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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)

**(1) RESULTS OF ANNUAL GENERAL MEETING
HELD ON AUGUST 11, 2023**

**(2) RETIREMENT AND APPOINTMENT OF
INDEPENDENT NON-EXECUTIVE DIRECTORS**

(3) CHANGE OF COMPOSITION OF BOARD COMMITTEES

(4) CHANGE OF COMPANY SECRETARY,

AUTHORIZED REPRESENTATIVE AND PROCESS AGENT; AND

**(5) WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND
8.17 OF THE LISTING RULES**

The Board announces that all the Resolutions set out in the Notice were duly passed by way of poll by the Shareholders at the AGM held on August 11, 2023.

The Board announces that with effect from the conclusion of the AGM:

- (i) Mr. Luo has retired from his position as an independent non-executive Director at the AGM. Accordingly, Mr. Luo has ceased to act as an independent non-executive Director and a member of each of the Audit Committee and the Nomination Committee;
- (ii) Mr. Wong has retired from his position as an independent non-executive Director at the AGM. Accordingly, Mr. Wong has ceased to act as an independent non-executive Director, the chairman of the Audit Committee and a member of each of the Nomination Committee and the Remuneration Committee;
- (iii) Dr. Shao has been appointed as an independent non-executive Director and a member of each of the Audit Committee and the Nomination Committee by the Shareholders at the AGM to fill the vacancy arising from the retirement of Mr. Luo; and

- (iv) Ms. Wu has been appointed as an independent non-executive Director, the chairman of the Audit Committee and a member of each of the Nomination Committee and the Remuneration Committee by the Shareholders at the AGM to fill the vacancy arising from the retirement of Mr. Wong.

The Board announces that with effect from August 12, 2023:

- (i) Ms. Chun has tendered her resignation and will cease to act as the Company Secretary, the Authorized Representative and the Process Agent;
- (ii) Ms. Deng and Ms. Tsui have been appointed as the Joint Company Secretaries and Ms. Deng will be assisted by Ms. Tsui in performing her duties as a Joint Company Secretary; and
- (iii) Ms. Tsui has also been appointed as the Authorized Representative and the Process Agent.

The Board further announces that the Company has applied for, and the Stock Exchange has granted, a waiver from strict compliance with Rules 3.28 and 8.17 of the Listing Rules for a period of three years commencing from August 12, 2023 with respect to the appointment of Ms. Deng as one of the Joint Company Secretaries, who currently does not possess the qualifications of company secretary as required under Rules 3.28 and 8.17 of the Listing Rules.

RESULTS OF THE ANNUAL GENERAL MEETING HELD ON AUGUST 11, 2023

References are made to (i) the notice of the annual general meeting (the “AGM”) of Alibaba Health Information Technology Limited (the “Company”, together with its subsidiaries, the “Group”) dated July 14, 2023 (the “Notice”); and (ii) the circular of the Company dated July 14, 2023 (the “Circular”). Capitalized terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

The board of directors (the “Directors”) of the Company (the “Board”) is pleased to announce that at the AGM held at Forum Room 1, B2/F, Regal Hongkong Hotel, 88 Yee Wo Street, Causeway Bay, Hong Kong on Friday, August 11, 2023 at 10:30 a.m., all the resolutions set out in the Notice (the “Resolutions”) were duly passed by way of poll by the shareholders of the Company (the “Shareholders”). The poll results in respect of the Resolutions proposed at the AGM are as follows:

ORDINARY RESOLUTIONS		Number of Shares Voted (Approximate %)	
		For	Against
1	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditor for the year ended March 31, 2023.	9,064,028,507 (99.95%)	4,791,149 (0.05%)

