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**FOSUN 复星**  
**復星國際有限公司**  
**FOSUN INTERNATIONAL LIMITED**  
*(Incorporated in Hong Kong with limited liability)*  
**(Stock Code: 00656)**

**DISCLOSEABLE TRANSACTION  
SUPPLEMENTAL AGREEMENT  
IN RELATION TO  
THE DISPOSAL OF SHARES OF JINHUI LIQUOR**

Reference is made to the announcement of the Company dated 24 July 2023 in relation to the disposal of shares of Jinhui Liquor (the “**Previous Announcement**”). Unless otherwise defined in this announcement, capitalized terms used herein shall have the same meanings as those defined in the Previous Announcement. This announcement is made to provide further details in relation to the Disposal.

**INTRODUCTION**

On 24 July 2023, Yuyuan (an indirect subsidiary of the Company, as the Seller) entered into the Share Transfer Agreement with Jinan Tiesheng (as the Purchaser), pursuant to which the Seller has conditionally agreed to sell, and the Purchaser has conditionally agreed to purchase 25,363,000 shares of the Target Company for a total Consideration of RMB598,820,430 (subject to adjustment).

**SUPPLEMENTAL AGREEMENT**

On 21 August 2023, the Purchaser and the Seller entered into a supplemental agreement (the “**Supplemental Agreement**”) to amend and/or supplement the terms under the Share Transfer Agreement in relation to the Repurchase (as defined below), the Rights Maintenance Fee and the adjustments to the Consideration. The principal terms of the Supplemental Agreement are set out below:

## **Repurchase**

Pursuant to the Supplemental Agreement, both parties confirmed that during the period (the “**Transaction Period**”) starting from the date on which the Sale Shares are transferred to the securities account of the Purchaser and ending on the expiration date of 18 months from the date on which the Purchaser pays the first instalment of the Consideration or the second trading day after the Purchaser sells all the Sale Shares (the “**Expiration Date**”), the Purchaser will not sell the Sale Shares at a price lower than RMB21.6 per share of the Target Company (the “**Purchaser Disposal Price**”). Within two Business Days after 18 months from the date on which the Purchaser pays the first instalment of the Consideration, the Seller will repurchase the remaining Sale Shares (if any) held by the Purchaser at a price not lower than RMB21.6 per share of the Target Company, being the minimum transfer price of the shares of the Target Company pursuant to the listing rules of the Shanghai Stock Exchange (the “**Repurchase**”). The Purchaser will notify the Seller by email the total value of the Repurchase which is determined based on the result confirmed by both parties within one Business Day after 18 months from the date on which the Purchaser pays the first instalment of the Consideration. Since all applicable percentage ratios for the Repurchase are less than 5%, the obligation to Repurchase does not constitute a notifiable transaction of the Company and is not subject to any reporting and announcement requirements under Chapter 14 of the Listing Rules.

## **Rights Maintenance Fee and Adjustments to Consideration**

Pursuant to the Share Transfer Agreement, the Seller shall pay the Purchaser the Rights Maintenance Fee of RMB179,646,129 within one Business Day after the second instalment of the Consideration being paid by the Purchaser. The Rights Maintenance Fee is determined after arm’s length negotiations in order to enable the Seller to make adjustments to the Consideration. The Consideration shall be adjusted based on (1) the Consideration under the Share Transfer Agreement; (2) the price at which the Purchaser sells the Sale Shares during the Transaction Period; (3) the market value of the Sale Shares held by the Purchaser during the Transaction Period; and (4) the amount of dividends derived from the Sale Shares declared during the Transaction Period. Pursuant to the Supplemental Agreement, the Purchaser shall return the Rights Maintenance Fee in full to the Seller within three Business Days after the Expiration Date.

Pursuant to the Supplemental Agreement, the maximum adjustment amount to the Consideration to be paid by the Seller to the Purchaser (if any) (the “**Adjustment Amount**”) shall not exceed RMB50,979,630, which was determined after taking into account of the difference between the

average share price of the Target Company for 20 days prior to the execution date of the Share Transfer Agreement (i.e. RMB23.61 per share of the Target Company) and the Purchaser Disposal Price. The Adjustment Amount (if any) shall be payable by the Seller to the Purchaser within three Business Days after the Expiration Date.

Save for the amendments disclosed above, all other terms of the Share Transfer Agreement disclosed in the Previous Announcement remain valid and effective.

By Order of the Board  
**Fosun International Limited**  
**Guo Guangchang**  
*Chairman*

21 August 2023

*As at the date of this announcement, the executive directors of the Company are Mr. Guo Guangchang, Mr. Wang Qunbin, Mr. Chen Qiyu, Mr. Xu Xiaoliang, Mr. Gong Ping, Mr. Huang Zhen and Mr. Pan Donghui; the non-executive directors are Mr. Yu Qingfei, Mr. Li Shupeí and Mr. Li Fuhua; and the independent non-executive directors are Mr. Zhang Shengman, Mr. Zhang Huaqiao, Mr. David T. Zhang, Dr. Lee Kai-Fu and Ms. Tsang King Suen Katherine.*