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(Incorporated in Bermuda with limited liability)
(Stock Code: 1060)

**CONNECTED TRANSACTION -
DISPOSAL OF EQUITY INTEREST IN A SUBSIDIARY**

SHARE PURCHASE AGREEMENT

The Board announces that SAC Finance, an indirect wholly-owned subsidiary of the Company, entered into the Share Purchase Agreement with (i) UCWeb SG, an indirect wholly-owned subsidiary of AGH, and (ii) Alipay SG, an indirect wholly-owned subsidiary of Ant Financial, on September 20, 2017.

Pursuant to the Share Purchase Agreement, SAC Finance has agreed to sell, and each of UCWeb SG and Alipay SG has agreed to purchase, the Relevant Shares (representing approximately 32.20% of the total issued share capital of Wormhole SG in aggregate) and, if applicable, the Additional Shares (representing approximately 2.80% of the total issued share capital of Wormhole SG in aggregate) in Wormhole SG, in the respective proportions as set forth against its name in Table I and Table II below. The total consideration receivable by SAC Finance for the sale of the Relevant Shares and, if applicable, the Additional Shares amounts to USD6.545 million. Upon Second Closing, the Company, through SAC Finance, will indirectly hold 65% equity interest in Wormhole SG. Wormhole SG will continue to be a subsidiary of the Company following the sale of the Relevant Shares and, if applicable, the Additional Shares.

Wormhole SG currently holds 75% of Orbgem Technologies which owns and operates an online movie tickets booking platform – TicketNew in India.

JOINT VENTURE AGREEMENT

The Board further announces that Wormhole SG, SAC Finance, UCWeb SG and Alipay SG entered into the Joint Venture Agreement on September 20, 2017 to regulate the affairs of Wormhole SG and the respective rights of SAC Finance, UCWeb SG and Alipay SG as shareholders of Wormhole SG. The Joint Venture Agreement will take effect from the First Closing. Under the Joint Venture Agreement, SAC Finance, UCWeb SG and Alipay SG agree that Wormhole SG shall carry on the business of making investments in and holding the equity

interests of and providing services to Orbgen Technologies or other companies as may from time to time be agreed by the shareholders of Wormhole SG and such other businesses as may from time to time be agreed by the board of directors of Wormhole SG.

Unless otherwise unanimously agreed upon by the shareholders of Wormhole SG in writing, the board of directors of Wormhole SG shall consist of not more than five (5) directors, comprising three persons appointed by SAC Finance, one person appointed by UCWeb SG and one person appointed by Alipay SG. To the extent that Wormhole SG has control over the board composition of Orbgen Technologies, the board of directors of Orbgen Technologies shall include five persons appointed by Wormhole SG, comprising three persons nominated by SAC Finance, one person nominated by UCWeb SG and one person nominated by Alipay SG.

In the event of any reduction of shareholding percentage of UCWeb SG or Alipay SG to below 10%, UCWeb SG or Alipay SG (as the case may be) shall remove, or procure the resignation of, its appointee as a director of Wormhole SG, and Wormhole SG shall remove, or procure the resignation of, the relevant nominee of UCWeb SG and Alipay SG (as the case may be) as a director of Orbgen Technologies.

LISTING RULES IMPLICATIONS

UCWeb SG is an indirect wholly-owned subsidiary of AGH. AGH is the ultimate sole shareholder of Ali CV, which is a substantial shareholder and a connected person of the Company holding approximately 49.49% of the issued share capital of the Company as at the date of this announcement. Accordingly, UCWeb SG is an associate of Ali CV and hence a connected person of the Company.

Alipay SG is an indirect wholly-owned subsidiary of Ant Financial which together with its subsidiaries were deemed as connected persons of the Company by the Stock Exchange under Rule 14A.19 of the Listing Rules. Accordingly, Alipay SG was deemed as a connected person of the Company.

The entering into of the Share Purchase Agreement and the transactions contemplated thereunder constitute connected transactions of the Company under Chapter 14A of the Listing Rules.

