have a term of one (1) year from April 1, 2023 to March 31, 2024, unless otherwise terminated in accordance with the terms thereunder.

Services to be provided

Pursuant to the 2024 Cloud Computing Services Framework Agreement, Alibaba Cloud has agreed to provide the Group and its affiliates with various cloud computing services and other related services (i.e. the “**Cloud Computing Services**”), according to the needs of the Group and its affiliates.

Service fees, pricing terms and payment terms

The service fees for the Cloud Computing Services shall be calculated and settled in accordance with the standard terms and conditions on the website of Alibaba Cloud as amended by Alibaba Cloud from time to time. For example, the fees for ECS, RDS, OSS, SLB, CDN, OCS, OTS, ODPS, Analytic DB, NAT and voice services shall be calculated based on the actual usage or bandwidth of those services and the relevant per unit Discounted Published Rates or fixed rate (as the case may be) for such services. Such fees will be deducted from Alibaba Health (China)’s account based on the actual usage on an hourly or daily basis. The fees for ECS, RDS, Analytic DB, EIP, EDAS, and NAS may be charged on a monthly or yearly basis according to the relevant per unit Discounted Published Rates for such services. The fees for ODPS shall be charged according to the relevant per unit Discounted Published Rates for such services, and if calculated with reference to amount of storage, shall be settled on an hourly basis, or if calculated with reference to computation and downloaded data, shall be settled after completion of each task. Other services including but not limited to video conferencing and SMS text messaging are charged based on a package price with the relevant per unit Discounted Published Rates.

Alibaba Cloud has undertaken to ensure that the service fees and the pricing terms under the 2024 Cloud Computing Services Framework Agreement are fair, on normal commercial terms which are determined on arm's length basis and are no less favourable than the general terms available to other independent third parties.

Reasons and Benefits for the Renewal

As a company whose vision is to “facilitate medicine through big data and use the Internet to change health to provide fair, affordable and accessible medical and healthcare services to 1 billion people”, the Group’s businesses, in particular its product tracking platforms and its intelligent medicine and personal health management services, as well as medical and healthcare big data and artificial intelligence initiatives, leverage on strong calculation and data processing capability by using cloud computing technologies to process ever increasing quantities of big data that can concurrently support hundreds of thousands of users, with sound compatibility, accessibility and security. The Company believes that these businesses will continue to generate a significant amount of traffic and data and will require the maintenance of stable and sophisticated systems that can cater for real-time access to the Group’s customers. Accordingly, the Group needs technology input on cloud computing and other data processing solutions for processing such big data and for maintaining its systems. Alibaba Cloud is also China’s leading provider of public cloud services by revenue in 2020, including Platform as a Service, or PaaS, and IaaS services. Factors such as security and reliability in the handling of healthcare data are also highly valued by the Group, and Alibaba Cloud has demonstrated excellence in such areas in its operating history. By entering into the 2024 Cloud Computing Services Framework Agreement, the Group believes that it will be able to utilize the Cloud Computing Services provided by Alibaba Cloud to ensure smooth operation of its systems and the stability of its various Internet healthcare solutions.

2024 SOFTWARE SERVICES FRAMEWORK AGREEMENT

Date

March 31, 2023

Parties

- (1) The Company (for itself and on behalf of its Subsidiaries and associates)
- (2) Taobao Holding (for itself and on behalf of its Subsidiaries and associates)

Duration

The 2024 Software Services Framework Agreement shall have a term of one (1) year from April 1, 2023 to March 31, 2024, unless otherwise terminated in accordance with the terms thereunder.

Services to be provided

Pursuant to the 2024 Software Services Framework Agreement, the Group shall provide Taobao Group Companies with e-commerce platform operational and maintenance related software services (i.e. the “**Software Services**”) for merchants selling products and/or offering services under the Software Services Categories on the Tmall Platforms through channels and mini-programs operated by Taobao Group Companies. The Software Services involve, among others, the merchants admission system, the product quality control system and the merchants operational and maintenance services system, which perform various functions including but not limited to tracking market trends and updating merchants on material policy updates, merchants business operation and management such as reviewing the product information and images displayed by merchants, reviewing the documents required for merchants’ admission, formulating and implementing quality control rules, customer services for merchants including providing helpline support and assisting merchants in optimizing search for their products, collating and analyzing consumer behaviour data, and other ancillary support services.

Service fees, pricing terms and payment terms

Taobao Group Companies shall pay the Group service fees in accordance with the software service fee rate of the transaction amount for the services and/or products sold under the Software Service Categories as amended and published from time to time on the Tmall Platforms or the supplemental agreements entered into with such merchants and; underlying standard agreements as amended from time to time or otherwise agreed by the parties, which currently amount to 1% to 10% of the technical service fees paid by the merchants selling products and/or offering services under the Software Services Categories on the Tmall Platforms to Taobao Group Companies in respect of the value of completed sales of products and/or services under the Software Services Categories generated on the Tmall Platforms. The service fees will be automatically deducted from the fees received from the relevant merchants after the relevant customer confirms the receipt of the products and/or services purchased under the Software Services Categories. The service fees were determined based on arm’s length negotiation with Taobao Group Companies with reference to, among other things, the operating costs expected to be incurred by the Group in providing the Software Services, including staff costs and technical support expenses. The terms of the 2024 Software Services Framework Agreement are fair, on normal commercial terms which are determined on arm’s length basis and are no more favourable to Taobao Group Companies than those offered to independent third parties.

Reasons and Benefits for the Renewal

The Group has been developing its own pharmaceutical e-commerce, internet healthcare and intelligent medicine businesses throughout the years and therefore, the Group is able to leverage on its expertise and capabilities on e-commerce platform maintenance related software and other ancillary support and services to provide efficient and reliable software solutions to merchants on the Tmall Platforms. The cooperation between the Group and Taobao Group Companies under the 2024 Software Services Framework Agreement not only allows the Group to generate revenue and to better optimize its resources as Alibaba Group's healthcare flagship platform, but also provides marketing opportunities for the Group to expand its product portfolio and broaden its customer base. This enables the Group to capture further market share in view of the rapid growth of the Company's pharmaceutical direct sales business.

2024 KOUBEI SERVICES FRAMEWORK AGREEMENT

Date

March 31, 2023

Parties

- (1) Hangzhou Lukang (for itself and on behalf of its Subsidiaries and affiliates)
- (2) Koubei Shanghai (for itself and on behalf of its Subsidiaries and affiliates)

Duration

The 2024 Koubei Services Framework Agreement shall have a term of two (2) years from April 1, 2023 to March 31, 2025, unless otherwise terminated in accordance with the terms thereunder.

Services to be provided

Pursuant to the terms of the 2024 Koubei Services Framework Agreement, Hangzhou Lukang agrees to provide Koubei Shanghai with certain operational or software services under the Koubei Services Categories, including software services to support (i) the operations of Koubei Store and Tmall flagship store and (ii) the operations run by Koubei Shanghai under the Koubei Services Categories, including but not limited to, merchant admission, audit management, advertising and promotion and other related operational services.

