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**FORTE 复地**

復地（集團）股份有限公司

**SHANGHAI FORTE LAND CO., LTD.\***

*(a sino-foreign joint stock limited company incorporated in the  
People's Republic of China with limited liability)*

**(Stock Code: 02337)**

**ANNOUNCEMENT IN RELATION TO**

**VOLUNTARY CONDITIONAL OFFER**

**BY STANDARD CHARTERED BANK (HONG KONG) LIMITED  
ON BEHALF OF FOSUN INTERNATIONAL LIMITED**

**FOR ALL THE ISSUED H SHARES IN**

**SHANGHAI FORTE LAND CO., LTD. (OTHER THAN THOSE  
ALREADY HELD BY FOSUN INTERNATIONAL LIMITED AND  
PARTIES ACTING IN CONCERT WITH IT)**

**VOLUNTARY CONDITIONAL OFFER**

**BY FOSUN INTERNATIONAL LIMITED**

**FOR ALL THE ISSUED DOMESTIC SHARES IN**

**SHANGHAI FORTE LAND CO., LTD. (OTHER THAN THOSE  
ALREADY HELD BY FOSUN INTERNATIONAL LIMITED AND  
PARTIES ACTING IN CONCERT WITH IT)**

**PROPOSED WITHDRAWAL OF LISTING OF  
SHANGHAI FORTE LAND CO., LTD.**

**Independent Financial Adviser to the Independent Board Committee**



**SOMERLEY LIMITED**

*\* For identification purpose only*

Reference is made to the composite document dated 25 February 2011 (the “**Composite Document**”) jointly issued by Shanghai Forte Land Co., Ltd. (“**Forte**”) and Fosun International Limited and the annual results announcement of Forte for the year ended 31 December 2010 dated 24 March 2011 (the “**Results Announcement**”). Unless otherwise defined, terms used in this announcement shall have the same meanings as defined in the Composite Document.

Somerley has reviewed and considered the Results Announcement and has confirmed that its opinion and recommendation in respect of the H Share Offer and the withdrawal of listing of the H Shares as contained in the Composite Document remains unchanged.

On this basis, the Independent Board Committee confirmed that its opinion and recommendation in respect of the H Share Offer and the withdrawal of listing of the H Shares as contained in the Composite Document remains unchanged.

By Order of the Board  
**SHANGHAI FORTE LAND CO., LTD.**  
**ZHANG HUA**  
*Chairman*

24 March 2011, Shanghai, the PRC

*The directors of Forte jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement, have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*

*As at the date of this announcement, the executive directors of Forte are Mr. Fan Wei, Mr. Zhang Hua and Mr. Wang Zhe; the non-executive directors are Mr. Guo Guangchang, Mr. Feng Xiekun and Mr. Chen Qiyu; and the independent non-executive directors are Mr. Charles Nicholas Brooke, Mr. Chen Yingjie, Mr. Zhang Hongming and Ms. Wang Meijuan.*