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# **FOSUNPHARMA** **复星医药**

上海復星醫藥（集團）股份有限公司

**Shanghai Fosun Pharmaceutical (Group) Co., Ltd.\***

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

**(Stock Code: 02196)**

## **VOLUNTARY ANNOUNCEMENT** **INCREASE IN SHAREHOLDING BY A CONTROLLING SHAREHOLDER**

This announcement is made on a voluntary basis by Shanghai Fosun Pharmaceutical (Group) Co., Ltd.\* (the “**Company**”).

References are made to the announcements of the Company dated 9 May 2017, 10 May 2017, 11 May 2017, 23 May 2017, 24 May 2017 and 31 May 2017 (the “**Announcements**”) in relation to, among other things, Shanghai Fosun High Technology (Group) Company Limited\* (上海復星高科技(集團)有限公司) (“**Fosun Group**”), the controlling shareholder of the Company, acquired additional A shares (the “**A Shares**”) and H shares (the “**H Shares**”) of the Company. Unless otherwise specified, capitalized terms used herein shall have the same meaning ascribed to them in the Announcements.

On 26 June 2017, the Company was notified by Fosun Group that it has acquired certain amount of H Shares of the Company via the Shanghai-Hong Kong Stock Connect trading system of the Shanghai Stock Exchange on 26 June 2017 (the “**Shareholding Increase**”), the details of which are as follows:

### **I. THE SHAREHOLDING INCREASE**

On 26 June 2017, Fosun Group acquired through the Shanghai-Hong Kong Stock Connect trading system of the Shanghai Stock Exchange an aggregate number of 503,500 H Shares at the average purchase price of approximately HK\$30.20 per H Share. The aggregate number of H Shares purchased under the Shareholding Increase represents approximately 0.10% of the total number of H Shares in issue as at the date of the announcement (i.e. 483,940,500 shares) and approximately 0.02% of the total issued shares of the Company as at the date of the announcement (i.e. 2,495,131,045 shares, same as below). The total purchase price thereof is approximately RMB13.30 million calculated based on the middle exchange rates for Hong Kong dollars to Renminbi as announced by the People's Bank of China as at the date of the Shareholding Increase. Prior to the Shareholding Increase, Fosun Group directly held 941,200,708 shares of the Company (including 933,294,708 A Shares and 7,906,000 H Shares), representing approximately 37.72% of the total issued shares of the Company as at the date of this announcement. After the Shareholding

Increase, Fosun Group holds 941,704,208 shares of the Company (including 933,294,708 A Shares and 8,409,500 H Shares), representing approximately 37.74% of the total issued shares of the Company as at the date of this announcement.

## **II. PLAN FOR FUTURE SHAREHOLDING INCREASE**

Fosun Group proposes to increase its shareholding in the Company (including A Shares and/or H Shares) on the secondary market by itself and parties acting in concert with it within 12 months commencing from 9 May 2017 (inclusive), if and where appropriate, for an aggregate amount of not less than RMB70 million and the increased shareholding percentage in aggregate shall not exceed 2% of total issued shares of the Company before the placing of H Shares by the Company (the “**Placing of H Shares**”) (i.e. 2,414,474,545 shares, same as below). The detailed plan (including but not limited to the specific amount and number of shares of the shareholding increase) shall be determined based on the market conditions and the Company’s share price.

As at the close of trading hours on 26 June 2017, Fosun Group has increased its shareholding of the Company for an aggregate amount equivalent to approximately RMB107.83 million, of which the aggregate number of shares acquired is 3,992,428 shares (including 755,928 A Shares and 3,236,500 H Shares), represents approximately 0.17% of the total number of issued shares of the Company before the Placing of H Shares.

- III.** The Shareholding Increase complies with the provisions of the Securities Law of the People’s Republic of China and other applicable laws, regulations, department regulations and the relevant rules of Shanghai Stock Exchange and The Stock Exchange of Hong Kong Limited.
- IV.** Fosun Group undertakes that it and the parties acting in concert with it will not reduce its shareholding in the Company during the implementation of the increase in shareholding and within the statutory restricted period.
- V.** The Company will continue to pay attention to the situation regarding the shareholding increase in the Company of Fosun Group and parties acting in concert with it and make timely disclosure of the relevant information pursuant to the relevant regulations including without limitation to the Listing Rules of Shanghai Stock Exchange, Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, Measures for the Administration of the Takeover of Listed Companies and Guidelines for the Increase in Shareholdings by Shareholders of Listed Companies and Persons Acting in Concert with Such Shareholders of Shanghai Stock Exchange.

By order of the Board  
**Shanghai Fosun Pharmaceutical (Group) Co., Ltd.\***  
**Chen Qiyu**  
*Chairman*

Shanghai, the People’s Republic of China  
26 June 2017

*As at the date of this announcement, the executive directors of the Company are Mr. Chen Qiyu, Mr. Yao Fang and Mr. Wu Yifang; the non-executive directors of the Company are Mr. Guo Guangchang, Mr. Wang Qunbin, Ms. Kang Lan and Mr. Wang Can, and the independent non-executive directors of the Company are Mr. Cao Huimin, Mr. Jiang Xian, Dr. Wong Tin Yau Kelvin and Mr. Wai Shiu Kwan Danny.*

*\* for identification purposes only*