Service fees, pricing terms and payment terms

The service fees for the Koubei Services during the term of the 2024 Koubei Services Framework Agreement shall be determined as follows:

- (i) annual fees, including: (a) annual fees payable by merchants to Koubei Shanghai under supplementary merchant agreements entered into between such merchants and the legal entities within Koubei Group, and (b) annual fees payable to the Group by Koubei Store operating as a merchant under the 2024 Koubei Services Framework Agreement. As at the date of this announcement, the annual fees under the 2024 Koubei Services Framework Agreement are fixed at RMB1 million or 30% of the annual fees payable by merchants to Koubei Shanghai depending on the platform; and
- (ii) real-time deducted service fees based on the relevant actual transacted amounts on Tmall and other e-commerce platforms supported by the Tmall Entities, including: (a) service fees payable by merchants to the Group under supplementary merchant agreements entered into between such merchants and the legal entities within the Group, (b) service fees payable by merchants to Koubei Group under supplementary merchant agreements entered into between such merchants and the legal entities within Koubei Group. As at the date of this announcement, the real-time deducted service fees under the 2024 Koubei Services Framework Agreement are fixed at 1% of the relevant actual transacted amounts collected from merchants.

The amount of service fees payable by Koubei Shanghai under the 2024 Koubei Services Framework Agreement to Hangzhou Lukang shall be billed and settled on a quarterly basis. The service fees under the 2024 Koubei Services Framework Agreement were determined based on arm's length negotiations with Koubei Shanghai. The terms of the 2024 Koubei Services Framework Agreement are fair, on normal commercial terms which are determined on arm's length basis and are no more favourable to Koubei Shanghai than those that will be offered to independent third parties.

Reasons and Benefits for the Renewal

It is expected that by entering into the 2024 Koubei Services Framework Agreement, the Group will be able to enhance user experience and improve the operational capabilities of merchants under the Koubei Services Categories, and deliver quality services to these merchants under wider applications. It is also expected that the Group will be able to capitalise on market opportunities in relation to the rising demand of healthcare and pharmaceutical industries in the PRC and further expand its market share in these industries.

2024 TAOBAO FRAMEWORK TECHNICAL SERVICES AGREEMENT

Date

March 31, 2023

Parties

- (1) the Company (for itself and on behalf of its Subsidiaries and affiliates); and
- (2) Taobao Holding (for itself and on behalf of its Subsidiaries and affiliates).

Duration

The 2024 Taobao Framework Technical Services Agreement shall have a term of one (1) year from April 1, 2023 to March 31, 2024, unless otherwise terminated in accordance with the terms thereunder.

Services to be provided

Pursuant to the terms of the 2024 Taobao Framework Technical Services Agreement, Taobao Group Companies shall provide certain support services for the operation of the Tmall Platforms, including the following services:

- (i) Software technical support: Taobao Group Companies will provide infrastructure technical support to the Group or the Tmall Merchants as requested by the Company for the Tmall Software Service Fees. The infrastructure technical support includes but not limited to product information display services on the Tmall Platforms, system security services, business platform maintenance services and related software technology services;
- (ii) Internet information services and secondary domain names: As the platform provider and operator, the Tmall Entities will provide Tmall.com and Tmall.hk and the secondary domain names to the Tmall Merchants as a platform for the Tmall Merchant's operation of business; and
- (iii) Other services: Taobao Group Companies may provide the Tmall Merchants with information or software services relating to transactions as initiated by the Tmall Platforms which include but not limited to marketing services and customer services. Taobao Holding will not charge for those services unless such services are requested by the Group where the parties will agree on a separate service fee.

Service fees, pricing terms and payment terms

The Company shall pay the Tmall Software Service Fees to Taobao Group Companies equal to 40% of the software service fees received by the Group from the Tmall Merchants for transactions selling Pharmaceutical Products and 50% of the software service fees received by the Group from the Tmall Merchants for transactions selling the Target Products and Services other than the Pharmaceutical Products on the Tmall Platforms. The aforementioned software service fees currently received by the Group are up to 5% of the value of completed sales of Target Products and Services sold on the Tmall Platforms, and will be deducted from the receivables of the relevant Tmall Merchant and paid to the Company after a customer confirms the receipt of the products he or she purchases.

The Tmall Software Service Fees shall be settled with reference to the software services agreements entered into between the parties as amended from time to time. The Tmall Software Service Fees are determined by reference to, among other things, the operating costs expected to be incurred by Taobao Group Companies in providing the services including staff costs and technical support expenses. The terms of the 2024 Taobao Framework Technical Services Agreement are fair, on normal commercial terms which are determined on arm's length basis and are no more favourable to Taobao Group Companies than those that will be offered to any independent third parties.

Reasons and Benefits for the Renewal

The Company's mission is to build an online platform where it connects participants in China's healthcare market, so as to provide users with better medical and healthcare services. As always, Alibaba Group will continue to support the Company's development of its healthcare flagship platform and will continue to explore various cooperation models to help the Company achieve its goal. The Taobao Group Companies have incurred operating costs to service the Tmall Merchants and provide software technical services and platform used for the sale of the Target Products and Services. Hence, the Company considers the 2024 Taobao Framework Technical Services Agreement to be necessary as the technical support and services from the Taobao Group Companies to the Group are crucial to the operations of the Tmall Merchants on the Tmall Platforms.

HISTORICAL AMOUNTS AND BASIS FOR DETERMINING THE ANNUAL CAPS

The historical transaction amounts for the year ended March 31, 2022, the existing annual caps for the year ending March 31, 2023, the approximate unaudited transaction amounts for the eleven months ended February 28, 2023 based on the unaudited management accounts and the proposed annual caps for the year ending March 31, 2024 and March 31, 2025 (as applicable) relating to each of the Renewed CCT Agreements are set out below:

	Approximate historical amounts for the year ended March 31, 2022 <i>(RMB'000)</i>	Existing annual caps for the year ending March 31, 2023 <i>(RMB'000)</i>	Approximate unaudited transaction amounts for the eleven months ended February 28, 2023 based on unaudited management accounts <i>(RMB'000)</i>	Proposed annual caps for the year ending March 31, 2024 <i>(RMB'000)</i>	Proposed annual caps for the year ending March 31, 2025 <i>(RMB'000)</i>
2024 Logistics Services Framework Agreement	301,200	450,000	216,164	420,000	N/A
2024 Platform Services Framework Agreement	282,500	560,000	254,652	600,000	N/A
2024 Outsourced Services Framework Agreement	103,700	185,000	106,294	200,000	N/A
2024 Payment Services Framework Agreement	65,200	137,000	80,388	137,000	N/A
2024 Shared Services Agreement (in relation to Shared Services provided to the Group)	305,900 ⁽¹⁾	509,500 ⁽²⁾	250,910 ⁽³⁾	549,500	N/A
2024 Shared Services Agreement (in relation to the Shared Services provided to Alibaba Group)	67,700 ⁽⁴⁾	190,000 ⁽⁵⁾	38,156 ⁽⁶⁾	162,000	N/A
2024 Agency Agreement	3,500	25,000	2,258	25,000	N/A
2024 Cloud Computing Services Framework Agreement	139,600	170,000	105,626	160,000	N/A
2024 Software Services Framework Agreement	62,500	130,000	102,859	140,000	N/A
2024 Koubei Services Framework Agreement	600	N/A	N/A	30,000	30,000
2024 Taobao Framework Technical Services Agreement	259,800	799,000	320,991	620,000	N/A

Notes:

