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FOSUN PHARMA

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)

CONNECTED TRANSACTION ENTERING INTO THE CAPITAL INCREASE AGREEMENT

THE CAPITAL INCREASE AGREEMENT

The Board is pleased to announce that, on 23 September 2022, Fosun Health, a subsidiary of the Company, entered into the Capital Increase Agreement with the Target and Xingshuangjian Investment, Fosun Health Holding and Zhuoye Health in relation to the Capital Increase in the Target, pursuant to which Fosun Health proposed to make capital contribution in cash in the amount of RMB15 million to subscribe for additional registered capital of the same amount in the Target.

Before the Capital Increase, the Company, through Fosun Health, holds approximately 50.2150% of equity interest in the Target and the Target is a subsidiary of the Company. Upon completion of the Capital Increase, the equity interest in the Target held by the Company, through Fosun Health, will increase to approximately 57.5363% and the Target will remain a subsidiary of the Company.

IMPLICATIONS UNDER THE HONG KONG LISTING RULES

As at the date of this announcement, Xingshuangjian Investment and Fosun Health Holding are subsidiaries of Fosun High Tech, the controlling shareholder of the Company. Accordingly, Xingshuangjian Investment and Fosun Health Holding are associates of Fosun High Tech and connected persons of the Company. In addition, as Fosun High Tech, through Xingshuangjian Investment and Fosun Health Holding, holds a total of approximately 48.2450% equity interest in the Target, the Target is a connected subsidiary and hence and a connected person of the Company. The transactions contemplated under the Capital Increase Agreement therefore constitute a connected transaction of the Company under Chapter 14A of the Hong Kong Listing Rules.

Given the relevant parties to the Capital Increase Agreement and the relevant parties to the Previous Connected Transactions are all associated with Fosun High Tech and/or its associates, the transactions contemplated under the Capital Increase Agreement shall be aggregated with the Previous Connected Transactions pursuant to Rule 14A.81 of the Hong Kong Listing Rules. As the relevant percentage ratios in respect of the transactions contemplated under the Capital Increase Agreement and the Previous Connected Transactions are, on an aggregate basis, more than 0.1% but all less than 5%, the transactions contemplated under the Capital Increase Agreement are subject to the reporting and announcement requirements, but are exempted from the independent shareholders' approval requirement under Chapter 14A of the Hong Kong Listing Rules.

THE CAPITAL INCREASE AGREEMENT

The Board is pleased to announce that, on 23 September 2022, Fosun Health, a subsidiary of the Company, entered into the Capital Increase Agreement with the Target and Xingshuangjian Investment, Fosun Health Holding and Zhuoye Health in relation to the Capital Increase in the Target, pursuant to which Fosun Health proposed to make capital contribution in cash in the amount of RMB15 million to subscribe for additional registered capital of the same amount in the Target. The principal terms of the Capital Increase Agreement are summarized below:

Date

23 September 2022

Parties

- (1) Fosun Health, a subsidiary of the Company
- (2) the Target
- (3) Xingshuangjian Investment, a subsidiary of Fosun High Tech, the controlling shareholder of the Company
- (4) Fosun Health Holding, a subsidiary of Fosun High Tech, the controlling shareholder of the Company
- (5) Zhuoye Health, a shareholding platform for the management of the Target

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, Zhuoye Health and its ultimate beneficial owners are Independent Third Parties. For further information on each party, please refer to the sections headed "Background and Shareholding Structure of the Target" and "Information on the Group and the other parties to the Capital Increase Agreement" below in this announcement.

The Capital Increase

Pursuant to the Capital Increase Agreement, the Target will increase its registered capital by RMB15 million, all of which will be subscribed by Fosun Health in cash, while Xingshuangjian Investment, Fosun Health Holding and Zhuoye Health, the rest of existing shareholders of the Target, will waive their respective preemptive rights in relation to all of such additional registered capital.

The above capital contribution amount shall be paid in one lump sum within 20 business days after the Capital Increase Agreement takes effect.

Fosun Health will settle the Capital Increase amount by its self-raised funds.