Since one or more of the applicable percentage ratios in respect of the sale of the Relevant Shares and the Additional Shares under the Share Purchase Agreement, are above 0.1% but below 5%, the entering into of the Share Purchase Agreement and the transactions contemplated thereunder are subject to the reporting and announcement requirements but exempt from independent shareholders' approval requirement under Chapter 14A of the Listing Rules.

INTRODUCTION

The Board announces that SAC Finance, an indirect wholly-owned subsidiary of the Company, entered into the Share Purchase Agreement with (i) UCWeb SG, an indirect wholly-owned subsidiary of AGH, and (ii) Alipay SG, an indirect wholly-owned subsidiary of Ant Financial, on September 20, 2017.

Pursuant to the Share Purchase Agreement, SAC Finance has agreed to sell, and each of UCWeb SG and Alipay SG has agreed to purchase, the Relevant Shares and, if applicable, the Additional Shares in Wormhole SG, in the respective proportions as set forth against its name in Table I and Table II below. Upon Second Closing, the Company, through SAC Finance, will indirectly hold 65% equity interest in Wormhole SG. Wormhole SG will continue to be a subsidiary of the Company following the sale of the Relevant Shares and, if applicable, the Additional Shares.

Wormhole SG currently holds 75% of Orbgen Technologies which owns and operates an online movie tickets booking platform – TicketNew in India.

PRINCIPAL TERMS OF SHARE PURCHASE AGREEMENT

The principal terms of the Share Purchase Agreement are set out below:

Date: September 20, 2017

Parties: (1) SAC Finance as seller
(2) UCWeb SG and Alipay SG as purchasers

Subject Matter

I. Sale of Relevant Shares

Pursuant to the Share Purchase Agreement, SAC Finance agreed to sell, and each of UCWeb SG and Alipay SG agreed to purchase, the Relevant Shares in the respective proportions as set forth against each of their names in the table below (“Table I”):

<i>Name of the Purchaser</i>	<i>Number of and Class of Relevant Shares as at First Closing</i>	<i>Shareholding Percentage of Relevant Shares as at First Closing</i>	<i>Consideration Amount (USD million)</i>
UCWeb SG	3,440,000 ordinary shares	18.40%	3.440
Alipay SG	2,580,000 ordinary shares	13.80%	2.580
Total	6,020,000 ordinary shares	32.20%	6.020

The Relevant Shares shall be sold by SAC Finance free from Encumbrances and together with all rights and advantages attaching to them as at First Closing (including the right to receive all dividends or distributions declared, made or paid on or after First Closing).

II. Sale of Additional Shares

Pursuant to the Share Purchase Agreement, SAC Finance irrevocably granted to each of UCWeb SG and Alipay SG the Call Option to require SAC Finance to sell the Additional Shares to each of them in the respective proportions as set forth against each of their names in the table below (“Table II”):

<i>Name of the Purchaser</i>	<i>Number of and Class of Additional Shares as at Second Closing</i>	<i>Shareholding Percentage of Additional Shares as at Second Closing</i>	<i>Consideration Amount (USD million)</i>
UCWeb SG	300,000 ordinary shares	1.60%	0.300
Alipay SG	225,000 ordinary shares	1.20%	0.225
Total	525,000 ordinary shares	2.80%	0.525

Subject to the conditions precedent to the exercise of Option set out in this announcement, the Call Option may be exercised by UCWeb SG and Alipay SG at any time during the Option Period in respect of the Additional Shares by serving the Call Option Notice on SAC Finance.

Pursuant to the Share Purchase Agreement, each of UCWeb SG and Alipay SG irrevocably granted to SAC Finance the Put Option to require each of them to purchase the Additional Shares from SAC Finance in the respective proportions as set forth against each of their names in the Table II above.

Subject to the conditions precedent to the exercise of Option set out in this announcement, the Put Option may be exercised by SAC Finance at any time during the Option Period in respect of the Additional Shares by serving the Put Option Notice on each of UCWeb SG and Alipay SG.

If the Call Option and the Put Option are both exercised, the Option earlier exercised shall prevail and extinguish the other, unless the exercise of such Option is not in accordance with the terms of the Share Purchase Agreement.

