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FOSUN 复星

FOSUN INTERNATIONAL LIMITED

*(Incorporated in Hong Kong with limited liability
under the Companies Ordinance)
(Stock Code: 00656)*

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)*

JOINT ANNOUNCEMENT

**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.

**IRREVOCABLE UNDERTAKING
IN FAVOUR OF THE H SHARE OFFER**

**Financial adviser to
Fosun International Limited**



Standard Chartered Bank (Hong Kong) Limited

* *For identification purpose only*

Reference is made to the announcement jointly issued by the Offeror and Forte on 25 February 2011 in relation to the Irrevocable Undertaking and the despatch of the Composite Document. Terms defined in the Composite Document shall have the same meanings herein unless the context requires otherwise.

IRREVOCABLE UNDERTAKING IN FAVOUR OF THE H SHARE OFFER

Pursuant to the Irrevocable Undertaking, Mr. Wong undertook to, within five Business Days following the despatch of the Composite Document (i.e. 4 March 2011), accept or procure the acceptance of the H Share Offer, in respect of all the H Shares owned by him as at the date of the Irrevocable Undertaking, and within five Business Days in respect of any H Shares of which he becomes the legal or beneficial owner thereafter. Mr. Wong has also undertaken to, within five Business Days following the despatch of the Composite Document, to complete and return or procure the completion and return of, relevant proxy form, in respect of all the H Shares owned by him as at the date of the Irrevocable Undertaking, and within five Business Days in respect of any H Shares of which he becomes the legal or beneficial owner thereafter and to vote in favour of any resolution proposed by Forte to approve the withdrawal of the listing of the H Shares from the Hong Kong Stock Exchange at any shareholding meeting. Mr. Wong requested for extension of the above period so that he could retain the flexibility to sell his H Shares and Fosun has agreed to the request. Fosun and Mr. Wong have entered into an agreement on 4 March 2011 pursuant to which the parties have agreed to extend the period for the acceptance or procurement of the acceptance of the H Share Offer in respect of all the H Shares owned by him as at the date of the Irrevocable Undertaking and in respect of any H Shares of which he becomes the legal or beneficial owner thereafter to 11 March 2011, and to extend the period for the completion and return or the procurement of the completion and return of the relevant proxy form in respect of all the H Shares owned by him as at the date of the Irrevocable Undertaking and in respect of any H Shares of which he becomes the legal or beneficial owner thereafter to 11 March 2011. The Irrevocable Undertaking does not restrict Mr. Wong from selling, transferring or otherwise disposing of all or any of the H Shares owned by him as at the date of the Irrevocable Undertaking or any H Shares of which he becomes the legal or beneficial owner thereafter. As of the date of this announcement, Mr. Wong

holds 52,450,000 H Shares (excluding the interest of his spouse), representing approximately 7.19% of the H Shares held by the Independent H Shareholders, approximately 4.97% of the total H Shares and approximately 2.07% of the total Forte Shares.

By Order of the Board
Fosun International Limited
Guo Guangchang
Chairman

By Order of the Board
Shanghai Forte Land Co., Ltd.
Zhang Hua
Chairman

Shanghai, the PRC, 4 March 2011

The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this announcement other than those relating to Forte, and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement, other than those expressed by Forte 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.

The directors of Forte jointly and severally accept full responsibility for the accuracy of the information contained in this announcement relating to Forte, and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement, other than those expressed by the Offeror, 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 the Offeror are Mr. Guo Guangchang, Mr. Liang Xinjun, Mr. Wang Qunbin, Mr. Fan Wei, Mr. Ding Guoqi, Mr. Qin Xuetang and Mr. Wu Ping; the non-executive director is Mr. Liu Benren; and the independent non-executive directors are Dr. Chen Kaixian, Mr. Zhang Shengman and Mr. Andrew Y. Yan.

At 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.