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## **ALIBABA HEALTH INFORMATION TECHNOLOGY LIMITED**

**阿里健康信息技術有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 00241)**

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

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On June 15, 2020, the Company granted 6,278,839 Options to 13 Grantees and 16,213,032 RSUs to 347 Grantees in accordance with the terms of the Share Award Scheme, subject to acceptance.

#### **SHARE OPTIONS**

On June 15, 2020, the Company granted 6,278,839 Options to 13 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 Grantee are as follows:

|   |  |
|---|--|
| Date of grant:  | June 15, 2020  |
| Number of Grantee:  | 13, of which four are Connected Grantees and nine are Non-connected Grantees |
| Total number of new Shares to be subscribed upon exercise of the Options granted: | 6,278,839  |

|  |  |
|--|--|
| Consideration for the grant:           | Nil  |
| Exercise price of the Options granted: | HK\$19.940 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 of the Options:         | The Options granted typically shall vest in the Grantees within four years from the Date of Grant.   |

The Options granted are not subject to performance targets.

### **Exercise Price**

The exercise price of the Options of HK\$19.940 per Share represents the highest of (i) the closing price of the Shares of HK\$19.940 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\$19.686 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.

### **Connected Grantees**

A total of 3,482,500 Options are granted to four Connected Grantees, of which 2,900,000 Options are granted to Mr. Zhu Shunyan, an executive Director, the chairman of the Board and the chief executive officer of the Company, 292,500 Options are granted to Mr. Wang Qiang, an executive Director, and the remaining Options are granted to two directors of subsidiaries of the Company. The grant of Options to Mr. Zhu Shunyan and Mr. Wang Qiang was approved by the independent non-executive Directors in accordance with Rule 17.04(1) of the Listing Rules. Each of Mr. Zhu Shunyan and Mr. Wang Qiang had abstained from voting on the resolution relating to the Options granted to himself and had not been counted towards the quorum of the Board meeting in respect of such resolution. Save as disclosed above, none of the Grantees is a Director, chief executive or substantial shareholder (as defined under the Listing Rules) of the Company, or an associate (as defined under the Listing Rules) of any of them.

## **RESTRICTED SHARE UNITS**

On June 15, 2020, the Company granted 16,213,032 RSUs to 347 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 RSUs to be granted to the Grantees represents a right to receive a Share on the date the RSU vests; and
- the RSUs granted are not subject to performance targets.

In relation to 15,480,032 RSUs granted to the Non-connected Grantees who are not connected persons of the Company, new Shares that rank *pari passu* in all respects among themselves and with all the Shares in issue from time to time shall be issued to such Non-connected Grantees upon vesting and settlement of such RSUs. In relation to 733,000 RSUs granted to the Connected Grantees, the Company shall procure the Trustee to purchase existing Shares from the market out of cash contribution by the Company to be held on trust for the Connected Grantees until such RSUs are vested with such Connected Grantees.

The RSUs granted typically shall vest in the Grantees within four years from the Date of Grant.

### **Connected Grantees**

A total of 733,000 RSUs are granted to four Connected Grantees, of which 500,000 RSUs are granted to Mr. Zhu Shunyan, an executive Director, the chairman of the Board and the chief executive officer of the Company, 117,000 RSUs are granted to Mr. Wang Qiang, an executive Director, and the remaining RSUs are granted to two directors of subsidiaries of the Company.

## **LISTING RULES IMPLICATIONS**

The grant of RSUs to the Connected Grantees constituted a connected transaction of the Company under Chapter 14A of the Listing Rules. However, no new Shares will be issued and allotted upon vesting and settlement of such RSUs granted to the Connected Grantees. As the RSUs were granted to the Connected Grantees pursuant to their service contracts with the Company or its subsidiary, the grant of RSUs to the Connected Grantees is exempt from reporting, announcement and independent shareholders' approval requirements under Rule 14A.73 of the Listing Rules.

## REASONS FOR AND BENEFITS OF THE GRANTS

The purpose of the aforesaid grant of the Options and RSUs is to (i) attract skilled and experienced personnel for the further development and expansion of the Group by providing them with the opportunity to acquire equity interests in the Company, (ii) recognize the contribution to the success and development of the Group made by the existing employees of Company or its affiliate(s), and/or (iii) generally incentivize and motivate our employees to remain with, and to strive for the future development and expansion of, the Group.

## DEFINITIONS

|                          |  |
|--------------------------|--|
| “Board”                  | the board of directors of the Company  |
| “Company”                | Alibaba Health Information Technology Limited (阿里健康信息技术有限公司), a company incorporated in Bermuda and listed on the Stock Exchange (Stock Code: 00241)   |
| “Connected Grantees”     | the Grantees who are connected persons of the Company  |
| “connected person”       | has the same meaning ascribed to it under the Listing Rules  |
| “Date of Grant”          | June 15, 2020  |
| “Director(s)”            | director(s) of the Company   |
| “Grantees”               | Directors, directors of subsidiaries of the Company, employees of the Company or its affiliate(s) who are granted Options and/or RSUs in accordance with the Share Award Scheme on the Date of Grant |
| “Group”                  | the Company and its subsidiaries   |
| “HK\$”                   | the lawful currency of Hong Kong   |
| “Hong Kong”              | Hong Kong Special Administrative Region of the PRC   |
| “Listing Rules”          | Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited   |
| “Non-connected Grantees” | the Grantees who are not connected persons of the Company  |
| “Options”                | option(s) to subscribe for or acquire Shares which is/are granted under the Share Award Scheme   |
| “PRC”                    | the People’s Republic of China   |

|                      |   |
|----------------------|---|
| “RSU(s)”             | restricted share unit(s), being a contingent right to receive Share(s) which is/are 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”             | ordinary shares in the issued capital of the Company with a nominal value of HK\$0.01   |
| “Stock Exchange”     | The Stock Exchange of Hong Kong Limited   |
| “subsidiary”         | has the same meaning ascribed to it under the Listing Rules   |
| “Trustee”            | the professional trustee of the Share Award Scheme appointed by the Company   |

By Order of the Board  
**Alibaba Health Information Technology Limited**  
**ZHU Shunyan**  
*Chairman and Chief Executive Officer*

Hong Kong, June 15, 2020

*As at the date of this announcement, the Board comprises eight Directors, of which (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).*