

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**FORM 144**

**NOTICE OF PROPOSED SALE OF SECURITIES  
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933**

**ATTENTION:** *Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.*

1 (a) NAME OF ISSUER <i>(Please type or print)</i>  <div style="text-align: center;">JD.com, Inc.</div>		(b) IRS IDENT. NO.  	(c) S.E.C. FILE NO.  <div style="text-align: center;">001-36450</div>	WORK LOCATION  								
1 (d) ADDRESS OF ISSUER  20th Floor, Building A		STREET No, 18 Kechuang 11 St, Yizhuang Economic and Technological Development Zone		CITY Beijing	STATE China	ZIP CODE 101111	(e) TELEPHONE NO. <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 20%;">AREA CODE</td> <td>NUMBER</td> </tr> <tr> <td style="text-align: center;">+86</td> <td style="text-align: center;">10-89110099</td> </tr> </table>		AREA CODE	NUMBER	+86	10-89110099
AREA CODE	NUMBER											
+86	10-89110099											
2 (a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD 1. Max Smart Limited 2. Qiangdong Liu		(b) RELATIONSHIP TO ISSUER Affiliate	(c) ADDRESS STREET 1. Vistra Corporate Services Centre, Wickhams Cay II, Road Town, Tortola, VG 1110, British Virgin Islands 2. Room 902, Unit 2, Building 3 courtyard 3, Sanyang North Street, Beijing, China					CITY 	STATE 	ZIP CODE 		

***INSTRUCTION:** The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.*

3 (a) Title of the Class of Securities To Be Sold	(b) Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities	SEC USE ONLY	(c) Number of Shares or Other Units To Be Sold <i>(See instr. 3(c))</i>	(d) Aggregate Market Value <i>(See instr. 3(d))</i>	(e) Number of Shares or Other Units Outstanding <i>(See instr. 3(e))</i>	(f) Approximate Date of Sale <i>(See instr. 3(f))</i> (MO. DAY YR.)	(g) Name of Each Securities Exchange <i>(See instr. 3(g))</i>
		Broker-Dealer File Number					
ADS (representing Class A ordinary shares)	UBS Securities LLC 1285 Avenue of the Americas New York, NY 10019		3,000,000	US\$268,380,000 as of Nov 23, 2021	1,336,860,000	Nov 24, 2021	NASDAQ
ADS (representing Class A ordinary shares)	The Core Securities Co., Ltd 28/F, 33 Des Voeux Road Central Central, Hong Kong		1,300,000	US\$116,298,000 as of Nov 23, 2021	1,336,860,000	Nov 24, 2021	NASDAQ

**INSTRUCTIONS:**

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| 1. (a) Name of issuer<br>(b) Issuer's I.R.S. Identification Number<br>(c) Issuer's S.E.C. file number, if any<br>(d) Issuer's address, including zip code<br>(e) Issuer's telephone number, including area code<br><br>2. (a) Name of person for whose account the securities are to be sold<br>(b) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)<br>(c) Such person's address, including zip code | 3. (a) Title of the class of securities to be sold<br>(b) Name and address of each broker through whom the securities are intended to be sold<br>(c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)<br>(d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice<br>(e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer<br>(f) Approximate date on which the securities are to be sold<br>(g) Name of each securities exchange, if any, on which the securities are intended to be sold |
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Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

OMB APPROVAL
OMB Number: 3235-0101
Expires: July 31, 2023
Estimated average burden hours per response ..... 1.0
SEC USE ONLY
DOCUMENT SEQUENCE NO.
CUSIP NUMBER
WORK LOCATION

**TABLE I — SECURITIES TO BE SOLD**

*Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:*

Title of the Class	Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired (If gift, also give date donor acquired)	Amount of Securities Acquired	Date of Payment	Nature of Payment
1. Class B Ordinary Shares	Pre-IPO	Original issue of founder's shares prior to IPO in May 2014	JD.com, Inc.	6,000,000	Pre-IPO	N/A
2. Class A Ordinary Shares	Concurrent with date of sale	Exercise of stock option granted under the issuer's founders award	JD.com, Inc.	2,600,000	Concurrent with date of sale	Cash

**INSTRUCTIONS:**

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

**TABLE II — SECURITIES SOLD DURING THE PAST 3 MONTHS**

*Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.*

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
Please refer to Appendix				

**REMARKS:****INSTRUCTIONS:**

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Nov 24, 2021

DATE OF NOTICE

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION, IF RELYING ON RULE 10B5-1

**ATTENTION:**

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

*[Signature]*  
(SIGNATURE)

**SIGN HERE**

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed.

Any copies not manually signed shall bear typed or printed signatures.

**ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)**

SEC1147 (08-07)

## Appendix

Name and Address of Seller	Title of Securities Sold (ADS)	Date of Sale	Amount of Securities Sold	Gross Proceeds (USD)
<b>Name of Seller:</b> Max Smart Limited <b>Address of Seller:</b> Vistra Corporate Services Centre, Wickhams Cay II, Road Town, Tortola, VG 1110, British Virgin Islands	JD.com, Inc	9 Sept 2021 (R144)	1,250,000	100,715,587.50
		19 Oct 2021 (10B5-1)	83,163	7,085,154.95
		20 Oct 2021 (10B5-1)	246,435	21,174,607.01
		22 Oct 2021 (10B5-1)	21,586	1,838,283.19
		12 Nov 2021 (10B5-1)	142,801	12,235,004.04
		15 Nov 2021 (10B5-1)	11,928	1,020,284.14
		16 Nov 2021 (10B5-1)	195,897	16,808,393.57
		17 Nov 2021 (10B5-1)	2,668	226,780.00
		18 Nov 2021 (10B5-1)	473,074	41,237,198.28
		19 Nov 2021 (10B5-1)	72,448	6,587,935.72
		19 Nov 2021 (10B5-1)	319,987	29,223,004.77
		22 Nov 2021 (10B5-1)	50,801	4,632,827.68
		23 Nov 2021 (10B5-1)	168,178	15,301,322.16

Total 3,038,966