Upon service of the Call Option Notice by each of UCWeb SG and Alipay SG on SAC Finance or upon service of the Put Option Notice by SAC Finance on each of UCWeb SG and Alipay SG, SAC Finance agrees to sell, and each of UCWeb SG and Alipay SG agrees to purchase, the Additional Shares free from Encumbrances and together with all rights and advantages attaching to them as at Second Closing (including the right to receive all dividends or distributions declared, made or paid on or after Second Closing) on the terms and subject to the conditions contained in the Share Purchase Agreement.

Upon Second Closing, the Company, through SAC Finance, will indirectly hold 65% equity interest in Wormhole SG. Wormhole SG will continue to be a subsidiary of the Company following the sale of the Relevant Shares and, if applicable, the Additional Shares.

Consideration

I. First Closing Amount

The consideration for the purchase of the Relevant Shares under the Share Purchase Agreement (the “First Closing Amount”) shall be an amount equal to the sum of US\$6,020,000, which shall be satisfied by UCWeb SG and Alipay SG in cash in the respective proportions as set forth against each of their names in Table I above upon the date of the First Closing.

II. Second Closing Amount

The consideration for the purchase of the Additional Shares under the Share Purchase Agreement (the “Second Closing Amount”) shall be an amount equal to the sum of US\$525,000, which shall be satisfied by UCWeb SG and Alipay SG in cash in the respective proportions as set forth against each of their names in Table II above upon the date of the Second Closing.

The consideration is determined after arm’s length negotiations among the parties to the Share Purchase Agreement with reference to (i) the registered and fully paid up share capital of Wormhole SG and the proportion of the equity interests in Wormhole SG to be disposed of to UCWeb SG and Alipay SG, (ii) the carrying value of the Relevant Shares and the Additional Shares, (iii) the consideration paid by SAC Finance for the acquisition of Orbgen Technologies (being the substantial assets of Wormhole SG) under the Target Investment Agreement and (iv) the historical financial performance of Wormhole SG, in particular, the fact that Wormhole SG has recorded net losses since its incorporation.

Conditions Precedent

I. Conditions Precedent to First Closing

The sale and purchase of the Relevant Shares is conditional upon the satisfaction or waiver (as the case may be) of the following conditions, or their satisfaction subject only to First Closing:

- i. the closing of the Target Investment Agreement taking place in accordance with its terms;
- ii. SAC Finance not being in breach of any of its representations and warranties set out in the Share Purchase Agreement;
- iii. SAC Finance not being in breach of any of its pre-closing obligations between the date of the Share Purchase Agreement and the First Closing, including (among others):
 - (i) to ensure that each of Wormhole SG, Orbgen Technologies and their respective subsidiaries shall carry on its business as a going concern; and

- (ii) to ensure that Orbgen Technologies shall not enter into any exclusive arrangements with any payment service provider, or, unless the prior consent of Alipay SG is obtained, any non-exclusive commercial arrangements with any payment service provider other than its existing payment service providers as of the date of the Target Investment Agreement;
- iv. SAC Finance not having received, on or before First Closing, notice of any person having:
 - (i) commenced, or threatened to commence, any proceedings or investigations for the purpose of prohibiting or otherwise challenging or interfering with the transactions contemplated by the Share Purchase Agreement;
 - (ii) taken or threatened to take any action as a result of or in anticipation of the transactions contemplated by the Share Purchase Agreement; or
 - (iii) enacted or proposed any laws which would prohibit, restrict or delay the implementation of the transactions contemplated by the Share Purchase Agreement;
- v. Alipay SG having completed or obtained all applicable Outbound Investment Filings required for the purchase of its proportion of the Relevant Shares under the Share Purchase Agreement;
- vi. each of UCWeb SG and Alipay SG having obtained all requisite corporate approvals (if any) for the purchase of their respective proportions of the Relevant Shares under the Share Purchase Agreement, in accordance with the applicable legal or regulatory requirements;
- vii. the execution of the Joint Venture Agreement by Wormhole SG, SAC Finance, UCWeb SG and Alipay SG, which shall take effect upon First Closing; and
- viii. the signing parties to the Share Purchase Agreement having agreed on the revised constitution of Wormhole SG.