- (1) This includes the approximate historical amounts for the year ended March 31, 2022 under the 2023 Supply and Purchase Framework Agreement in relation to the purchase of products and/or services by the Group from Alibaba Group, and the 2023 Shared Services Agreement (in relation to the Shared Services provided to the Group), being nil and RMB305,900,000, respectively.
- (2) This includes the existing annual caps for the year ending March 31, 2023 under the 2023 Supply and Purchase Framework Agreement in relation to the purchase of products and/or services by the Group from Alibaba Group, and the 2023 Shared Services Agreement (in relation to the Shared Services provided to the Group), being RMB9,500,000 and RMB500,000,000, respectively.
- (3) This includes the approximate unaudited transaction amounts for the eleven months ended February 28, 2023 based on unaudited management accounts under the 2023 Supply and Purchase Framework Agreement in relation to the purchase of products and/or services by the Group from Alibaba Group, and the 2023 Shared Services Agreement (in relation to the Shared Services provided to the Group), being nil and RMB250,909,726, respectively.
- (4) This includes the approximate historical amounts for the year ended March 31, 2022 under the 2023 Supply and Purchase Framework Agreement in relation to the supply of products and/or services by the Group to Alibaba Group, and the 2023 Shared Services Agreement (in relation to the Shared Services provided to Alibaba Group), being RMB67,700,000 and Nil, respectively.
- (5) This includes the existing annual caps for the year ending March 31, 2023 under the 2023 Supply and Purchase Framework Agreement in relation to the supply of products and/or services by the Group to Alibaba Group, and the 2023 Shared Services Agreement (in relation to the Shared Services provided to the Group), being RMB140,000,000 and RMB50,000,000, respectively.
- (6) This includes the approximate unaudited transaction amounts for the eleven months ended February 28, 2023 based on unaudited management accounts under the 2023 Supply and Purchase Framework Agreement in relation to the supply of products and/or services by the Group to Alibaba Group, and the 2023 Shared Services Agreement (in relation to the Shared Services provided to Alibaba Group), being RMB38,156,089 and nil, respectively.

The proposed annual cap amount under the 2024 Logistics Services Framework Agreement was determined with reference to (i) the historical transaction amount incurred under the 2023 Logistics Services Framework Agreement; (ii) the expected sales of pharmaceutical and healthcare products for the financial year ending March 31, 2024; (iii) the pharmaceutical and healthcare products that the Group intends to feature on the stores and platforms operated by Alibaba Group; and (iv) the potential of the future development of online pharmaceutical and healthcare products sales business.

The proposed annual cap amount under the 2024 Platform Services Framework Agreement was determined with reference to (i) the historical transaction amount incurred under the 2023 Platform Services Framework Agreement; (ii) the expected sales of pharmaceutical and healthcare products and services for the financial year ending March 31, 2024; (iii) the pharmaceutical and healthcare products and services that the Group intends to feature on the AGH Platforms; and (iv) the potential of the future development of pharmaceutical and healthcare products and services business in the PRC.

The proposed annual cap amount under the 2024 Outsourced Services Framework Agreement was determined with reference to (i) the historical transaction amount of service fees received by the Group under the 2023 Outsourced Services Framework Agreement; (ii) the Company's projections for the Outsourced Services Categories for the year ending March 31, 2024 based on the expected growth of the corresponding business and the overall healthcare market in the PRC; and (iii) the Company's marketing plans in relation to enhancing the services that the Company seeks to provide continuously for the pharmaceutical and healthcare products and services e-commerce business of Tmall.

The proposed annual cap amount under the 2024 Payment Services Framework Agreement was determined with reference to (i) the historical transaction amount of the service fees paid by the Group under the 2023 Payment Services Framework Agreement; (ii) the amounts and types of products and services that the Group intends to sell online in the future; (iii) the expected growth of the Group's online sales, taking into account the potential for future development of the online healthcare products and services and the healthcare industry related services businesses; and (iv) the expected resulting increase in demand for the payment, settlement and other related services from the Group.

The proposed annual cap amount under the 2024 Shared Services Agreement in relation to the Shared Services provided to the Group by the relevant Alibaba Service Providers was determined with reference to (i) the expected growth of the Group's businesses and the resulting increase in demand for the shared services; (ii) the historical transaction amount of the service fees and/or purchase price for the purchase of products and/or services under the 2023 Supply and Purchase Framework Agreement and the service fees paid by the Group for the shared services under the 2023 Shared Services Agreement; (iii) the expected volume of purchases of products by the Group from Alibaba Group; (iv) the prevailing market rates for comparable services offered by other service providers or the estimated costs that would be incurred by the Company in hiring personnel to provide the shared services internally (as applicable); and (v) where the fees are calculated based on prevailing rates charged by the relevant Alibaba Service Providers to independent third party users, the current prevailing rates for such shared services charged by the relevant Alibaba Service Providers.

The proposed annual cap amount under the 2024 Shared Services Agreement in relation to the Shared Services provided to Alibaba Group by the relevant Alibaba Health Service Providers was determined with reference to (i) the historical transaction amount of the service fees and/or purchase price for the sales and supply of products and/or services to Alibaba Group under the 2023 Supply and Purchase Framework Agreement; (ii) the expected growth in the purchase of medical and healthcare products and related services by Alibaba Group from the Group; (iii) the expected growth of Alibaba Holding's businesses and the resulting increase in demand for certain Shared Services; and (iv) the prevailing market rates for comparable services offered by other service providers in hiring personnel to provide the relevant Shared Services.

The proposed annual cap amount under the 2024 Agency Agreement was determined with reference to (i) the historical transaction amount received by Alibaba Health Group under the 2023 Agency Agreement; (ii) the expected increase in marketing efforts for the year ending March 31, 2024 by Alibaba Health Group and its contracted clients; and (iii) the expected increase in the number of contracted clients for the year ending March 31, 2024, and their estimated future demand for marketing services.

The proposed annual cap amount under the 2024 Cloud Computing Services Framework Agreement was determined with reference to (i) the historical transaction amount of the service fees paid by the Group under the 2023 Cloud Computing Services Framework Agreement; (ii) the expected business growth of the Group; (iii) the estimated future demand for the cloud computing and other related services; (iv) the fees and discounts agreed by the parties under the 2024 Cloud Computing Services Framework Agreement; and (v) the applicable rates of services currently published by Alibaba Cloud on its official website.

The proposed annual cap amount under the 2024 Software Services Framework Agreement was determined with reference to (i) the historical transaction amount of the service fees received by the Group under the 2023 Software Services Framework Agreement; (ii) the projected revenue of the Tmall Platforms for the sale of products and/or services under the Software Services Categories by merchants selling under channels and mini programs operated by Taobao Group Companies; (iii) the Group's projection for the sale of products and/or services under the Software Services Categories for the year ending March 31, 2024 based on the expected growth of the corresponding business and the overall healthcare market in the PRC; and (iv) the Group's marketing plans for enhancing Software Services it seeks to provide to the merchants on the Tmall Platforms under the Software Services Categories.

The proposed annual caps for service fees for the years ending March 31, 2024 and 2025 under the 2024 Koubei Services Framework Agreement were determined with reference to (i) the historical transaction amount of service fees received by the Group under the 2022 Koubei Services Framework Agreement; and (ii) the estimated future demand for the Koubei Services.

The proposed annual cap amount under the 2024 Taobao Framework Technical Services Agreement was determined with reference to (i) the historical transaction amount of the service fees paid by the Group under the 2020–2023 Taobao Framework Technical Services Agreement, (ii) the Company's own projections for business with Tmall Merchants based on projections for the growth of the overall healthcare market in China and (iii) the Company's marketing plans for enhancing the services that the Company seeks to provide to the Tmall Merchants.

In light of the above, the Directors (including the independent non-executive Directors) consider that the transactions under each of the Renewed CCT Agreements (including the proposed annual cap under each of the Renewed CCT Agreements) will be conducted in the ordinary and usual course of business of the Group, and that the terms of each of

the Renewed CCT Agreements have been negotiated on 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. There had been no material change in the terms of the Renewed CCT Agreements (save as the adjustment in the collaboration model under the 2024 Koubei Services Framework Agreement) from the Existing CCT Agreements.

