

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



ALIBABA HEALTH INFORMATION TECHNOLOGY LIMITED

阿里健康信息技術有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 00241)

**RESULTS OF THE SECOND ADJOURNED
SPECIAL GENERAL MEETING
HELD ON APRIL 9, 2020**

The board of directors (the “**Board**”) of Alibaba Health Information Technology Limited (the “**Company**”) is pleased to announce that, on April 9, 2020, the Company held its Second Adjourned SGM at which the ordinary resolutions set out in the notice of the SGM (the “**SGM Notice**”) dated March 11, 2020 were duly passed by way of poll.

We refer to: (i) the circular (the “**Circular**”) of the Company dated March 11, 2020; (ii) the announcement of the Company dated March 29, 2020 in relation to the proposed adjournment of the SGM; (iii) the announcement of the Company dated March 30, 2020 in respect of the passing of the resolution by the shareholders of the Company to adjourn the SGM; and (iv) the notice (the “**Adjourned SGMs Notice**”) of the Company dated April 1, 2020 in relation to the Adjourned SGMs. Capitalized terms used herein shall have the same meanings as defined in the Circular and the Adjourned SGMs Notice unless the context requires otherwise.

RESULTS OF THE SECOND ADJOURNED SGM

The Board is pleased to announce that at the Second Adjourned SGM held at 19/F, Zhongnanhai meeting room, Building B, Greenland Center, Chaoyang District, Beijing, the PRC immediately after the conclusion of the First Adjourned SGM at the same location on Thursday, April 9, 2020 at 10:30 a.m., the ordinary resolutions set out in the SGM Notice (the “**Resolutions**”) were duly passed by way of poll at the Second Adjourned SGM. The poll results in respect of the Resolutions were as follows:

ORDINARY RESOLUTIONS		NUMBER OF SHARES VOTED (%)	
		FOR	AGAINST
1.	(a) the share purchase agreement entered into between the Company and Ali JK Nutritional Products Holding Limited on February 6, 2020 (the “ Share Purchase Agreement ”) and the connected transaction contemplated thereunder be and are hereby approved, confirmed and ratified; and	1,485,845,953 (99.999%)	18,000 (0.001%)
	(b) any one or more of the directors of the Company (the “ Directors ”) or the company secretary of the Company (the “ Company Secretary ”) for and on behalf of the Company, be and are hereby authorized to sign, seal, execute and deliver all such documents and deeds, and do all such acts, matters and things as they may in their discretion consider necessary, desirable or expedient to give effect to and/or to implement the transactions contemplated in resolution 1(a).	1,485,845,953 (99.999%)	18,000 (0.001%)
2.	(a) subject to the passing of resolutions no. 1(a) and 1(b) and conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the 860,874,200 Shares in aggregate as consideration under the Share Purchase Agreement (the “ Consideration Shares ”), the grant of a specific mandate to the Directors with the power and authority to allot and issue the Consideration Shares to Ali JK Nutritional Products Holding Limited in accordance with the terms of the Share Purchase Agreement be and are hereby approved; and	1,485,845,953 (99.999%)	18,000 (0.001%)
	(b) any one or more of the Directors or the Company Secretary for and on behalf of the Company, be and are hereby authorized to sign, seal, execute and deliver all such documents and deeds, and do all such acts, matters and things as they may in their discretion consider necessary, desirable or expedient to give effect to and/or to implement the transactions contemplated in resolution 2(a).	1,485,845,953 (99.999%)	18,000 (0.001%)

ORDINARY RESOLUTIONS		NUMBER OF SHARES VOTED (%)	
		FOR	AGAINST
3.	(a) subject to the passing of resolutions no. 1(a) and (b), the framework technical services agreement entered into between the Company and Taobao Holding Limited on February 6, 2020, the non-exempt continuing connected transactions contemplated thereunder and the proposed annual caps for the years ending March 31, 2021, 2022 and 2023, be and are hereby approved, confirmed and ratified; and	1,485,845,953 (99.999%)	18,000 (0.001%)
	(b) any one or more of the Directors or the Company Secretary for and on behalf of the Company, be and are hereby authorized to sign, seal, execute and deliver all such documents and deeds, and do all such acts, matters and things as they may in their discretion consider necessary, desirable or expedient to give effect to and/or to implement the transactions contemplated in resolution 3(a).	1,485,845,953 (99.999%)	18,000 (0.001%)

Notes:

- (1) The full text of the Resolutions is set out in the SGM Notice.
- (2) As at the date of the Second Adjourned SGM:
 - (a) without taking into account any Consideration Shares to be issued as a result of the completion of the Share Purchase Agreement, the total number of Shares in issue was 12,074,781,974 as at the Second Adjourned SGM. Since the last monthly return submitted by the Company under Rule 13.25B of the Listing Rules, the Company had issued a total of 646,750 Shares due to the exercise of share options by certain employees of the Company under the Company's share award scheme. Such share options were not exercised by a Director and hence a next day disclosure return was not submitted by the Company under Rule 13.25A(1) of the Listing Rules. Following the Second Adjourned SGM and the passing of the Resolutions, the Company proceeded to Completion in accordance with the Share Purchase Agreement and an additional 860,874,200 Shares were issued to Ali JK Nutritional Products Holding Limited (the Vendor) as Consideration Shares. Following the issuance of the Consideration Shares, the total number of Shares in issue increased to 12,935,656,174;
 - (b) Perfect Advance Holding Limited, Ali JK Nutritional Products Holding Limited (prior to the Completion) and Antfin (Hong Kong) Holding Limited, which hold a total of 6,864,303,868 Shares, representing approximately 56.85% of the issued share capital of the Company, have abstained from voting at the Second Adjourned SGM. Save as disclosed above, no other Shareholder is required to abstain from voting on the Resolutions contemplated thereunder;
 - (c) the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the Second Adjourned SGM was 5,209,831,356; and

- (d) the total number of Shares entitling the Shareholders to attend and vote only against the Resolutions at the Second Adjourned SGM was nil.
- (3) Zhonghui Certified Public Accountants LLP Beijing Branch, was appointed as the scrutineer at the Second Adjourned SGM for the purpose of vote-taking in respect of the Resolutions.

As more than 50% of the total votes were cast in favour of each of the Resolutions, all the Resolutions were duly passed as ordinary resolutions of the Company.

By Order of the Board
ALIBABA HEALTH INFORMATION TECHNOLOGY LIMITED
ZHU Shunyan
Chairman and Chief Executive Officer

Hong Kong, April 9, 2020

As at the date of this announcement, the Board comprises eight Directors, of whom (i) two are executive Directors, namely, Mr. ZHU Shunyan and Mr. WANG Qiang; (ii) three are non-executive Directors, namely Mr. WU Yongming, Mr. WANG Lei and Mr. XU Hong; and (iii) three are independent non-executive Directors, namely Mr. LUO Tong, Mr. WONG King On, Samuel and Ms. HUANG Yi Fei (Vanessa).