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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 under the Companies Ordinance)

(Stock Code: 00656)

**INSIDE INFORMATION
AND
RESUMPTION OF TRADING**

This announcement is made by Fosun International Limited (the “**Company**”, together with its subsidiaries as “**Fosun**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The Company is in discussion with AXA Private Equity (“**AXA**”), Mr. Henri Giscard d’Estaing and Mr. Michel Wolfovski, all being independent third parties who are not connected with the Company, its subsidiaries or any of their respective directors, chief executive, and substantial shareholders or any of their respective associates, in relation to the formation of a joint venture (the “**Joint Venture**”) for a proposed tender offer for all the shares and securities to the share capital of Club Méditerranée (the “**Proposed Tender Offer**”).

If the Joint Venture is formed, it would constitute a discloseable transaction of the Company.

The making of the Proposed Tender Offer is subject to the entering into agreements between Fosun, AXA, Mr. Henri Giscard d’Estaing and Mr. Michel Wolfovski and the subscription of credit facilities.

As at the date of this announcement, no binding agreement has been entered into between the Company and any party for the Joint Venture and the Proposed Tender Offer.

A joint press release of the Company and AXA released today in France is set out below:

“AXA Private Equity and Fosun, the two main shareholders of Club Méditerranée, announce their intention to file in the next few days through an *ad hoc* company (the “**Offeror**”), a friendly tender offer on all the shares and securities giving access to the share capital of Club Méditerranée. They wished to involve the managers in this project.

The project of tender offer is made while Club Méditerranée has to enter a new phase of its development which requires a stabilized shareholding in order to be free from short-term constraints. AXA Private Equity and Fosun have decided to involve the managers of Club Méditerranée in order to implement a strategy in line with the difficult environment of tourism market in Europe, in particular in France.

In this context, an acceleration of the development strategy in the emerging countries as well as the strengthening of the market shares in mature markets are necessary. This development would be achieved mainly through organic growth with the opening of new villages and the consolidation of commercial actions on these markets.

This project would offer immediate liquidity to all of the shareholders of the company, valuing the upmarket repositioning of the group.

Dominique Gaillard, member of the executive committee of AXA Private Equity, indicated: *“We are very happy to support Club Méditerranée for this new step of its development. We have been working with the management for two years to accelerate its strategy worldwide. With this project, we wish to pursue this work in the long term, thanks to our international footprint and the support we provide to the management. I am convinced that together with Fosun and Club Méditerranée teams, we will position the group as a leader on all of its markets”*.

Jiannong Qian of Fosun added: *“The last three years have given us the opportunity to know and appreciate the company as well as the skills of its managers. I am convinced that together with AXA Private Equity and the current management, we have the means to face short-term uncertainties to support the development of Club Méditerranée, in particular in Asia, and consolidate its positions in Europe. Fosun will be a strong support to the development of Club Méditerranée”*.

The Offeror would propose to the securities holders of Club Méditerranée to tender their securities to the tender offer for a price of 17 euros per share and 19.23 euros (with coupon) per bond convertible in or exchangeable for new or existing shares (OCEANes) issued by Club Méditerranée.

The price of 17 euros per share would reflect a premium of 28.4% over the volume-weighted average price over one month.

In the event that the number of securities tendered to the offer would not exceed the threshold of 50% of the share capital and voting rights of the company, on a diluted basis, taking into account the securities currently held by AXA Private Equity, Fosun and Mr. Henri Giscard d'Estaing, the offer would lapse.

Should this tender offer be successful, the securities owned by AXA Private Equity, Fosun, and Mr. Henri Giscard d'Estaing (Michel Wolfovski does not own any securities) and representing approximately 19.33% of the outstanding share capital and 24.87% of the voting rights, as well as 7.5% of the outstanding OCEANes, would be contributed in-kind or sold to the Offeror, at the latest at the time of the settlement of the offer, on the basis of the offer price.

The Offeror reserves the right to require a squeeze-out of should it obtain 95% of Club Méditerranée securities following the offer.

Mr. Henri Giscard d'Estaing will continue to be CEO of Club Méditerranée and Mr. Michel Wolfovski will continue to be Deputy CEO. The governance of Club Méditerranée will more generally reflect the new controlling shareholding.

The offer will be financed on the one hand by AXA Private Equity, Fosun, Mr. Henri Giscard d'Estaing and Mr. Michel Wolfovski through (i) the contribution of their Club Méditerranée securities in exchange for an indirect stake in the Offeror and (ii) cash contributions, and on the other hand, through the subscription by the Offeror of credit facilities. AXA Private Equity and Fosun would indirectly hold the same percentage of shareholding in the Offeror, the balance being subscribed by the management team.

In addition to Mr. Henri Giscard d'Estaing and Mr. Michel Wolfovski who would be involved in the offer, a significant number of managers of the company would be given the opportunity to invest alongside AXA Private Equity and Fosun as from the settlement date or later on, on the basis of the offer price. In the event that the Offeror would hold 50.1% of the share capital of Club Méditerranée, the aggregate shareholding of the management (circa. 400 people) would represent an indirect shareholding of circa. 8% in the share capital of the Offeror (including circa. 1.6% of which for Mr. Henri Giscard d'Estaing and Mr. Michel Wolfovski), for a total investment of the management of circa. 8 million euros.

Should the offer be successful, a shareholders' agreement would be entered into between AXA Private Equity, Fosun, Mr. Henri Giscard d'Estaing and Mr. Michel Wolfovski (and then extended to all of the management) in order to organize the rules relating to the governance of the group and the transfer of securities and liquidity mechanisms of the common structure, with in particular a 4-year lock-up commitment of AXA Private Equity and Fosun. The management's lock-up commitment would last for a period at least equal to that applying to AXA Private Equity and Fosun.

The filing of the tender offer with the AMF remains in particular subject to the entering into of agreements between AXA Private Equity, Fosun, Mr. Henri Giscard d'Estaing and Mr. Michel Wolfovski and the subscription of credit facilities.”

As the formation of the Joint Venture may or may not materialize, shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.

Trading in the shares of the Company (the “**Shares**”) on the Stock Exchange was halted from 1:00 p.m. on 27 May 2013 at the request of the Company pending on the disclosure of this announcement. Application has been made by the Company for the resumption of trading in Shares on the Stock Exchange with effect from 9:00 a.m. on 28 May 2013.

A further announcement in respect of the formation of the Joint Venture will be made by the Company as and when necessary.

By Order of the Board
Fosun International Limited
Guo Guangchang
Chairman

Shanghai, the PRC, 27 May 2013

As at the date of this announcement, the executive directors of the Company are Mr. Guo Guangchang, Mr. Liang Xinjun, Mr. Wang Qunbin, Mr. Ding Guoqi, Mr. Qin Xuetang and Mr. Wu Ping; the non-executive director is Mr. Fan Wei; and the independent non-executive directors are Mr. Zhang Shengman, Mr. Andrew Y. Yan, Mr. Zhang Huaqiao and Mr. David T. Zhang.