INTERNAL CONTROLS FOR THE GROUP'S CONTINUING CONNECTED TRANSACTIONS

As previously disclosed, the Company has adopted adequate internal control measures to comply with the Listing Rules requirements with respect to the supervision and monitoring of the annual caps of the transactions contemplated under the Renewed CCT Agreements. The finance department of the Company has been collecting and will continue to collect information on the actual transactions conducted with the relevant parties, and the corresponding fees incurred under each of the Renewed CCT Agreements, on a bi-weekly, weekly, monthly or quarterly basis (as the case may be), and has been updating such information to the legal department and the chief financial officer of the Company, to monitor these transaction amounts.

The Company will continue to closely monitor the implementation of the Renewed CCT Agreements and take prompt actions to make necessary disclosure in the event that any adjustment to an annual cap becomes foreseeable. The Company's external auditors will review the continuing connected transactions under each of the Renewed CCT Agreements annually to check and confirm (among others) whether the pricing terms have been adhered to and whether the relevant annual caps have been exceeded. The relevant counterparties to the Renewed CCT Agreements have agreed to allow the Company and its external auditors to access the information necessary to report on the continuing connected transactions contemplated under the respective Renewed CCT Agreements.

LISTING RULES IMPLICATIONS

As at the date of this announcement, Alibaba Holding is the ultimate shareholder of Perfect Advance and Ali JK, which are the substantial shareholders and connected persons of the Company, and holds approximately 57.05% of the issued share capital of the Company via Perfect Advance, Alibaba Investment and Ali JK. As Alibaba Holding directly or indirectly Controls or is the ultimate shareholder of each of the members of the AGH Relevant Entities, Alibaba Group, Taobao Holding, Alibaba Cloud, the Advertising Parties and Koubei Shanghai, each relevant member is an associate of Perfect Advance and Ali JK and hence a connected person of the Company. Further, as Ant Group is indirectly held by Alibaba Holding as to more than 30% of its equity interest and both Alipay China and Alipay Singapore are wholly-owned Subsidiaries of Ant Group, each of Ant Group, Alipay China and Alipay Singapore is an associate of Perfect Advance and thus a connected person of the Company. Moreover, as Hangzhou Cainiao is an indirect non-wholly-owned Subsidiary of Alibaba Holding, each of the

members of Cainiao Group is also a connected person of the Company. The transactions contemplated under each of the Renewed CCT Agreements therefore constitute continuing connected transactions of the Company in accordance with the Listing Rules.

As the 2024 Taobao Framework Technical Services Agreement and the transactions contemplated under the 2024 Framework Technical Services Agreement took place within a 12-month period and the services provided under both of the agreements are of similar nature, the transactions under the 2024 Taobao Framework Technical Services Agreement and the 2024 Framework Technical Services Agreement shall be aggregated as a series of transactions pursuant to Rule 14A.81 of the Listing Rules. As disclosed in the circular of the Company dated March 14, 2023 and the announcement of the Company dated February 8, 2023, since one or more of the applicable percentage ratios in respect of the annual cap under the 2024 Framework Technical Services Agreement are higher than 5%, the 2024 Framework Technical Services Agreement is subject to the reporting, announcement, annual review and independent shareholders' approval requirements under Chapter 14A of the Listing Rules. Independent Shareholders' approval has been obtained for the transactions contemplated under the 2024 Framework Technical Services Agreement at the SGM. As such, no Independent Shareholders' approval has to be obtained in respect of the 2024 Taobao Framework Technical Services Agreement following the aforementioned aggregation.

Save for the 2024 Taobao Framework Technical Services Agreement, each of the applicable percentage ratios calculated with reference to the respective annual caps under each of the Renewed CCT Agreements is less than 5%, the transactions contemplated under each of the Renewed CCT Agreements are subject to reporting, annual review, and announcement requirements, but exempt from the independent shareholders' approval requirement under Chapter 14A of the Listing Rules.

The Renewed CCT Agreements were approved by the Board. As Mr. Zhu Shunyan and Mr. Li Faguang hold senior positions in Alibaba Holding or its Subsidiaries, each of these Directors is deemed or may be perceived to have a material interest in the transactions. Accordingly, they abstained from voting on the resolutions passed by the Board to approve the Renewed CCT Agreements, the transactions contemplated thereunder and the annual caps related thereto. Other than the aforesaid Directors, no other Directors have a material interest in the Renewed CCT 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 and other members of the Group

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 is committed to providing Internet technology, service tools and platforms to industry partners, aiming to realize our mission of “promoting healthy living of 120 years for

everyone” by providing accessible and affordable medical and healthcare services to the public. The Group is primarily engaged in pharmaceutical direct sales business, pharmaceutical e-commerce platform business, medical and healthcare and digital services business.

Alibaba Health (HK) is a limited liability company incorporated in Hong Kong. It is an indirect wholly-owned Subsidiary of the Company that primarily engages in computing technology development, technology consultancy and services, and marketing and business development for the Group’s business operations.

Alibaba Health (China) is a company established in the PRC with limited liability. It is an indirect wholly-owned Subsidiary of the Company that primarily engages in computing technology development, technology consultancy and services, and marketing and business development for the Group’s business operations.

Alibaba Holding and Alibaba Group

Alibaba Holding is 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). 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. Alibaba Group’s businesses are comprised of China commerce, International commerce, Local consumer services, Cainiao logistics services, Cloud services, Digital media and entertainment and Innovation initiatives and others.

Alibaba Cloud

Alibaba Cloud is a company established in the PRC with limited liability and a consolidated entity of Alibaba Holding. It offers a complete suite of cloud services to customers worldwide, including elastic computing, database, storage, network virtualization services, large-scale computing, security, management and application services, big data analytics, a machine learning platform and IoT services. Alibaba Cloud also operates data centers in multiple countries around the world.

Alimama

Alimama is a company established in the PRC with limited liability and an indirect wholly-owned Subsidiary of Alibaba Holding. It operates Alibaba Group’s marketing technology platform by using data technology. Alimama’s platform matches the marketing demands of merchants, brands and retailers with the media resources on Alibaba Group’s own platforms and third-party properties.

Hangzhou Cainiao

Hangzhou Cainiao is established in the PRC with limited liability and is an indirect non-wholly-owned Subsidiary of Alibaba Holding. It is primarily involved in the operation of Cainiao Network, a logistics data platform and global fulfillment network that primarily leverages the capacity and capabilities of logistics partners. Cainiao Network offers domestic and international one-stop-shop logistics services and supply chain management solutions, fulfilling various logistics needs of merchants and consumers at scale, serving digital economy of Alibaba Group and beyond.

Ant Group, Alipay China and Alipay Singapore

Ant Group is a 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 Junhan and Hangzhou Junao hold approximately 31.04% and 22.42% (together approximately 53.46%) of Ant Group's total issued shares, respectively. Hangzhou Yunbo is the executive partner and general partner of, and controls, Hangzhou Junhan and Hangzhou Junao. Mr. Jack Ma holds a 34% equity interest in Hangzhou Yunbo and each of Mr. Eric Jing, Mr. Simon Hu and Ms. Fang Jiang holds a 22% equity interest in Hangzhou Yunbo. The remaining 46.54% issued shares in Ant Group is held as to 32.65% by Hangzhou Alibaba Network, an indirect wholly-owned subsidiary of Alibaba Holding, and as to 13.89% by other minority shareholders, each of which holds less than 3% issued shares in Ant Group.