II. Conditions Precedent to Exercise of Option

The parties to the Share Purchase Agreement agreed that the Call Option may not be exercised by each of UCWeb SG and Alipay SG, and the Put Option may not be exercised by SAC Finance, unless and until the following conditions are satisfied:

- i. the remittance by Wormhole SG of the Balance Purchase Consideration in accordance with the terms of the Target Investment Agreement;
- ii. SAC Finance not being in breach of any of its representations and warranties set out in the Share Purchase Agreement;
- iii. SAC Finance not being in breach of any of its pre-closing obligations between the First Closing and the Second Closing, including (among others):

- (i) to ensure that each of Wormhole SG, Orbgen Technologies and their respective subsidiaries shall carry on its business as a going concern; and
 - (ii) to ensure that Orbgen Technologies shall not enter into any exclusive arrangements with any payment service provider, or, unless the prior consent of Alipay SG is obtained, any non-exclusive commercial arrangements with any payment service provider other than its existing payment service providers as of the date of the Target Investment Agreement;
- iv. SAC Finance not having received, on or before Second Closing, notice of any person having:
 - (i) commenced, or threatened to commence, any proceedings or investigations for the purpose of prohibiting or otherwise challenging or interfering with the transactions contemplated by the Share Purchase Agreement;
 - (ii) taken or threatened to take any action as a result of or in anticipation of the transactions contemplated by the Share Purchase Agreement; or
 - (iii) enacted or proposed any laws which would prohibit, restrict or delay the implementation of the transactions contemplated by the Share Purchase Agreement;
- v. Alipay SG having completed or obtained all applicable Outbound Investment Filings required for the purchase of its proportion of the Additional Shares under the Share Purchase Agreement; and
- vi. each of UCWeb SG and Alipay SG having obtained all requisite corporate approvals (if any) for the purchase of their respective proportions of the Additional Shares under the Share Purchase Agreement, in accordance with the applicable legal or regulatory requirements.

Completion

Subject to relevant terms in the Share Purchase Agreement, First Closing shall take place on the sixth Business Day following the date of notification of the satisfaction or waiver of the last of the conditions precedent to First Closing set out above or at such other time or date as may be agreed in writing by the parties to the Share Purchase Agreement. On First Closing, UCWeb SG and Alipay SG shall pay the First Closing Amount in cash in the respective proportions as set forth against each of their names in Table I above to SAC Finance.

Subject to relevant terms in the Share Purchase Agreement, Second Closing shall take place on the sixth Business Day following the date of notification of the satisfaction or waiver of the last of the conditions precedent to Second Closing set out above or at such other time or date as may be agreed in writing by the signing parties. On Second Closing, UCWeb SG and Alipay SG shall pay the Second Closing Amount in cash in the respective proportions as set forth against each of their names in Table II above to SAC Finance.

JOINT VENTURE AGREEMENT

The Board further announces that Wormhole SG, SAC Finance, UCWeb SG and Alipay SG entered into the Joint Venture Agreement on September 20, 2017 to regulate the affairs of Wormhole SG and the respective rights of SAC Finance, UCWeb SG and Alipay SG as shareholders of Wormhole SG. The Joint Venture Agreement will take effect from the First Closing. Under the Joint Venture Agreement, SAC Finance, UCWeb SG and Alipay SG agree that Wormhole SG shall carry on the business of making investments in and holding the equity interests of and providing services to Orbgen Technologies or other companies as may from time to time be agreed by the shareholders of Wormhole SG and such other businesses as may from time to time be agreed by the board of directors of Wormhole SG.

Unless otherwise unanimously agreed upon by the shareholders of Wormhole SG in writing, the board of directors of Wormhole SG shall consist of not more than five (5) directors, comprising three persons appointed by SAC Finance, one person appointed by UCWeb SG and one person appointed by Alipay SG. To the extent that Wormhole SG has control over the board composition of Orbgen Technologies, the board of directors of Orbgen Technologies shall include five persons appointed by Wormhole SG, comprising three persons nominated by SAC Finance, one person nominated by UCWeb SG and one person nominated by Alipay SG.

