



Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 31 August 2024

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Alibaba Group Holding Limited

Date Submitted: 05 September 2024

I. Movements in Authorised / Registered Share Capital

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	09988	Description				
Multi-counter stock code	89988	RMB	Description			
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	32,000,000,000	USD	0.000003125	USD	100,000	
Increase / decrease (-)	0			USD		
Balance at close of the month	32,000,000,000	USD	0.000003125	USD	100,000	

Total authorised/registered share capital at the end of the month: USD 100,000

Remarks:

Balance at close of preceding month represents the closing balance as at 27 August 2024, being the date before the effective date of the Company's voluntary conversion to primary listing on the Main Board of the Hong Kong Stock Exchange (28 August 2024).

II. Movements in Issued Shares and/or Treasury Shares

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes
Stock code (if listed)	09988	Description			
Multi-counter stock code	89988	RMB	Description		
	Number of issued shares (excluding treasury shares)		Number of treasury shares	Total number of issued shares	
Balance at close of preceding month	19,254,701,124		0	19,254,701,124	
Increase / decrease (-)	0		0		
Balance at close of the month	19,254,701,124		0	19,254,701,124	

Remarks:

Balance at close of preceding month represents the closing balance as at 27 August 2024, being the date before the effective date of the Company's voluntary conversion to primary listing on the Main Board of the Hong Kong Stock Exchange (28 August 2024).

III. Details of Movements in Issued Shares and/or Treasury Shares

(A). Share Options (under Share Option Schemes of the Issuer)

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes		
Stock code (if listed)	09988	Description					
Multi-counter stock code	89988	RMB	Description				
Particulars of share option scheme	Number of share options outstanding at close of preceding month	Movement during the month	Number of share options outstanding at close of the month	Number of new shares issued during the month pursuant thereto (A1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (A2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month	The total number of shares which may be issued or transferred out of treasury upon exercise of all share options to be granted under the scheme at close of the month
1). Share options granted under 2014 Post-IPO Equity Incentive Plan	54,325,336		54,325,336	0	0	54,325,336	0
General Meeting approval date (if applicable) _____							
2). Share options granted under 2024 Equity Incentive Plan	0		0	0	0	0	483,000,000
General Meeting approval date (if applicable) 22 August 2024 _____							

Increase in issued shares (excluding treasury shares): _____ 0 Ordinary shares (AA1)

Decrease in treasury shares: _____ 0 Ordinary shares (AA2)

Total funds raised during the month from exercise of options: USD _____ 0

Remarks:

- Number of share options outstanding at close of preceding month represents the outstanding balance as at 27 August 2024, being the date before the effective date of the Company's voluntary conversion to primary listing on the Main Board of the Hong Kong Stock Exchange (28 August 2024).
- Under the 2014 Post-IPO Equity Incentive Plan, eight ordinary shares are issuable upon exercise of one option. For consistency purpose, the above numbers of share options represent the numbers of ordinary shares issuable upon exercise of the options.
- No further options will be granted under the 2014 Post-IPO Equity Incentive Plan on or after 28 August 2024, being the effective date of the Company's voluntary conversion to primary listing on the Main Board of the Hong Kong Stock Exchange.

(B). Warrants to Issue Shares of the Issuer

Not applicable

(C). Convertibles (i.e. Convertible into Shares of the Issuer)

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes		
Stock code (if listed)	09988	Description					
Multi-counter stock code	89988	RMB	Description				
Description of the Convertibles	Currency	Amount at close of preceding month	Movement during the month	Amount at close of the month	Number of new shares issued during the month pursuant thereto (C1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (C2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month
1). Convertible Senior Notes - May 2024	USD	5,000,000,000		5,000,000,000	0	0	505,808,000
Type of the Convertibles	Bond/Notes						
Stock code of the Convertibles (if listed on the Exchange) (Note 1)							
Subscription/Conversion price	USD	12.8507					
General Meeting approval date (if applicable)							

Increase in issued shares (excluding treasury shares): _____ 0 Ordinary shares (CC1)

Decrease in treasury shares: _____ 0 Ordinary shares (CC2)

Remarks:

1. Amount at close of preceding month represents the closing amount as at 27 August 2024, being the date before the effective date of the Company's voluntary conversion to primary listing on the Main Board of the Hong Kong Stock Exchange (28 August 2024).
2. Number of shares which may be issued or transferred out of treasury as at close of the month represents the maximum number of ordinary shares (including in the form of ADS) that the Company may issue upon full conversion of the Convertible Senior Notes and taking into account the make-whole adjustments in the event of certain corporate events.