Pursuant to certain agreements entered into in January 2023, there will be changes to the voting structure of Ant Group's major shareholders upon completion of such agreements, and as a result, no direct or indirect shareholder of Ant Group, alone or jointly with other parties, will have control over Ant Group. As at the date of this announcement, completion of such agreements has not taken place and is subject to approval of or filing with relevant government authorities.

Alipay China, a limited liability company established in the PRC and a wholly-owned Subsidiary of Ant Group, is principally engaged in providing payment processing services. Alipay China is one of the leading players in the online and offline payment markets in China.

Alipay Singapore, being a company incorporated in Singapore and an indirect wholly-owned Subsidiary of Ant Group, is principally engaged in providing payment processing related services.

Koubei Shanghai

Koubei Shanghai is established in the PRC with limited liability and is an indirect non-wholly-owned Subsidiary of Alibaba Holding. Koubei Shanghai and its group of companies operate the Koubei platform, which is one of China's leading restaurants and local services guide platforms for in-store consumption. The Koubei platform provides targeted, data-driven marketing tools and integrated digital operational and store management services for restaurants and local services providers

Taobao Holding

Taobao Holding is a limited liability company incorporated in the Cayman Islands and a direct wholly-owned Subsidiary of Alibaba Holding. Taobao Holding is the indirect holding company of certain PRC subsidiaries of Alibaba Holding relating to Taobao Marketplace and Tmall.

DEFINITIONS

“2020–2023 Taobao Framework Technical Services Agreement”	the agreement dated February 6, 2020 entered into between the Company and Taobao Holding
“2022 Koubei Services Framework Agreement”	the agreement dated March 30, 2021 entered into between Alibaba Health (China) and Koubei Shanghai
“2023 Agency Agreement”	the agreement dated March 30, 2022 entered into between Alibaba Health (HK) and Alimama
“2023 Cloud Computing Services Framework Agreement”	the agreement dated March 30, 2022 entered into between Alibaba Health (China) and Alibaba Cloud
“2023 Logistics Services Framework Agreement”	the agreement dated March 30, 2022 entered into between the Company and Hangzhou Cainiao
“2023 Outsourced Services Framework Agreement”	the agreement dated March 30, 2022 entered into between Alibaba Health (Hainan) and Taobao Holding
“2023 Payment Services Framework Agreement”	the agreement dated March 30, 2022 entered into between the Company and Alipay China

“2023 Platform Services Framework Agreement”	the agreement dated March 30, 2022 entered into between the Company and Alibaba Holding
“2023 Shared Services Agreement”	the agreement dated March 30, 2022 entered into between the Company and Alibaba Holding
“2023 Software Services Framework Agreement”	the agreement dated March 30, 2022 entered into between the Company and Taobao Holding
“2023 Supply and Purchase Framework Agreement”	the agreement dated March 30, 2022 entered into between the Company and Hangzhou Xinxuan E-Commerce Co., Ltd* (杭州心選電子商務有限公司)
“2024 Agency Agreement”	the agreement dated March 31, 2023 entered into between Alibaba Health (HK) and Alimama
“2024 Cloud Computing Services Framework Agreement”	the agreement dated March 31, 2023 entered into between Alibaba Health (China) and Alibaba Cloud
“2024 Framework Technical Services Agreement”	the agreement dated February 8, 2023 entered into between Alibaba Health (Hangzhou), Alibaba Health (Hainan) and the Tmall Entities
“2024 Koubei Services Framework Agreement”	the agreement dated March 31, 2023 entered into between Hangzhou Lukang and Koubei Shanghai
“2024 Logistics Services Framework Agreement”	the agreement dated March 31, 2023 entered into between the Company and Hangzhou Cainiao
“2024 Outsourced Services Framework Agreement”	the agreement dated March 31, 2023 entered into between the Company and Taobao Holding
“2024 Payment Services Framework Agreement”	the agreement dated March 31, 2023 entered into between the Company, Alipay China and Alipay Singapore

“2024 Platform Services Framework Agreement”	the agreement dated March 31, 2023 entered into between the Company and Taobao Holding
“2024 Shared Services Agreement”	the agreement dated March 31, 2023 entered into between the Company and Alibaba Holding
“2024 Software Services Framework Agreement”	the agreement dated March 31, 2023 entered into between the Company and Taobao Holding
“2024 Taobao Framework Technical Services Agreement”	the agreement dated March 31, 2023 entered into between the Company and Taobao Holding
“Adult Products”	products which are sold under the primary category of “Adult Products/Sexual Health Products” (“成人用品/情趣用品”) under the Tmall business category of “Healthcare Products and Medicine” (“保健品及醫藥”) on Tmall Supermarket and Tmall Global, and for the purpose of the Tmall Global Products, shall refer to the products sold under the sub-category of “Private Part Care” (“私處護理”) under the secondary category of “Sex Toys” (“情趣用品”) under the abovementioned primary category
“Advertising Parties”	Alimama, its Subsidiaries and its affiliates
“AGH Platforms”	the platforms operated by the AGH Relevant Entities from time to time, including but not limited to Taobao Marketplace, Tmall, Tmall Global, Kaola, Lazada, LinkedMall, DingTalk, Ele.me and AliExpress
“AGH Relevant Entities”	Alibaba Holding and its Subsidiaries and affiliates, including but not limited to Alibaba Technology, Hangzhou Alibaba Advertising, Alibaba Software, Taobao Network, Taobao Software, Ecart Malaysia, Lazada Singapore, Lazada Ltd., Lazada Philippines, Lazada Services, Ecart Indonesia, Recess, Taobao China, Alibaba Singapore, Alibaba Communication Technology, Dingding Technology, DingTalk China, Tmall Technology and Tmall Network and their Subsidiaries, collectively
“Ali JK”	Ali JK Nutritional Products Holding Limited, a company incorporated in the British Virgin Islands and a direct wholly-owned Subsidiary of Alibaba Holding

“Alibaba Cloud”	Alibaba Cloud Computing Ltd.* (阿里雲計算有限公司), a company established in the PRC with limited liability and a consolidated entity of Alibaba Holding
“Alibaba Communication Technology”	Zhejiang Alibaba Communication Technology Co., Ltd.* (浙江阿里巴巴通信技術有限公司), a company established in the PRC with limited liability and an indirect wholly-owned Subsidiary of Alibaba Holding
“Alibaba Group”	the group of companies comprising Alibaba Holding and its Subsidiaries, for the purpose of this announcement, excluding the Group
“Alibaba Group Platforms”	the online platforms for brands and retailers operated by Alibaba Group, including but not limited to Tmall Platforms and Taobao Marketplace
“Alibaba Health (China)”	Alibaba Health Technology (China) Co., Ltd* (阿里健康科技(中國)有限公司), a limited liability company established in the PRC and an indirect wholly-owned Subsidiary of the Company
“Alibaba Health (Hainan)”	Alibaba Health Technology (Hainan) Co., Ltd.* (阿里健康科技(海南)有限公司), a company established in the PRC with limited liability and an indirect wholly-owned Subsidiary of the Company
“Alibaba Health (Hangzhou)”	Alibaba Health Technology (Hangzhou) Co., Ltd.* (阿里健康科技(杭州)有限公司), a company established in the PRC with limited liability and an indirect wholly-owned Subsidiary of the Company
“Alibaba Health (HK)”	Alibaba Health (Hong Kong) Technology Company Limited (阿里健康(香港)科技有限公司), a company incorporated in Hong Kong with limited liability and an indirect wholly-owned Subsidiary of the Company
“Alibaba Health Group”	Alibaba Health (HK) and its Subsidiaries
“Alibaba Health Service Providers”	the parties to provide the Shared Services under the 2024 Shared Services Agreement, which include the Company, person Controlled by it and persons under common Control of the Company, and any other persons designated by the Company