In the event of any reduction of shareholding percentage of UCWeb SG or Alipay SG to below 10%, UCWeb SG or Alipay SG (as the case may be) shall remove, or procure the resignation of, its appointee as a director of Wormhole SG, and Wormhole SG shall remove, or procure the resignation of, the relevant nominee of UCWeb SG and Alipay SG (as the case may be) as a director of Orbgen Technologies.

Each shareholder of Wormhole SG shall have the pre-emptive right in case of a transfer of equity interest in Wormhole SG by any of the other shareholders to a third party transferee. In certain situations specified in the Joint Venture Agreement, where any shareholder of Wormhole SG intends to transfer its equity interest in Wormhole SG to a third party transferee, each other shareholder shall have a tag-along right to sell its equity interest, which right shall be pro-rata to its equity interest in Wormhole SG.

SAC Finance has no fixed or future capital commitment under the Joint Venture Agreement.

FINANCIAL EFFECT OF THE SALE OF THE RELEVANT SHARES AND THE ADDITIONAL SHARES AND INTENDED USE OF PROCEEDS

Wormhole SG was newly incorporated in October 2016 with registered and fully paid up share capital of US\$18.7 million. Wormhole SG is accounted under cost method by SAC Finance at its investment amount of US\$18.7 million. As at the date of this announcement, the carrying value of Wormhole SG in SAC Finance accounts is US\$18.7 million.

Considering that the consideration, on a per share basis, receivable by SAC Finance is equal to the carrying value, on a per share basis, of the Relevant Shares and, if applicable, the Additional Shares, it is expected that there will not be a gain or loss accrued to the Group from the sale of

the Relevant Shares and, if applicable, the Additional Shares. For the period commencing from the date of incorporation of Wormhole SG on October 25, 2016 and ended on December 31, 2016, the unaudited consolidated net loss (both before and after taxation and extraordinary items) of Wormhole SG amounted to approximately RMB0.9 million. For the seven months ended July 31, 2017, the unaudited consolidated net loss (both before and after taxation and extraordinary items) of Wormhole SG amounted to approximately RMB8.1 million.

After deducting the expenses directly related to the sale of the Relevant Shares and the Additional Shares, there will be net proceeds of approximately US\$6.5 million and the Group intends to utilize the net proceeds towards general working capital of the Group.

REASONS FOR AND BENEFITS OF ENTERING INTO THE SHARE PURCHASE AGREEMENT

AGH, through UCWeb Mobile, operates one of the leading mobile browsers in, among some other regions, India. Ant Financial is one of largest third-party digital payment solution providers in the world. As user traffic and digital payment solution are both critical aspects of any O2O e-commerce business, the Company believes that both Alibaba Group and Ant Financial hold strategic resources that can benefit the growth of TicketNew, an online movie ticketing platform in India operated by Orbgen Technologies, a subsidiary of the Company. A business collaboration between Orbgen Technologies and UCWeb Mobile was already announced by the Company on April 28, 2017. Having UCWeb SG and Alipay SG as shareholders of Wormhole SG will further solidify the parties' interests in the same alignment. Furthermore, given India's market potentials, the future growth of TicketNew could require certain amount of financial resources. UCWeb SG and Alipay SG, as shareholders of Wormhole SG, will contribute the necessary financial resources, along with the Group, to further the growth and development of TicketNew.

Having reviewed the terms of the Share Purchase Agreement and the Joint Venture Agreement, the Directors (including the independent non-executive Directors) are of the view that the terms of the Share Purchase Agreement and the Joint Venture Agreement are fair and reasonable, the transactions contemplated thereunder are on normal commercial terms to the Company and that the entering into of the Share Purchase Agreement and the Joint Venture Agreement is in the ordinary and usual course of business of the Group and in the interest of the Company and its shareholders as a whole.

LISTING RULES IMPLICATIONS

UCWeb SG is an indirect wholly-owned subsidiary of AGH. AGH is the ultimate sole shareholder of Ali CV, which is a substantial shareholder and a connected person of the Company holding approximately 49.49% of the issued share capital of the Company as at the date of this announcement. Accordingly, UCWeb SG is an associate of Ali CV and hence a connected person of the Company.

