



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: 00241)

**Form of proxy for use at the annual general meeting
(or at any adjournment thereof)**

I/We¹ _____
of _____
being the registered holder(s) of _____ shares² of HK\$0.01 each in the capital of ALIBABA HEALTH INFORMATION TECHNOLOGY LIMITED (the “Company”), HEREBY APPOINT the chairman of the annual general meeting or³ _____
of _____

as my/our proxy to act for me/us at the annual general meeting (the “Meeting”) (or at any adjournment thereof) of the Company, to be held at the Training Theatre, Level 3, IT Street, Core F, Cyberport 3, 100 Cyberport Road, Hong Kong on Thursday, August 18, 2016 at 10:30 a.m. for the purpose of considering and, if thought fit, passing, with or without amendment or modification, the resolutions set out in the notice convening the Meeting (the “Notice”) and at the Meeting (or at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of such resolutions (with or without amendment or modification) as hereinafter indicated, and if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		FOR ⁴	AGAINST ⁴
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditors for the year ended March 31, 2016.		
2.	(a) To re-elect:		
	(i) Mr. LUO Tong as an independent non-executive director of the Company;		
	(ii) Mr. WONG King On, Samuel as an independent non-executive director of the Company.		
	(b) To authorize the board of directors of the Company to fix the directors’ remuneration.		
3.	To re-appoint Ernst & Young as the auditor of the Company and to authorize the board of directors to fix their remuneration.		
4.	To grant a general mandate to the directors of the Company to issue and allot shares.		
5.	To grant a general mandate to the directors of the Company to repurchase shares.		
6.	To approve the addition of the aggregate amount of shares repurchased as mentioned in ordinary resolution no. 5 to the aggregate amount that may be issued and allotted pursuant to ordinary resolution no. 4.		
7.	To approve the grant of a mandate authorizing the directors of the Company to grant awards of options and/or restricted share units (the “RSUs”) pursuant to the share award scheme adopted by the Company on November 24, 2014 (the “Share Award Scheme”) in respect of a maximum number of the underlying new shares that is equivalent to 3 per cent. of the shares in issue as at the date of passing of this resolution during the period from the date of passing this resolution until the earlier of (a) conclusion of the Company’s next annual general meeting, (b) the end of the period within which the Company is required by any applicable law or its bye-laws to hold its next annual general meeting and (c) the date on which this resolution is varied or revoked by an ordinary resolution of the shareholders of the Company in general meeting (the “Applicable Period”) and to allot, issue and deal with shares underlying the options and/or RSUs granted pursuant to the Share Award Scheme during the Applicable Period as and when such options and/or RSUs vest.		

Signature⁶ _____

Dated _____

Notes:

- Full name(s) and address(es) to be inserted in BLOCK CAPITALS.
- Please insert the number of shares registered in your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares in the Company registered in your name(s).
- If any proxy, other than the chairman of the Meeting is preferred, strike out “the chairman of the annual general meeting or” and insert the name and address of the proxy desired in the space provided. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY ONE OF THE RESOLUTIONS, PLEASE INDICATE WITH A TICK IN THE RELEVANT BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST ANY ONE OF THE RESOLUTIONS, PLEASE INDICATE WITH A TICK IN THE RELEVANT BOX MARKED “AGAINST”. Failure to indicate which way you wish your votes to be cast will entitle your proxy to cast your votes at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
- In order to be valid, this form of proxy, together with the power of attorney (if any) or other authority (if any) under which it is signed, or a notarially certified copy hereof, must be deposited at the branch share registrar of the Company in Hong Kong, Tricor Secretaries Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
- This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be under its seal or under the hand of an officer or attorney duly authorized.
- In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
- The proxy need not be a member of the Company but must attend the Meeting and at any adjournment thereof in person to represent you.

PERSONAL INFORMATION COLLECTION STATEMENT

- “Personal Data” in these statements has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (“PDPO”).
- Your supply of Personal Data to the Company is on a voluntary basis and is used for processing your instructions and/or requests as stated in this form.
- Your Personal Data will not be transferred to other third parties (other than the Hong Kong Registrar of the Company) unless it is a requirement to do so by law, for example, in response to a court order or a law enforcement agency’s request and will be retained for such period as may be necessary for our verification and record purposes.
- You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request should be in writing addressed to Tricor Secretaries Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong.