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Alibaba Pictures Group Limited
阿里巴巴影業集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 1060)

NOTICE OF SPECIAL GENERAL MEETING

Notice is hereby given that a special general meeting (the “Meeting”) of Alibaba Pictures Group Limited (the “Company”) will be held at Prestige & Leadership Meeting Room, Regus Business Centre, 35/F Central Plaza, 18 Harbour Road, Wanchai, Hong Kong on Monday, February 16, 2015 at 10:00 a.m. to consider and, if thought fit, pass (with or without amendments) the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

1. To appoint PricewaterhouseCoopers as the new auditor of the Company and its subsidiaries, with immediate effect from the conclusion of the Meeting and to authorize the board of directors of the Company to fix its remuneration; and
2. To re-elect the following directors of the Company as directors:
 - (i) Mr. ZHANG Qiang;
 - (ii) Ms. SONG Lixin;
 - (iii) Mr. TONG Xiaomeng; and
 - (iv) Ms. ZHANG Yu.

By order of the Board
Alibaba Pictures Group Limited
Wong Lai Kin, Elsa
Company Secretary

Hong Kong, January 29, 2015

Registered Office:

Clarendon House, 2 Church Street
Hamilton HM 11
Bermuda

Head Office and Principal Place of Business:

26/F Tower One, Times Square
1 Matheson Street
Causeway Bay
Hong Kong

Notes:

1. Any member of the Company entitled to attend and vote at the Meeting is entitled to appoint another person as his proxy to attend and vote instead of him. A proxy need not be a member of the Company. A member who is the holder of two or more shares of the Company (the “Share(s)”) may appoint more than one proxy to represent him to attend and vote on his behalf.
2. Where there are joint registered holders of any Share, any one of such holders may vote at the Meeting, either personally or by proxy, in respect of such Share as if he was solely entitled thereto; but if more than one of such joint registered holders are present at the Meeting personally or by proxy, that one of such holders so present whose name stands first on the register of members of the Company in respect of the joint holding shall alone be entitled to vote in respect of such Share.
3. A form of proxy for the Meeting is enclosed. To be valid, the form of proxy, duly completed and signed in accordance with the instructions printed thereon, together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power of attorney, must be deposited at the office of the branch share registrar and transfer office of the Company in Hong Kong, Tricor Secretaries Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time fixed for holding the Meeting or any adjournment thereof. The completion and delivery of the form of proxy will not preclude you from attending and voting at the Meeting if you so wish.
4. All voting by the members of the Company at the Meeting shall be conducted by way of poll.

As at the date of this notice, the board of directors of the Company comprises Mr. Shao Xiaofeng, Mr. Liu Chunning and Mr. Zhang Qiang, being the executive directors, Mr. Li Lian Jie, being the non-executive director, and Ms. Song Lixin, Mr. Tong Xiaomeng and Ms. Zhang Yu, being the independent non-executive directors.