ORDINARY RESOLUTIONS		Number of Shares Voted (Approximate %)	
		For	Against
2	To re-elect the following retiring Directors:		
	(a) Mr. Tu Yanwu as an executive Director; and	9,044,557,386 (99.73%)	24,232,269 (0.27%)
	(b) Ms. Huang Jiaojiao as a non-executive Director.	8,977,683,266 (99.00%)	91,106,389 (1.00%)
3	To appoint the following Directors:		
	(a) Dr. Shao Rong as an independent non-executive Director; and	9,065,325,057 (99.96%)	3,464,599 (0.04%)
	(b) Ms. Wu May Yihong as an independent non-executive Director.	8,860,244,214 (97.70%)	208,545,442 (2.30%)
4	To authorize the Board to fix the Directors' remuneration.	9,064,248,955 (99.95%)	4,420,701 (0.05%)
5	To re-appoint Ernst & Young as the auditor of the Company and to authorize the Board to fix its remuneration.	8,993,974,206 (99.18%)	74,815,449 (0.82%)
6	To grant a general mandate to the Directors to issue and allot Shares.	8,028,681,027 (88.53%)	1,040,108,629 (11.47%)
7	To grant a general mandate to the Directors to repurchase Shares.	9,058,017,298 (99.88%)	10,652,358 (0.12%)
8	To approve the addition of the aggregate amount of Shares repurchased as mentioned in ordinary resolution no. 7 to the aggregate amount that may be issued and allotted pursuant to ordinary resolution no. 6.	8,074,629,836 (89.04%)	994,159,820 (10.96%)

ORDINARY RESOLUTIONS		Number of Shares Voted (Approximate %)	
		For	Against
9	(a) To approve the proposed amendments to the share award scheme (the “ Proposed Amendments ”) of the Company (the “ Share Award Scheme ”), details of which are set out in the section headed “Letter from the Board — Proposed Amendments to the Share Award Scheme” in the circular of the Company dated July 14, 2023;	8,417,440,340 (92.82%)	651,217,316 (7.18%)
	(b) To approve and adopt the Scheme Mandate Limit (as defined in the Share Award Scheme) on the total number of Shares that may be issued in respect of all options and awards to be granted to the eligible participants under the Share Award Scheme and all the share schemes of the Company, being ten (10)% of the issued Shares as at the date of the Meeting;	8,417,766,340 (92.82%)	651,011,316 (7.18%)
	(c) To approve and adopt the Service Provider Sublimit (as defined in the Share Award Scheme) on the total number of Shares that may be issued in respect of all options and awards to be granted to eligible participants who are service providers under the Share Award Scheme and all the share schemes of the Company, being one (1)% of the issued Shares as at the date of the Meeting; and	8,417,766,340 (92.82%)	651,011,318 (7.18%)
	(d) To authorise any Director or company secretary of the Company to execute all such documents and do all such other acts and things as he or she may, in his or her absolute discretion, consider necessary, desirable or expedient to effect the Proposed Amendments, the Scheme Mandate Limit, the Service Provider Sublimit and any of the foregoing.	8,429,434,451 (92.95%)	639,357,205 (7.05%)

Notes:

- (1) The full text of the Resolutions is set out in the Notice.
- (2) As at the date of the AGM:
 - (a) the total number of Shares in issue was 13,533,278,542;
 - (b) the Trustee held 2,228,725 and 10,055,717 Shares for the CP Trust Account and the NCP Trust Account, respectively, representing approximately 0.016% and 0.074% of the issued share capital of the Company, respectively. The Trustee is required to abstain, and has abstained, from voting on all of the Resolutions at the AGM;
 - (c) the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the AGM was 13,520,994,100;
 - (d) the total number of Shares entitling the Shareholders to attend and vote only against the Resolutions at the AGM was nil; and
 - (e) save as disclosed, there were no Shares entitling the holder to attend and abstain from voting in favour of the Resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), no Shareholders were required under the Listing Rules to abstain from voting on the Resolutions, and there were no Shareholders that had stated their intention in the Circular to vote against or abstain from voting in respect of any Resolutions proposed at the AGM.
- (3) The Directors that attended the AGM were Mr. Zhu Shunyan, Mr. Shen Difan, Mr. Tu Yanwu, Ms. Huang Jiaojiao, Mr. Wong King On, Samuel, Mr. Luo Tong and Ms. Huang Yi Fei (Vanessa).
- (4) Tricor Secretaries Limited, the Company’s branch share registrar and transfer office in Hong Kong, was appointed as the scrutineer at the AGM 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 Resolutions no. 1 to no. 9, these Resolutions were duly passed as ordinary resolutions of the Company.

RETIREMENT AND APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

As disclosed in the Company’s circular dated July 14, 2023, Mr. Luo Tong (“**Mr. Luo**”) and Mr. Wong King On, Samuel (“**Mr. Wong**”) decided to retire from their respective positions as independent non-executive Directors with effect from the conclusion of the AGM. To fill the vacancies arising from the respective retirements of Mr. Luo and Mr. Wong, the Shareholders have appointed Dr. Shao and Ms. Wu as independent non-executive Directors with effect from the conclusion of the AGM.