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer, including Options (other than Share Option Schemes)

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	09988	Description				
Multi-counter stock code	89988	RMB	Description			
Description of other agreements or arrangements			General Meeting approval date (if applicable)	Number of new shares issued during the month pursuant thereto (D1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (D2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month
1).	Restricted share units granted under the 2014 Post-IPO Equity Incentive Plan			0	0	408,358,296

Increase in issued shares (excluding treasury shares): _____ 0 Ordinary shares (DD1)

Decrease in treasury shares: _____ 0 Ordinary shares (DD2)

(E). Other Movements in Issued Shares and/or Treasury Shares

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes		
Stock code (if listed)	09988	Description					
Multi-counter stock code	89988	RMB	Description				
Events	At price (if applicable)		Date of event (Note 2)	General Meeting approval date (if applicable)	Increase/ decrease (-) in issued shares (excluding treasury shares) during the month pursuant thereto (E1)	Increase/ decrease (-) in treasury shares during the month pursuant thereto (E2)	Number of shares redeemed or repurchased for cancellation but not yet cancelled as at close of the month (Note 3)
	Currency	Amount					
1). Repurchase of shares (shares repurchased for cancellation but not yet cancelled)				22 August 2024			-35,197,016

Increase/ decrease (-) in issued shares (excluding treasury shares): _____ Ordinary shares (EE1)

Increase/ decrease (-) in treasury shares: _____ Ordinary shares (EE2)

Remarks:

The repurchase of 35,197,016 ordinary shares were made on 23, 26, 27, 28, 29 and 30 August 2024 on the New York Stock Exchange but such shares are not yet cancelled as at 31 August 2024.

Total increase/ decrease (-) in issued shares (excluding treasury shares) during the month (i.e. Total of AA1 to EE1): _____ 0 Ordinary shares

Total increase/ decrease (-) in treasury shares during the month (i.e. Total of AA2 to EE2): _____ 0 Ordinary shares

IV. Information about Hong Kong Depositary Receipt (HDR) Not applicable

V. Confirmations

Pursuant to Main Board Rule 13.25C / GEM Rule 17.27C, we hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued, or the treasury shares sold or transferred by the issuer during the month as set out in Parts III and IV which has not been previously disclosed in a return published under Main Board Rule 13.25A / GEM Rule 17.27A, it has been duly authorised by the board of directors of the listed issuer and carried out in compliance with all applicable listing rules, laws and other regulatory requirements and, insofar as applicable:

(Note 4)

- (i) all money due to the listed issuer in respect of the issue of securities, or sale or transfer of treasury shares has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;
- (iv) all the securities of each class are in all respects identical (Note 5);
- (v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with all other legal requirements;
- (vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue, sale or transfer;
- (vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
- (viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Submitted by: Kevin Jinwei ZHANG

Title: Secretary

(Director, Secretary or other Duly Authorised Officer)

Notes

1. The Exchange refers to The Stock Exchange of Hong Kong Limited.
2. In the case of repurchase of shares (shares repurchased and cancelled) and redemption of shares (shares redeemed and cancelled), "date of event" should be construed as "cancellation date".
In the case of repurchase of shares (shares held as treasury shares), "date of event" should be construed as "date on which shares were repurchased and held by the issuer in treasury".
3. The information is required in the case of repurchase of shares (shares repurchased for cancellation but not yet cancelled) and redemption of shares (shares redeemed but not yet cancelled). Please state the number of shares repurchased or redeemed during the month or in preceding month(s) but pending cancellation as at close of the month as a negative number.
4. Items (i) to (viii) are suggested forms of confirmation. The listed issuer may amend the item(s) that is/are not applicable to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under Main Board Rule 13.25A / GEM Rule 17.27A in relation to the securities issued, or the treasury shares sold or transferred, no further confirmation is required to be made in this return.
5. "Identical" means in this context:
 - the securities are of the same nominal value with the same amount called up or paid up;
 - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.