“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) and the ultimate controlling shareholder of the Company
“Alibaba Investment”	Alibaba Investment Limited, a company incorporated in the British Virgin Islands and a direct wholly-owned Subsidiary of Alibaba Holding
“Alibaba Service Providers”	the parties to provide the Shared Services under the 2024 Shared Services Agreement, which include Alibaba Holding, persons Controlled by it and persons under the common Control of Alibaba Holding, and any other persons designated by Alibaba Holding
“Alibaba Singapore”	Alibaba.com Singapore E-Commerce Private Limited, a company incorporated in Singapore and an indirect wholly-owned Subsidiary of Alibaba Holding
“Alibaba Software”	Alibaba (China) Software Co., Ltd.* (阿里巴巴(中國)軟件有限公司), a company established in the PRC with limited liability and an indirect wholly-owned Subsidiary of Alibaba Holding
“Alibaba Technology”	Alibaba (China) Technology Co., Ltd.* (阿里巴巴(中國)網絡技術有限公司), a company established in the PRC with limited liability and an indirect wholly-owned Subsidiary of Alibaba Holding
“AliExpress”	a global marketplace targeting consumers from around the world and enabling them to buy directly from manufacturers and distributors in China and around the world
“Alimama”	Hangzhou Alimama Software Services Co., Ltd.* (杭州阿里媽媽軟件服務有限公司), a company established in the PRC with limited liability and an indirect wholly-owned Subsidiary of Alibaba Holding
“Alipay China”	Alipay.com Co., Ltd.* (支付寶(中國)網絡技術有限公司), a company established in the PRC with limited liability and a wholly-owned Subsidiary of Ant Group

“Alipay Singapore”	Alipay Singapore E-Commerce Private Limited, a company incorporated in Singapore and an indirect wholly-owned Subsidiary of Ant Group
“Analytic DB”	massive data real time online analytical processing service
“Ant Group”	Ant Group Co., Ltd. (螞蟻科技集團股份有限公司), a joint stock company incorporated in the PRC with limited liability and an associate of Alibaba Holding
“associate(s)”	has the meaning given to it under the Listing Rules
“Board”	the board of directors of the Company
“Cainiao Group”	Hangzhou Cainiao and its Subsidiaries and affiliates
“CDN”	content delivery network
“Cloud Computing Services”	the services to be provided by Alibaba Cloud to Alibaba Health (China) under the 2024 Cloud Computing Services Framework Agreement, further details of which are set out in the paragraph headed “2024 Cloud Computing Services Framework Agreement — Services to be provided” in this announcement
“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 (Stock Code: 241)
“connected person(s)”	has the meaning given to it under the Listing Rules
“Control”	the power or authority, whether exercised or not, to direct the business, management and policies of a person, directly or indirectly, whether through the ownership of voting securities, by contract or otherwise, which power or authority shall conclusively be presumed to exist upon possession of beneficial ownership or power to direct the vote of more than fifty per cent (50%) of the votes entitled to be cast at a meeting of the members or shareholders of such person or power to control the composition of a majority of the board of directors (or similar governing body) of such person and the terms “Controls” and “Controlled” shall be construed accordingly
“controlling shareholder”	has the meaning given to it under the Listing Rules

“Dingding Technology”	Dingding Technology Co., Ltd.* (釘釘科技有限公司), a company established in the PRC with limited liability and a consolidated entity of Alibaba Holding
“DingTalk”	a digital collaboration workplace that offers new ways of working, sharing and collaborating for modern enterprises and organizations. It enables secure and reliable communication in multiple formats, workflow management and network collaboration among team members and enterprises, all in a single interface
“DingTalk China”	DingTalk (China) Information Technology Co., Ltd.* (釘釘(中國)信息技術有限公司), a company established in the PRC with limited liability and an indirect wholly-owned Subsidiary of Alibaba Holding
“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 discount ranging from 0%–70% (as the case may be) to the relevant service rate published by Alibaba Cloud on its official website from time to time
“Ecart Indonesia”	PT Ecart Webportal Indonesia, a company incorporated in Indonesia and an indirect non-wholly-owned Subsidiary of Alibaba Holding
“Ecart Malaysia”	Ecart Services Malaysia Sdn. Bhd., a company incorporated in Malaysia with limited liability and an indirect non-wholly-owned Subsidiary of Alibaba Holding
“ECS”	elastic computing service
“EDAS”	enterprise distributed application service
“EIP”	elastic internet protocol address
“Ele.me”	an on-demand delivery and local services platform in China

“Excluded Products”	<p>includes the following products and services sold on Tmall and Tmall Global as at the date of this announcement, which may be updated from time to time:</p> <ul style="list-style-type: none"> (i) products sold under the sub-category of “Health Food Alcohol” (“保健食品酒”) under the secondary category of “Healthcare Alcohol” (“養生酒”) under the primary category of “Alcohol” (“酒類”) under the Tmall business category of “Food” (“食品”); (ii) products sold under the sub-category of “Energy Drinks” (“功能飲料飲品”) under the secondary category of “Drinks” (“飲料”) under the primary category of “Coffee/Oatmeal/Instant Drinks” (“咖啡/麥片/沖飲”) under the Tmall business category of “Food” (“食品”); (iii) products sold under the sub-category of “Maternal Healthcare Food” (“孕產婦保健食品”) under the secondary category of “Maternal Nutrition Products” (“孕產婦營養品”) under the primary category of “Maternity Wear/Maternity Products/Nutrition Products” (“孕婦裝/孕產婦用品/營養品”) under the Tmall business category of “Maternal and Child” (“母嬰”); and (iv) products sold under the sub-category of “Infant and Toddler Healthcare Foods” (“嬰幼兒保健食品”) under the secondary category of “Infant and Toddler Nutrition Products” (“嬰幼兒營養品”) under the primary category of “Milk Formula/Supplements/Nutrition Products/Snacks” (“奶粉/輔食/營養品/零食”) under the Tmall business category of “Maternal and Child” (“母嬰”)
“Existing CCT Agreements”	<p>the 2023 Logistics Services Framework Agreement, the 2023 Platform Services Framework Agreement, the 2023 Outsourced Services Framework Agreement, the 2023 Payment Services Framework Agreement, the 2023 Shared Services Agreement, the 2023 Agency Agreement, the 2023 Cloud Computing Services Framework Agreement, the 2023 Supply and Purchase Framework Agreement, the 2023 Software Services Framework Agreement and the 2020–2023 Taobao Framework Technical Services Agreement</p>
“GMV”	<p>gross merchandise volume</p>
“Group”	<p>the Company and its Subsidiaries from time to time</p>