Dr. Shao Rong

Dr. Shao Rong (“**Dr. Shao**”), aged 60, has extensive experience in the pharmaceutical industry. She currently holds various positions in China Pharmaceutical University of the People’s Republic of China (“**PRC**”), serving as the executive deputy director of its Research Center of National Drug Policy and Ecosystem and the executive dean of its Institute of Drug Regulatory Sciences, in charge of regulatory science disciplines and research. Dr. Shao has been an independent non-executive director of YSB Inc., a company listed on the Main Board of the Stock Exchange (stock code: 9885), since June 2023. Dr. Shao has also been an independent director of Jiangsu GDK Biotechnology Co., Ltd. (江蘇金迪克生物技術股份有限公司), a company listed on the Shanghai Stock Exchange (stock code: 688670), and I-Mab, a company listed on the Nasdaq Global Market (stock symbol: IMAB), since June 2020 and June 2021, respectively. She was also an independent director of Changzhou Qianhong Biopharma Co., Ltd. (常州千紅生化製藥股份有限公司), a company listed on the Shenzhen Stock Exchange (stock code: 002550), from September 2014 to January 2021. Dr. Shao obtained a Bachelor’s degree in Medicinal Chemistry in July 1983 from Nanjing College of Pharmacy (currently known as China Pharmaceutical University) in the PRC, a second Bachelor’s degree in Law in July 1989 from Nanjing University in the PRC and a PhD degree in Pharmacy in July 2010 from Shenyang Pharmaceutical University in the PRC. Dr. Shao is a qualified lawyer in the PRC, licensed by the Jiangsu Justice Department in 2009 and is a holder of a Professor Qualification Certificate awarded by the Jiangsu Provincial Department of Education in August 2003. She is currently a director of the China Society for Drug Regulation (中國藥品監督管理研究會), a chairman of the Special Committee on Drug Regulatory Laws and Policies* (藥品監管法規與政策研究專委會) and a vice chairman of the Special Committee on Drug Regulatory Talent Training* (藥品監管人才培養專委會). She was previously a director of the Chinese Pharmaceutical Association (中國藥學會), a vice chairman of the Pharmacoeconomics Professional Committee of the China Association of Traditional Chinese Medicine* (中國中藥協會藥物經濟學專業委員會) and a vice chairman of the Pharmaceutical Administration Professional Committee of the Chinese Pharmaceutical Association* (中國藥學會藥事管理專業委員會). She is an expert in the expert committee of the Generic Drug Quality and Curative Effects Consistency Evaluation of the National Medical Products Administration* (國家藥監局仿製藥質量和療效一致性評價專家委員會), an expert reviewer of the National Committee on the Assessment of the Protected Traditional Chinese Medicine Products (國家中藥品種保護評審委員會) and is also a member of the working group of experts for licensed pharmacists in the PRC.

Dr. Shao has entered into an appointment letter for her service with the Company as an independent non-executive Director for a term commencing from the date of the AGM to the date of the first annual general meeting of the Company following her appointment, which is renewable for a one-year period upon expiry of the first term and each subsequent term and is subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Bye-Laws and the Listing Rules. Dr. Shao will be entitled to receive a director’s fee of HK\$377,520 per annum as an independent non-executive Director.

Ms. Wu May Yihong

Ms. Wu May Yihong (“**Ms. Wu**”), formerly named as Wu Ning, aged 55, has been an independent director and chairwoman of the compensation committee of Noah Holdings Limited, a company listed on the New York Stock Exchange (ticker symbol: NOAH) and the Main Board of the Stock Exchange (stock code: 6686), since November 2010 and May 2015, respectively. Since May 2017, Ms. Wu has been an independent non-executive director and chairman of the audit committee of Swire Properties Limited, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 1972). Ms. Wu worked at Homeinns Hotel Group, the shares of which are listed on the Nasdaq Stock Market (ticker symbol: HMIN) from October 2006 to April 2016, where she served as their board adviser from July 2019 to May 2023, chief strategy officer from May 2010 to June 2019 and chief financial officer from July 2006 to April 2010. Ms. Wu obtained a Bachelor’s degree in Biochemistry in July 1989 from Fudan University in the PRC, a Master’s degree of Arts in Economics in June 1993 from the Brooklyn College of the City University of New York, and a Master’s degree in Business Administration in June 1998 from the J.L. Kellogg Graduate School of Management (currently known as Kellogg School of Management) of Northwestern University in the United States of America.