Alipay SG is an indirect wholly-owned subsidiary of Ant Financial which together with its subsidiaries were deemed as connected persons of the Company by the Stock Exchange under

Rule 14A.19 of the Listing Rules. Accordingly, Alipay SG was deemed as a connected person of the Company.

The entering into of the Share Purchase Agreement and the transactions contemplated thereunder constitute connected transactions of the Company under Chapter 14A of the Listing Rules.

Since one or more of the applicable percentage ratios in respect of the sale of the Relevant Shares and the Additional Shares under the Share Purchase Agreement, are above 0.1% but below 5%, the entering into of the Share Purchase Agreement and the transactions contemplated thereunder are subject to the reporting and announcement requirements but is exempt from independent shareholders' approval requirement under Chapter 14A of the Listing Rules.

As (i) Mr. Yu Yongfu and Mr. Shao Xiaofeng are employees of AGH or its subsidiaries and (ii) Mr. Fan Luyuan has recently ceased to be the president of Alipay Business Unit and Wealth Management Business Unit at Ant Financial, each of them is deemed or may be perceived to have a material interest in the Share Purchase Agreement and the transactions contemplated thereunder. Accordingly, they have abstained from voting on the resolutions passed by the Board in relation to the Share Purchase Agreement and the transactions contemplated thereunder. Save as the aforesaid Directors, none of the other Directors has a material interest in the Share Purchase Agreement and the transactions contemplated thereunder, and therefore none of them has abstained from voting on the said resolutions passed by the Board.

INFORMATION ON THE COMPANY, SAC FINANCE, WORMHOLE SG AND ORBGEN TECHNOLOGIES

The Company is listed on both the Stock Exchange (stock code: 1060) and the Singapore Exchange Securities Trading Limited (stock code: S91). As the flagship unit of Alibaba Group's entertainment arm, the Company focuses on developing the full business potential of integration and innovative applications of the Internet and traditional film and television industries. The core business of the Company includes the three major segments: (i) internet-based promotion and distribution, (ii) content production, and (iii) integrated development. These segments encompass (i) the operation of an integrated O2O platform for the promotion and distribution of entertainment content, and the provision of online movie ticketing service to consumers and ticket issuance system to cinemas; (ii) the investment and production of entertainment content such as film and drama series both domestically and internationally; and (iii) centered around copyrights the development of professional services ranging from financing, business placement, promotion and distribution to merchandising, respectively.

SAC Finance, an indirect wholly-owned subsidiary of the Company incorporated in Hong Kong, is an investment holding company.

Wormhole SG, a company incorporated in Singapore in October 2016, is a wholly-owned subsidiary of the Company as at the date of this announcement and is principally engaged in business and management consultancy services.

Orbgen Technologies owns and operates an online movie tickets booking platform TicketNew that allows customers to check for movies, theatres, events, stores, sports, parties, and other

entertainment activities, and also allows its customers to book movies tickets. Orbgen Technologies was founded in 2007 and is based in Chennai, India. Orbgen Technologies is currently owned by Wormhole SG as to 75% and is an indirect non-wholly-owned subsidiary of the Company.

INFORMATION ON AGH, ALIBABA GROUP AND UCWEB SG

AGH is a company incorporated in the Cayman Islands and its American depositary shares are listed on the New York Stock Exchange.

Alibaba Group's mission is to make it easy to do business anywhere. It is the largest retail commerce company in the world in terms of gross merchandise volume in the twelve months ended March 31, 2017. Founded in 1999, Alibaba Group provides the fundamental technology infrastructure and marketing reach to help merchants, brands and other businesses that provide products, services and digital content to leverage the power of the Internet to engage with their users and customers. Alibaba Group's businesses are comprised of core commerce, cloud computing, digital media and entertainment and innovation initiatives and others.

UCWeb SG, a company incorporated in Singapore and an indirect wholly-owned subsidiary of AGH, is principally engaged in internet information services, development of IT software, advertising, information integration.

