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## **ALIBABA HEALTH INFORMATION TECHNOLOGY LIMITED**

**阿里健康信息技术有限公司**

*(incorporated in Bermuda with limited liability)*

**(Stock Code: 0241)**

### **GRANT OF SHARE OPTIONS AND RESTRICTED SHARE UNITS**

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On October 20, 2015, the Company granted 2,023,000 Options to four (4) Grantees and 2,943,000 RSUs to eight (8) Grantees in accordance with the terms of the Share Award Scheme, subject to acceptance.

#### **SHARE OPTIONS**

On October 20, 2015, the Company granted 2,023,000 Options to four (4) Grantees in accordance with the terms of the Share Award Scheme, subject to acceptance.

#### **Details of the Grant**

The details of the Options granted to the Grantees are as follows:

Date of Grant: October 20, 2015

Number of Grantees: 4

Total number of new Shares  
to be subscribed upon exercise of  
the Options granted: 2,023,000

|  |  |
|--|--|
| Exercise price of the Options granted: | HK\$5.55 per Share   |
| Validity period of the Options:        | The validity period of the Options shall be ten years from the Date of Grant and the Options shall lapse at the expiry of the validity period.   |
| Vesting period:                        | For each Grantee, the Options granted to him/her shall vest over a period of approximately four years commencing from the Date of Grant, of which: <ul style="list-style-type: none"> <li>– 1,011,500 Options, representing 50% of the Options granted, shall vest on October 10, 2017;</li> <li>– 505,750 Options, representing 25% of the Options granted, shall vest on October 10, 2018; and</li> <li>– 505,750 Options, representing 25% of the Options granted, shall vest on October 10, 2019.</li> </ul> |

### **Exercise Price**

The exercise price of the Options of HK\$5.55 per Share represents the highest of (i) the closing price of the Shares of HK\$5.55 per Share as stated in the daily quotation sheet issued by the Stock Exchange on the Date of Grant, (ii) the average closing price of the Shares of HK\$5.51 per Share as stated in the daily quotation sheets issued by the Stock Exchange for the five business days immediately preceding the Date of Grant, and (iii) the nominal value of each Share, which is HK\$0.01.

### **RESTRICTED SHARE UNITS**

On October 20, 2015, the Company granted 2,943,000 RSUs to eight (8) Grantees in accordance with the terms of the Share Award Scheme, subject to acceptance. In accordance with the terms of the Share Award Scheme, the RSUs were granted to the Grantees under the following terms:

- each of the Grantees is required to pay a nominal consideration of RMB1.00 to accept their respective grant of RSUs but no further consideration is required from them to be allotted and issued with the Shares underlying the respective RSUs upon vesting;
- each of these RSUs to be granted to the Grantees represents the right to receive a Share on the date it vests;
- any Share to be issued upon vesting and settlement of a RSU will rank *pari passu* in all respects among themselves and with all the Shares in issue from time to time; and
- the RSUs granted are not subject to performance targets.

The RSUs granted shall vest in the Grantees as demonstrated in the table below:

| Number of Grantees | Vesting Period            | Vesting Dates and Number of RSUs Vesting |                  |                  |                  | Total            |
|--------------------|---------------------------|--|------------------|------------------|------------------|------------------|
|                    |                           | October 10, 2016                         | October 10, 2017 | October 10, 2018 | October 10, 2019 |                  |
| Four (4)           | Four-year <sup>(1)</sup>  | –  | 481,000          | 240,500          | 240,500          | 962,000          |
| Two (2)            | Four-year <sup>(2)</sup>  | 259,000                                  | 259,000          | 259,000          | 259,000          | 1,036,000        |
| Two (2)            | Three-year <sup>(3)</sup> | 321,300                                  | 311,850          | 311,850          | –                | 945,000          |
| <b>Total</b>       |                           | <b>580,300</b>                           | <b>1,051,850</b> | <b>811,350</b>   | <b>499,500</b>   | <b>2,943,000</b> |

Notes:

- (1) These RSUs granted shall vest over a period of approximately four years commencing from the Date of Grant, of which 50% of such RSUs shall vest on October 10, 2017, 25% of such RSUs shall vest on October 10, 2018, and 25% of such RSUs shall vest on October 10, 2019.
- (2) These RSUs granted shall vest over a period of approximately four years commencing from the Date of Grant, of which 25% of such RSUs granted shall vest on each of October 10, 2016, October 10, 2017, October 10, 2018 and October 10, 2019, respectively.
- (3) These RSUs granted shall vest over a period of approximately three years commencing from the Date of Grant, of which 34% of such RSUs shall vest on October 10, 2016, 33% of such RSUs granted shall vest on October 10, 2017, and 33% of such RSUs shall vest on October 10, 2018.

Based on the closing price of HK\$5.55 per Share as quoted on the Stock Exchange on the Date of Grant, the market value of the RSUs granted to the Grantees amounts to approximately HK\$16.3 million.

## GRANTEES

To the best of the knowledge of the Directors, none of the Grantees is a Director or a connected person of the Company.

## DEFINITIONS

|                       |  |
|-----------------------|--|
| “Board”               | the board of directors of the Company  |
| “Company”             | Alibaba Health Information Technology Limited 阿里健康信息技術有限公司, a company incorporated in Bermuda and listed on the Stock Exchange (Stock Code: 00241) |
| “connected person(s)” | has the same meaning as ascribed to it under the Listing Rules   |
| “Date of Grant”       | October 20, 2015   |
| “Director”            | director of the Company  |

|                      |   |
|----------------------|---|
| “Grantees”           | the employees of the Group whom were granted Options and/or RSUs in accordance with the Share Award Scheme on the Date of Grant, and who are independent of the Company and its connected persons   |
| “Hong Kong”          | Hong Kong Special Administrative Region of the PRC  |
| “HK\$”               | the lawful currency of Hong Kong  |
| “Listing Rules”      | Rules Governing the Listing of Securities on The Stock Exchange Of Hong Kong Limited  |
| “Option”             | an option to subscribe for or acquire Shares which is granted under the Share Award Scheme  |
| “RSU(s)”             | restricted share unit(s), being a contingent right to receive Shares which is awarded under the Share Award Scheme  |
| “Share Award Scheme” | the share award scheme adopted by the Company at a special general meeting on November 24, 2014, the principal terms of which were set out on pages 10 to 20 of the Company’s circular dated October 31, 2014   |
| “Shares”             | fully paid ordinary shares with a nominal value of HK\$0.01 each in the share capital of the Company or, if there has been a sub-division, reduction, consolidation, reclassification or reconstruction of the share capital of the Company, the shares forming part of the ordinary share capital of the Company of such nominal amount as shall result from any such sub-division, reduction, consolidation, reclassification or reconstruction |
| “Shareholders”       | holders of the Shares   |
| “Stock Exchange”     | The Stock Exchange of Hong Kong Limited   |
| “%”                  | per cent.   |

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

Hong Kong, October 20, 2015

*As at the date of this announcement, the Board comprises nine directors, of which (i) two are executive Directors, namely Ms. CHEN Xiao Ying and Mr. WANG Lei; (ii) four are non-executive Directors, namely Mr. WU Yongming, Mr. TSAI Chung, Joseph, Ms. HUANG Aizhu and Mr. KANG Kai; and (iii) three are independent non-executive Directors, namely Mr. YAN Xuan, Mr. LUO Tong and Mr. WONG King On, Samuel.*