“Hangzhou Alibaba Advertising”	Hangzhou Alibaba Advertising Co., Ltd.* (杭州阿里巴巴廣告有限公司), a company established in the PRC with limited liability and a consolidated entity of Alibaba Holding
“Hangzhou Alibaba Network”	Hangzhou Alibaba Network Technology Co., Ltd.* (杭州阿里巴巴網絡科技有限公司), a company established in the PRC with limited liability and an indirect wholly-owned Subsidiary of Alibaba Holding
“Hangzhou Cainiao”	Hangzhou Cainiao Supply Chain Management Co., Ltd.* (杭州菜鳥供應鏈管理有限公司), a company established in the PRC with limited liability and an indirect non-wholly-owned Subsidiary of Alibaba Holding
“Hangzhou Junao”	Hangzhou Junao Equity Investment Partnership (Limited Partnership)* (杭州君澳股權投資合夥企業(有限合夥)), a limited liability partnership established under the laws of the PRC
“Hangzhou Junhan”	Hangzhou Junhan Equity Investment Partnership (Limited Partnership)* (杭州君瀚股權投資合夥企業(有限合夥)), a limited liability partnership established under the laws of the PRC
“Hangzhou Lukang”	Hangzhou Lukang Health Technology Co., Ltd.* (杭州鹿康健康科技有限公司), a company established in the PRC with limited liability and an indirect wholly-owned Subsidiary of the Company
“Hangzhou Yunbo”	Hangzhou Yunbo Investment Consulting Co., Ltd.* (杭州雲鉞投資諮詢有限公司), a company established under the laws of the PRC with limited liability
“Healthcare Food”	<p data-bbox="502 1423 1441 1619">products which are sold under the primary category of “Healthcare Food/Dietary Supplements” (“保健食品/膳食營養補充食品”) under the Tmall business category of “Healthcare Products and Medicine” (“保健品及醫藥”) on Tmall and Tmall Global:</p> <p data-bbox="502 1661 1441 1896">(i) for the purpose of the Tmall Global Products, it refers to the products which are sold under the sub-category of “Food for Special Medical Purpose” (“特殊醫學用途食品”) under the secondary category of “Formula Food for Special Medical Purpose” (“特殊醫學用途配方食品”) under the abovementioned primary category;</p>

- (ii) for the purpose of the Tmall Products, it refers to the products which are sold under the secondary categories of “Overseas Dietary Supplementary Foods” (“海外膳食營養補充食品”) and “Formula Food for Special Medical Purpose” (“特殊醫學用途配方食品”) under the abovementioned primary category; and
- (iii) for the purpose of the Tmall Supermarket Products, it refers to the products which are sold under the secondary categories of “Overseas Dietary Supplementary Foods” (“海外膳食營養補充食品”), “Blue Cap Healthcare Food” (“藍帽子保健食品”) and “Formula Food for Special Medical Purpose” (“特殊醫學用途配方食品”) under the abovementioned primary category

“Healthcare Products”	products which are sold under the primary category of “Healthcare Products” (“保健用品”) under the Tmall business category “Healthcare Products and Medicine” (“保健品及醫藥”) on Tmall Supermarket and Tmall Global
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Independent Shareholders”	the Shareholders, other than (i) Alibaba Holding and its associates, including Perfect Advance, Ali JK and Alibaba Investment; and (ii) those who were required to abstain from voting at the SGM to approve, among other things, the 2024 Framework Technical Services Agreement, the transactions contemplated thereunder and the annual cap related thereto
“Kaola”	an import e-commerce platform in China
“Koubei”	the restaurant and local services guide platform for in-store consumption operated by Koubei Shanghai
“Koubei Group”	Koubei Shanghai, its associates and its subsidiaries from time to time
“Koubei Services”	the services to be provided by the Group to Koubei Shanghai and/or its affiliate under the 2024 Koubei Services Framework Agreement, further details of which are set out in the paragraph headed “2024 Koubei Services Framework Agreement — Services to be provided” in this announcement

“Koubei Services Categories”	the secondary categories of “Medical Aesthetics” (“醫學美容”) and “Plastic Surgery” (“整形手術”) under the primary category “Medical and Health Services” (“醫療及健康服務”) under the business category “Service Categories” (“服務大類”) on the platform which are operated by Koubei Group
“Koubei Shanghai”	Koubei (Shanghai) Information Technology Co., Ltd.* (口碑(上海)信息技術有限公司), a company established in the PRC with limited liability and an indirect non-wholly-owned Subsidiary of Alibaba Holding
“Koubei Store”	the independent channel (alihealth.tmall.com) located on Tmall Platforms and operated by the legal entities within Koubei Group
“Lazada”	an e-commerce platform in Southeast Asia for SMEs, regional and global brands
“Lazada Ltd.”	Lazada Ltd., a company established in Thailand with limited liability and an indirect non-wholly-owned Subsidiary of Alibaba Holding
“Lazada Philippines”	Lazada E-Services Philippines, Inc., a company incorporated in the Philippines and an indirect non-wholly-owned Subsidiary of Alibaba Holding
“Lazada Services”	Lazada Services (Hong Kong) Limited (formerly known as Kobron Hong Kong Development Limited), a company incorporated in Hong Kong with limited liability and an indirect non-wholly-owned Subsidiary of Alibaba Holding
“Lazada Singapore”	Lazada Singapore Pte. Ltd., a company established in Singapore with limited liability and an indirect non-wholly-owned Subsidiary of Alibaba Holding
“LinkedMall”	a platform providing service solutions such as commodity selection, payment transaction, interest exchange, commission settlement and technical support for enterprises, with its customers covering many industries such as banks, aviation, hotels and operators
“Listing Rules”	The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Logistics Services”	the services to be provided by Cainiao Group to the Group under the 2024 Logistics Services Framework Agreement

“Marketing Resources”	the marketing resources provided by the Advertising Parties on various platforms in accordance with their standard terms and conditions as amended from time to time
“Medical and Healthcare Services”	services which are sold under the primary categories of “Medical and Health Services” (“醫療及健康服務”), “Physical Examination/Medical Insurance Card” (“體檢/醫療保障卡”) and “Vaccine Services” (“疫苗服務”) under the Tmall business category of “Service Categories” (“服務大類”) on Tmall Supermarket and Tmall Global
“Medical Devices”	products which are sold under the primary categories of “Medical Devices” (“醫療器械”), “Family Planning” (“計生用品”) and “Contact Lenses/Contact Lens Solution” (“隱形眼鏡/護理液”) under the Tmall business category of “Healthcare Products and Medicine” (“保健品及醫藥”) on Tmall Supermarket and Tmall Global
“NAS”	network attached storage documentation services
“NAT”	network address translation gateway
“OCS”	open cache service
“ODPS”	open data processing service
“OSS”	open storage service
“OTS”	open table service
“Outsourced Tmall Merchants”	the legal entities conducting sale of products or provision of services under the Outsourced Services Categories on Tmall and/or Tmall Global
“Outsourced Services”	the services to be provided by the Company to Taobao Group Companies under the 2024 Outsourced Services Framework Agreement, further details of which are set out in the paragraph headed “2024 Outsourced Services Framework Agreement — Services to be provided” in this announcement
“Outsourced Services Categories”	certain product categories or services offered on Tmall and/or Tmall Global under the 2024 Outsourced Services Framework Agreement as agreed from time to time, including refined Chinese medicines, traditional nutritional products, common dietary nutritional food and specific purpose beverage under food supplements and dietary nutritional supplements as at the date of this announcement