Basis of determination of the Capital Increase amount

Shanghai Zhuorui is a for-profit medical institution that provides one-stop health services for middle- and high-end patrons. It mainly provides medical services such as physical examination, general and specialist outpatient clinics by introducing domestic and foreign high-quality medical resources.

As at the date of this announcement (and before the Capital Increase), the total registered capital of the Target is RMB87 million, which has been paid in full. After the negotiation between parties to the Capital Increase Agreement, Fosun Health will make capital contribution in the amount of RMB15 million to subscribe for additional registered capital of the same amount in the Target.

An independent professional asset valuer assessed the value of the entire shareholders' interest in the Target as of 31 May 2022, being the valuation reference date. Considering the price-to-sales multiple (value of the entire shareholders' interest/sales) being one of the commonly-used valuation methods for for-profit medical institutions, the evaluation adopted the price-to-sales multiple as the value ratio of the market approach. A number of comparable companies in acquisition cases inquired in the open market, being for-profit medical institutions with similar model and scope of business with the Target, are referred to in the valuation and their details are follows:

Unit: RMB million

Comparable companies	Acquirers	Base date of transaction	Type of transaction	Pre-money Valuation corresponding to such transaction	Sales for the full year preceding the base date of transaction
Shenyang Xingqi	Xingqi Eye Medicine	31 July 2021	Equity acquisition	393	137.69
Taizhou Hospital	Shapuaisi	31 July 2020	Equity acquisition	502	172.29
Zhanjiang Aolide	Zhongsheng Pharmaceutical	30 September 2019	Equity acquisition	217	49.16

Note: data sourced from the public information in respect of the relevant acquirers.

The price-to-sales ratio of the relevant comparable companies are as follows:

	Shenyang Xingqi	Taizhou Hospital	Zhanjiang Aolide
Adjusted price-to-sales ratio ^{Note}	2.27	2.37	3.98
Average adjusted price-to-sales ratio		2.87	

Note: the adjustments to the price-to-sales ratio of the comparable companies have taken into account (among other things) the time of transaction, development stage, profitability, operating capacity, solvency, growth capacity, scope of business, etc.

The evaluation result for the value of the entire shareholders' equity of the Target

= Sales of the Target for the year 2021 * Average adjusted price-to-sales ratio

= 30.6215 × 2.87

= 87.88 (RMB million with rounding)

BACKGROUND AND SHAREHOLDING STRUCTURE OF THE TARGET

Shanghai Zhuorui, incorporated in the PRC in January 2018, is a for-profit medical institution that provides one-stop health services for middle- and high-end patrons. It mainly provides medical services such as physical examination, general and specialist outpatient clinics by introducing domestic and foreign high-quality medical resources.

The table below sets out the shareholding structure of the Target immediately before and after the Capital Increase:

Unit: RMB million

Shareholders	Immediately before completion of the Capital Increase		Immediately after completion of the Capital Increase	
	Capital contribution	Shareholding percentage	Capital contribution	Shareholding percentage
Fosun Health	43.687050	50.2150%	58.687050	57.5363%
Xingshuangjian Investment	20.986575	24.1225%	20.986575	20.5751%
Fosun Health Holding	20.986575	24.1225%	20.986575	20.5751%
Zhuoye Health	1.339800	1.5400%	1.339800	1.3135%
Total	<u>87.000000</u>	<u>100%</u>	<u>102.000000</u>	<u>100.0000%</u>

Note: the shareholding percentages in the above table are listed by rounding, and the actual shareholding percentages are subject to the industrial and commercial change registration.

Set out below is the related audited financial information of Shanghai Zhuorui for the two financial years ended 31 December 2021:

Unit: RMB million

	For the year ended	
	31 December	31 December
	2021	2020
Net profit/(loss) before taxation	(27.0)	(28.2)
Net profit/(loss) after taxation	(27.0)	(28.2)

As at 31 May 2022, the audited total assets and audited net assets of Shanghai Zhuorui amounted to RMB90.5 million and RMB3.0 million respectively.

