



CORPORATE GOVERNANCE

CODE OF ETHICS

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ALIBABA GROUP HOLDING LIMITED

ALIBABA GROUP CODE OF ETHICS

(Adopted on September 2, 2014 by the Board of Directors)

Introduction

This Alibaba Group Code of Ethics (the "Code") applies to all directors, officers and employees of Alibaba Group Holding Limited and its consolidated subsidiaries, including variable interest entities that are consolidated pursuant to United States generally accepted accounting principles (collectively, "Alibaba Group" or "Alibaba", and each a "Group Company"), whether such individuals work for Alibaba Group on a full-time, part-time, consultative, or temporary basis (including employees outsourced from employment agencies or other entities) (each, an "Employee" and collectively, "Employees").

Alibaba Group is committed to the highest standards of business conduct in our relationships with each other and with our users, customers and suppliers, shareholders and other business partners. This means that while we should conduct our business in accordance with Alibaba Group's values and all applicable laws and regulations, we should also conduct ourselves in accordance with the highest standards of business ethics. This Code provides an outline of the fundamental principles and key policies and procedures that govern the conduct of our business. Alibaba Group shall have the sole discretion to construe and interpret this Code.

In this Code, unless otherwise specified, the following terms shall have the following meanings:

- "Compliance Officer" means the person(s) in charge of the Internal Audit and Compliance Department and the Legal Department of Alibaba Group.
- "Related Alibaba Group Policies and Guidelines" means the relevant policies and guidelines listed in Appendix I to the Code, as amended or superseded, and other such policies and guidelines as may be adopted by Alibaba Group from time to time.

This Code contains general guidelines for conducting the business of Alibaba Group consistent with Alibaba Group's values and the highest standards of business ethics, and applicable laws, rules and regulations. To the extent this Code requires higher standards than those required by local commercial practice or applicable laws, rules or regulations, Alibaba Group adheres to these higher standards. To the extent any of the Related Alibaba Group Policies and Guidelines contain provisions that are more restrictive on Employees than the policies and guidelines contained in this Code, Employees

are expected to follow the Related Alibaba Group Policies and Guidelines.

Meeting Our Shared Obligations

Each Employee is responsible for knowing and understanding the policies and guidelines contained in this Code. Employees with questions are encouraged to ask them; Employees with ethical concerns are encouraged to raise them. The Compliance Officer (who is responsible for overseeing and monitoring compliance with this Code) and the other persons designated in this Code are available to answer Employee questions and provide guidance on how to comply with this Code, the Related Alibaba Group Policies and Guidelines and Alibaba Group's other standards of business conduct and how to report any suspected misconduct.

The conduct of all Employees should reflect Alibaba Group's values and promote a work environment that upholds and improves Alibaba Group's reputation for integrity and trust.

I. EMPLOYEES AND THE WORKPLACE

II. COMPLIANCE WITH LAW AND ETHICAL CONDUCT

III. RESPONSIBILITY TO ALIBABA GROUP

IV. IMPLEMENTATION OF THE CODE

Appendix I

2020 Investor Day



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