Ms. Wu has entered into an appointment letter for her service with the Company as an independent non-executive Director for a term commencing from the date of the AGM to the date of the first annual general meeting of the Company following her appointment, which is renewable for a one-year period upon expiry of the first term and each subsequent term and is subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Bye-Laws and the Listing Rules. Ms. Wu will be entitled to receive a director’s fee of HK\$696,960 per annum as an independent non-executive Director.

Save as disclosed herein, as at the date of this announcement, each of Dr. Shao and Ms. Wu (i) is not interested or deemed to be interested in any shares or underlying shares of the Company pursuant to Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong); (ii) does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company; and (iii) does not hold any directorship in any other Hong Kong or overseas listed public companies in the three years preceding the date of this announcement, or any position with the Company or other members of the Group.

Both Dr. Shao and Ms. Wu have confirmed that they meet the independence requirements as set out in the Rule 3.13 of the Listing Rules. Save as disclosed herein, Dr. Shao and Ms. Wu have confirmed that there is no other information required to be disclosed in accordance with Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters relating to their respective appointments that need to be brought to the attention of the Shareholders.

Both Mr. Luo and Mr. Wong have confirmed that they have no disagreement with the Board and there are no matters in relation to their respective retirements which need to be brought to the attention of the Stock Exchange and the Shareholders.

The Board would like to thank Mr. Luo and Mr. Wong for their past contributions to the Group and to congratulate Dr. Shao and Ms. Wu on their new appointments.

CHANGE OF COMPOSITION OF BOARD COMMITTEES

Upon the retirement of Mr. Luo and the appointment of Dr. Shao as an independent non-executive Director by the Shareholders with effect from the conclusion of the AGM, Mr. Luo has ceased to act as a member of each of the audit committee (the “**Audit Committee**”) and the nomination committee (the “**Nomination Committee**”) of the Company, and Dr. Shao has been appointed as a member of each of the Audit Committee and the Nomination Committee with effect from the conclusion of the AGM.

Upon the retirement of Mr. Wong and the appointment of Ms. Wu as an independent non-executive Director by the Shareholders with effect from the conclusion of the AGM, Mr. Wong has ceased to act as the chairman of the Audit Committee, a member of each of the Nomination Committee and the remuneration committee (the “**Remuneration Committee**”) of the Company, and Ms. Wu has been appointed as the chairman of the Audit Committee, a member of each of the Nomination Committee and the Remuneration Committee with effect from the conclusion of the AGM.

RESIGNATION OF COMPANY SECRETARY, AUTHORIZED REPRESENTATIVE AND PROCESS AGENT

The Board announces that Ms. Chun Ka Yan (“**Ms. Chun**”) has tendered her resignation as the company secretary of the Company (the “**Company Secretary**”), and will cease to act as an authorized representative of the Company (the “**Authorized Representative**”) pursuant to Rule 3.05 of the Listing Rules and a process agent of the Company to accept service of process and notices in Hong Kong under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and Rule 19.05(2) of the Listing Rules (the “**Process Agent**”) with effect from August 12, 2023.

Ms. Chun has tendered her resignation in order to focus on other business affairs of Alibaba Group Holdings Limited and its subsidiaries (the “**Alibaba Group**”). Ms. Chun has confirmed that she does not have any disagreement with the Board and there are no matters in relation to her resignation that need to be brought to the attention of the Shareholders and the Stock Exchange.

APPOINTMENT OF JOINT COMPANY SECRETARIES, AUTHORIZED REPRESENTATIVE AND PROCESS AGENT

The Board is pleased to announce that, following the resignation of Ms. Chun, Ms. Deng Yan (“**Ms. Deng**”) and Ms. Tsui Hiu Leong (“**Ms. Tsui**”) have been appointed as the joint company secretaries of the Company (the “**Joint Company Secretaries**”, and each a “**Joint Company Secretary**”) with effect from August 12, 2023. Ms. Tsui has also been appointed as the Authorized Representative and Process Agent with effect from August 12, 2023.