INFORMATION ON ANT FINANCIAL AND ALIPAY SG

Ant Financial is a company incorporated in the PRC. Ant Financial provides digital payment services and other financial and value-added services to consumers and small and medium sized enterprises in the PRC and across the world, such as payment, wealth management, lending, insurance and credit system. Ant Financial leverages its customer insights and technologies to help financial institutions, independent software vendors and other partners on its platform to enhance experience of their users and improve their risk management capabilities.

Alipay SG, a limited company incorporated in Singapore and an indirect wholly-owned subsidiary of Ant Financial, is an investment holding company.

DEFINITIONS

In this announcement, save as the context otherwise requires, the defined terms shall have the following meanings:

“Additional Shares”

such number of shares of Wormhole SG to be purchased by each of UCWeb SG and Alipay SG in the respective proportions as set forth against its name in Table II in this announcement upon the exercise of the Put Option or the Call Option (as the case may be) in accordance with the terms of the Share Purchase Agreement

“AGH”	Alibaba Group Holding Limited, a company incorporated in the Cayman Islands and the American depositary shares of which are listed on the New York Stock Exchange
“Alibaba Group”	AGH and its subsidiaries
“Ali CV”	Ali CV Investment Holding Limited, a company incorporated in the Cayman Islands and an indirect wholly-owned subsidiary of AGH
“Alipay SG”	Alipay Singapore Holding Pte. Ltd., a limited company incorporated in Singapore and an indirect wholly-owned subsidiary of Ant Financial
“Ant Financial”	浙江螞蟻小微金融服務集團股份有限公司 (Ant Small and Micro Financial Services Group Co., Ltd.*), a company incorporated in the PRC with limited liability, which together with its subsidiaries have been deemed by the Stock Exchange as connected persons of the Company
“associate(s)”	has the meaning ascribed to this term under Chapter 14A of the Listing Rules
“Balance Purchase Consideration”	INR equivalent of RMB10 million based on the exchange rate offered to SAC Finance by its funding bank on the day of funding, to be paid in accordance with the Target Investment Agreement as the second installment of consideration
“Board”	the board of Directors
“Business Day”	a day which is not a Saturday, a Sunday or a public holiday in Singapore, Hong Kong and the PRC
“Call Option”	the right of each of UCWeb SG and Alipay SG to require SAC Finance to sell the Additional Shares to each of them in the respective proportions as set forth against its name in Table II in this announcement, on the terms and subject to the conditions contained in the Share Purchase Agreement

“Call Option Notice”	the notice in writing of the exercise of the Call Option to SAC Finance duly executed by or on behalf of UCWeb SG or Alipay SG
“Company”	Alibaba Pictures Group Limited, a company incorporated in Bermuda with limited liability and the Shares of which are listed on the Main Board of the Stock Exchange with stock code 1060, which also has a secondary listing on the Singapore Exchange Securities Trading Limited (stock code: S91)
“connected person(s)”	has the meaning ascribed to this term under Chapter 14A of the Listing Rules
“Directors”	the directors of the Company
“Encumbrance”	any claim, charge, mortgage, lien, option, equity, power of sale, hypothecation, retention of title, right of pre-emption, right of first refusal or other third party right or security interest of any kind or an agreement, arrangement or obligation to create any of the foregoing
“First Closing”	the completion of the sale of the Relevant Shares pursuant to the terms of the Share Purchase Agreement
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“India”	Republic of India
“INR”	Indian Rupee, the lawful currency of India
“Joint Venture Agreement”	the joint venture agreement entered into among SAC Finance, UCWeb SG, Alipay SG and Wormhole SG on September 20, 2017, which will take effect upon First Closing and sets out the respective rights of SAC Finance, UCWeb SG and Alipay SG as shareholders of Wormhole SG
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Option”	the Call Option or the Put Option, as the case may be