“Payment Services”	the services to be provided by Alipay China and Alipay Singapore to the Group under the 2024 Payment Services Framework Agreement, further details of which are set out in the paragraph headed “2024 Payment Services Framework Agreement — Services to be provided, service fees, pricing terms and payment terms” in this announcement
“Perfect Advance”	Perfect Advance Holding Limited, a company incorporated in the British Virgin Islands and an indirect wholly-owned Subsidiary of Alibaba Holding
“Pharmaceutical Products”	products which are sold under (i) the secondary categories of “OTC Drugs” (“OTC藥品”) and “International Pharmaceuticals” (“國際醫藥”) under the primary category of “OTC Drugs/International Pharmaceuticals” (“OTC藥品/國際醫藥”) and (ii) the primary category of “Prescription Drugs” (“處方藥”), both under the Tmall business category of “Healthcare Products and Medicine” (“保健品及醫藥”) on Tmall (excluding Tmall Supermarket) and Tmall Global
“Platform Services”	the services to be provided by the AGH Relevant Entities to the Group under the 2024 Platform Services Framework Agreement
“PRC” or “China”	the People’s Republic of China, and for the purpose of this announcement, excluding Hong Kong, the Macau Special Administrative Region and Taiwan
“RDS”	relational database service
“Recess”	Recess Company Limited, a company incorporated in Vietnam with limited liability and an indirect non-wholly-owned Subsidiary of Alibaba Holding
“Renewed CCT Agreements”	the 2024 Logistics Services Framework Agreement, the 2024 Platform Services Framework Agreement, the 2024 Outsourced Services Framework Agreement, the 2024 Payment Services Framework Agreement, the 2024 Shared Services Agreement, the 2024 Agency Agreement, the 2024 Cloud Computing Services Framework Agreement, the 2024 Software Services Framework Agreement, the 2024 Koubei Services Framework Agreement and the 2024 Taobao Framework Technical Services Agreement
“RMB”	Renminbi, the lawful currency of the PRC

“SGM”	the special general meeting of the Company held on March 29, 2023 for the Independent Shareholders to consider and, if thought fit, approve, among other things, the 2024 Framework Technical Services Agreement, the transactions contemplated thereunder and the annual cap related thereto
“Share(s)”	ordinary shares in the issued capital of the Company with a nominal value of HK\$0.01 each
“Shared Services”	the services to be provided by the relevant Alibaba Service Providers to the Group, or by the relevant Alibaba Health Service Providers to Alibaba Group, under the 2024 Shared Services Agreement, further details of which are set out in the paragraph headed “2024 Shared Services Agreement — Services to be provided, service fees, pricing terms and payment terms” in this announcement
“Shareholder(s)”	holder(s) of the Share(s)
“SLB”	server load balancer
“Software Services”	the services to be provided by the Group to Taobao Group Companies under the 2024 Software Services Framework Agreement, further details of which are set out in the paragraph headed “2024 Software Services Framework Agreement — Services to be provided” in this announcement
“Software Services Categories”	the categories of products and services operated by the Group on the Tmall Platforms, which, as at the date of this announcement, include pharmaceutical products (including prescription drugs, over-the-counter drugs and international drugs), healthcare food (including those sold under the category of “Blue Cap Healthcare Food” (“藍帽子保健食品”)), food for special medical purpose, medical devices, healthcare products, contact lenses/contact lens solution, family planning products, adult products/sexual health products, medical and health services, physical examination/medical insurance card services and vaccine services (regardless of whether they are under the Tmall business category of “Service Categories” (“服務大類”) on Tmall)
“Special Offer Platform”	a special marketing channel of the Tmall Entities which provides the Tmall Merchants with Internet information services and related software and technical support
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

“Subsidiary/(ies)”	includes, in relation to any person: (i) any company or business entity which that person owns or Controls (either directly or through one or more other subsidiaries); and (ii) 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
“substantial shareholder(s)”	has the meaning given to it under the Listing Rules
“Taobao China”	Taobao China Holding Limited, a limited liability company incorporated in Hong Kong and an indirect wholly-owned Subsidiary of Alibaba Holding
“Taobao Group Companies”	Taobao Holding, its Subsidiaries and its affiliates
“Taobao Holding”	Taobao Holding Limited, a limited liability company incorporated in the Cayman Islands and a direct wholly-owned Subsidiary of Alibaba Holding
“Taobao Marketplace”	China’s leading mobile commerce destination known as Taobao (淘寶) operated by Alibaba Holding’s affiliates with a large and growing social community
“Taobao Network”	Zhejiang Taobao Network Co., Ltd.* (浙江淘寶網絡有限公司), a company established in the PRC with limited liability and a consolidated entity of Alibaba Holding
“Taobao Software”	Taobao (China) Software Co., Ltd.* (淘寶(中國)軟件有限公司), a company established in the PRC with limited liability and an indirect wholly-owned Subsidiary of Alibaba Holding
“Target Products and Services”	the Tmall Products, Tmall Supermarket Products and Services and the Tmall Global Products and Services (whether or not sold under the Tmall business category of “Service Categories” (“服務類目”)) as at the date of this announcement, which may be updated from time to time and for the avoidance of doubt, shall exclude the Excluded Products

“Tmall”	Tmall.com, the third-party online and mobile commerce platform for brands and retailers known as Tmall (天貓) operated by Alibaba Holding’s affiliates
“Tmall Entities”	Tmall Technology, Tmall Network and/or their applicable affiliates (as the case may be), collectively
“Tmall Global”	the third-party import e-commerce platform known as Tmall Global (天貓國際) operated by Alibaba Holding’s affiliates which serves as the premier platform through which overseas brands and retailers reach Chinese consumers
“Tmall Global Products and Services”	the following products and/or services sold on Tmall Global: <ul style="list-style-type: none"> (i) Pharmaceutical Products; (ii) Medical Devices; (iii) Healthcare Products; (iv) Healthcare Food; (v) Adult Products; and (vi) Medical and Healthcare Services
“Tmall Merchants”	the legal entities conducting sale of products or provision of services under certain service categories on Tmall and Tmall Global which include products and/or services sold under the Tmall business category of “Service Categories” (“服務類目”), and shall include merchants from Tmall and/or Tmall Global self-operated businesses such as Tmall Supermarket and the imported goods supermarket operated by Tmall Global
“Tmall Network”	Zhejiang Tmall Network Co., Ltd.* (浙江天貓網絡有限公司), a company established in the PRC with limited liability and a consolidated entity of Alibaba Holding
“Tmall Platforms”	Tmall and Tmall Global

“Tmall Products”	the following products sold on Tmall (excluding Tmall Supermarket): (i) Pharmaceutical Products; and (ii) Healthcare Food
“Tmall Software Service Fees”	the software service fees received by Taobao Group Companies from the Company pursuant to the 2024 Taobao Framework Technical Services Agreement
“Tmall Supermarket”	chaoshi.tmall.com, the store on Tmall known as Tmall Supermarket (天貓超市) which utilizes both marketplace and retail model to offer consumers a broad range of high-quality daily necessities
“Tmall Supermarket Products and Services”	the following products and/or services sold through Tmall Supermarket only: (i) Medical Devices; (ii) Healthcare Products; (iii) Healthcare Food; (iv) Adult Products; and (v) Medical and Healthcare Services
“Tmall Technology”	Zhejiang Tmall Technology Co., Ltd.* (浙江天貓技術有限公司), a company established in the PRC with limited liability and an indirect wholly-owned Subsidiary of Alibaba Holding
“%”	per cent

* *English name for identification purposes only.*

For and on behalf of the Board
Alibaba Health Information Technology Limited
Zhu Shunyan
Chairman and Chief Executive Officer

Hong Kong, March 31, 2023

As at the date of this announcement, the Board comprises Mr. Zhu Shunyan, Mr. Shen Difan and Mr. Tu Yanwu as the executive Directors; Mr. Li Faguang as the non-executive Director; and Mr. Luo Tong, Mr. Wong King On, Samuel and Ms. Huang Yi Fei (Vanessa) as the independent non-executive Directors.