The biographical details of Ms. Deng and Ms. Tsui are as follows:

Ms. Deng has been a qualified lawyer in the PRC since March 2013. She has more than 20 years of working experience and has extensive experience in the legal field. She first joined the Group as senior legal counsel in December 2016 and has been the general counsel of the Group since June 2019 and is responsible for leading the legal and compliance department of the Group and overseeing all legal and compliance matters of the Company. Prior to joining the Group, Ms. Deng was the legal counsel at the legal and compliance department of Alibaba Group from June 2014 to December 2016 and was responsible for handling legal matters related to the food, drug and medical devices sold on Tmall and Taobao platforms. Prior to joining Alibaba Group, from March 2003 to June 2014, she worked in multiple positions at Beijing Haihong Pharmacy E-Commerce Company Limited* (北京海虹藥通電子商務有限公司), a wholly owned subsidiary of Searainbow Holding Corp. (海虹企業(控股)股份有限公司) (currently known as China Reform Health Management and Services Group Co., Ltd (國新健康保障服務集團股份有限公司) which is a company listed on the Shenzhen Stock Exchange (stock code: 000503), with her last position as deputy general manager. She obtained a Bachelor’s degree in Law in June 2003 from the Minzu University of China in the PRC and a Master’s degree in Civil and Commercial Law in January 2011 from Peking University in the PRC.

Ms. Tsui joined the Company in January 2023 as a legal counsel. Ms. Tsui has extensive experience in advising listed companies on mergers and acquisitions, corporate finance and compliance of the Listing Rules and securities and corporate laws. Prior to joining the Company, she worked for Guantao & Chow Solicitors and Notaries as a practising solicitor from 2018 to 2022. Ms. Tsui obtained a Bachelor’s degree in Law from Jinan University in the PRC, a Master’s degree in Common Law from The University of Hong Kong and a Bachelor’s degree in Law from Manchester Metropolitan University in the United Kingdom. She was admitted as a solicitor of the High Court of Hong Kong in 2018 and is currently a member of the Law Society of Hong Kong.

WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

Pursuant to Rule 8.17 of the Listing Rules, an issuer must appoint a company secretary who satisfies the requirements under Rule 3.28 of the Listing Rules. Rule 3.28 of the Listing Rules provides that an issuer must appoint as its company secretary an individual who, in the opinion of the Stock Exchange, is capable of discharging the functions of a company secretary by virtue of his/her academic or professional qualifications or relevant experience.

Ms. Deng currently does not possess the qualifications of a company secretary as required under Rule 3.28 of the Listing Rules. Given that the Group's principal business activities are primarily based in the PRC and Ms. Deng is located in the PRC and has developed a thorough understanding of the business operations and the relevant legal framework and business needs of the Group since she joined in December 2016 whereas Ms. Tsui, being a solicitor admitted in the High Court of Hong Kong and possessing the requisite qualifications and experience of a company secretary under Rule 3.28 of the Listing Rules, is based in Hong Kong and only recently joined the Company in January 2023, the Directors consider there is a need and it is suitable to appoint Ms. Deng as a Joint Company Secretary. Therefore, the Company has applied for, and the Stock Exchange has granted, a waiver from strict compliance with Rules 3.28 and 8.17 of the Listing Rules (the "**Waiver**") with respect to the appointment of Ms. Deng as a Joint Company Secretary for a period of three years from August 12, 2023, being the date of appointment of Ms. Deng as a Joint Company Secretary (the "**Waiver Period**") on the conditions that (i) Ms. Deng will be assisted by Ms. Tsui as a Joint Company Secretary during the Waiver Period; and (ii) the Waiver will be revoked if there are material breaches of the Listing Rules by the Company.

Before the end of the Waiver Period, the Company must demonstrate and seek our confirmation that Ms. Deng, having had the benefit of Ms. Tsui's assistance during the Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary.

The Board would like to thank Ms. Chun for all her past contributions to the Group and to congratulate Ms. Deng and Ms. Tsui on their new appointments.

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

Hong Kong, August 11, 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; Ms. Huang Jiaojiao as the non-executive Director; and Ms. Huang Yi Fei (Vanessa), Dr. Shao Rong and Ms. Wu May Yihong as the independent non-executive Directors.

** English name for identification purposes only*