“Option Period”	the period commencing on the date on which the last of the conditions as substantially set out in the section headed “Conditions Precedent to Exercise of Option” in this announcement is satisfied or waived and ending at 5:00 p.m. (Singapore time) on the date falling 20 Business Days following such date (or such other time or end date as the parties to the Share Purchase Agreement may agree in writing)
“Orbgen Technologies”	Orbgen Technologies Private Limited, a company incorporated in India and an indirect non-wholly-owned subsidiary of the Company
“Outbound Investment Filings”	confirmation from the Shanghai Free Trade Zone regarding the completion of the filing and registration with the Shanghai Free Trade Zone with respect to the transactions relating to Alipay SG contemplated by the Share Purchase Agreement and completion of the relevant process with the competent local branch of the State Administration of Foreign Exchange in connection with Alipay SG’s payment of the relevant closing amount in accordance with the terms of the Share Purchase Agreement
“PRC”	the People’s Republic of China, and for the purpose of this announcement, excluding Hong Kong, the Macao Special Administrative Region and Taiwan
“Put Option”	the right of SAC Finance to require each of UCWeb SG and Alipay SG to purchase the Additional Shares from SAC Finance in the respective proportions as set forth against its name in Table II in this announcement, on the terms and subject to the conditions of the Share Purchase Agreement
“Put Option Notice”	the notice in writing of the exercise of the Put Option to UCWeb SG or Alipay SG (as the case may be) duly executed by or on behalf of SAC Finance
“Relevant Shares”	the shares of Wormhole SG to be purchased by each of UCWeb SG and Alipay SG in the respective proportions as set forth against its name in Table I in this announcement in accordance with the terms of the Share Purchase Agreement
“RMB”	Renminbi, the lawful currency of the PRC

“SAC Finance”	SAC Finance Company Limited, a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of the Company
“Second Closing”	the completion of the sale of the Additional Shares upon the exercise of the Put Option or the Call Option (as the case may be) pursuant to the terms of the Share Purchase Agreement
“Share Purchase Agreement”	the share purchase agreement entered into among SAC Finance, UCWeb SG and Alipay SG on September 20, 2017, pursuant to which SAC Finance has agreed to sell, and each of UCWeb SG and Alipay SG has agreed to purchase, the Relevant Shares and, if applicable, the Additional Shares, in the respective proportions as set forth against its name in Table I and Table II in this announcement
“Singapore”	Republic of Singapore
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“substantial shareholder”	has the meaning ascribed to this term under the Listing Rules
“Target Investment Agreement”	the share subscription, share purchase and shareholders’ agreement dated December 30, 2016 entered into by SAC Finance, Orbgen Technologies and certain other independent third parties in connection with SAC Finance’s investment in and holding of the equity interests of Orbgen Technologies, pursuant to which the payment consideration is payable by SAC Finance in two instalments (being an amount of RMB110 million for the first instalment paid in January 2017 and, subject to certain conditions, an amount of RMB10 million (i.e. the Balance Purchase Consideration) for the second instalment to be paid by January 2018), the entering into of such agreement did not constitute a notifiable transaction of the Company under Chapter 14 of the Listing Rules
“UCWeb Mobile”	UCWeb Mobile Private Limited, a company registered at Registrar of Companies of Delhi on November 20, 2012 and an indirect wholly-owned subsidiary of AGH

“UCWeb SG”	UCWeb Singapore Pte. Ltd., a company incorporated in Singapore and an indirect wholly-owned subsidiary of AGH
“USD” or “US\$”	United States dollars, the lawful currency of the United States of America
“Wormhole SG”	Wormhole Technology (Singapore) Private Limited, a company incorporated in Singapore on October 25, 2016 and an indirect wholly-owned subsidiary of the Company as at the date of this announcement
“%”	per cent.

** English name for identification purpose only*

On behalf of the Board
Alibaba Pictures Group Limited
Yu Yongfu
Chairman

Hong Kong, September 20, 2017

As at the date of this announcement, the Board comprises Mr. Yu Yongfu, Mr. Fan Luyuan and Ms. Zhang Wei, being the executive directors; Mr. Li Lian Jie and Mr. Shao Xiaofeng, being the non-executive directors; and Ms. Song Lixin, Mr. Tong Xiaomeng and Mr. Johnny Chen, being the independent non-executive directors.