REASONS FOR AND THE BENEFITS OF ENTERING INTO THE CAPITAL INCREASE AGREEMENT

Shanghai Zhuorui, incorporated in the PRC in January 2018, is a for-profit medical institution that provides one-stop health services for middle- and high-end patrons. It mainly provides medical services such as physical examination, general and specialist outpatient clinics by introducing domestic and foreign high-quality medical resources, and its business is still in an early developmental stage. The completion of the Capital Increase provides additional capital which will support Shanghai Zhuorui's daily operations and facilitate its business expansion.

Upon completion of the Capital Increase, the equity interest in the Target held by the Company, through Fosun Health, will increase from approximately 50.2150% to approximately 57.5363% and the Target will remain a subsidiary of the Company.

The Directors (including the independent non-executive Directors) are of the view that the terms of the Capital Increase Agreement are on normal commercial terms that are fair and reasonable, and Fosun Health's investment in the Target is in the ordinary course of the Group's business, and is in the interest of the Company and its Shareholders as a whole.

Mr. Wang Kexin, Ms. Guan Xiaohui, Mr. Chen Qiyu, Mr. Yao Fang, Mr. Xu Xiaoliang and Mr. Pan Donghui, being Directors who currently take up certain positions in Fosun International and/or its subsidiaries (other than the Group), abstained from voting on the resolution of the Board in respect of the entering into of the Capital Increase Agreement as referred to above. The remaining 6 Directors (including 4 independent non-executive Directors) participated in the voting and approved the relevant resolutions(s) unanimously.

INFORMATION ON THE GROUP AND THE OTHER PARTIES TO THE CAPITAL INCREASE AGREEMENT

The Group

The Group is a leading pharmaceutical and healthcare industry group in China and principally engaged in pharmaceutical manufacturing, medical devices and medical diagnosis, healthcare services and pharmaceutical distribution and retail.

Fosun Health

Fosun Health is a company established in the PRC with limited liability and is a subsidiary of the Company. It is principally engaged in technology development, technology consulting, technology services and technology transfer in the area of health technology, the investment in medical and healthcare industry and its related areas, including the pharmaceutical and healthcare industry and pharmaceutical and educational industry, performance of the hospital management as entrusted by medical and healthcare institutions and provision of hospital management consultancy (except brokerage).

Xingshuangjian Investment

Xingshuangjian Investment is a company established in the PRC with limited liability and is a subsidiary of Fosun High Tech, the controlling shareholder of the Company. Its principal business includes investment management, asset management, industrial investment, consultancies for investment, corporate management, business information and real estate (all such consultancies shall exclude agencies), financial consultancy (excluding engagement in agency bookkeeping), health management consultancy (excluding engagement in diagnosis and treatment activities, psychological consultancy), marketing planning, conference services, and property management.

Fosun Health Holding

Fosun Health Holding is a company established in the PRC with limited liability and is a subsidiary of Fosun High Tech, the controlling shareholder of the Company. Its principal business includes health industry investment management, health management consultancy, pension industry investment management, business consulting, market information consultancy and surveys (excluding engagement in social surveys, social research, public opinion surveys, public opinion polls), e-commerce (excluding engagement in financial business).

Fosun High Tech

Fosun High Tech is a company established in the PRC with limited liability, and is the controlling shareholder of the Company and a wholly-owned subsidiary of Fosun International, whose shares are listed on the Main Board of the Hong Kong Stock Exchange (stock code: 00656). Fosun International is a global innovation-driven consumer group dedicated to providing high-quality products and services for families around the world in Health, Happiness, Wealth and Intelligent Manufacturing segments.

Zhuoye Health

Zhuoye Health is a limited partnership established in the PRC and a shareholding platform for the management of Shanghai Zhuorui. As at the date of this announcement, its general partner, Mr. Zhang Ninghua, holds 94.64% of the assets of Zhuoye Health; and its limited partner, Ms. Qin Rujie, holds 5.36% of the assets of Zhuoye Health. Its sole asset is its investment in the Target.

IMPLICATIONS UNDER THE HONG KONG LISTING RULES

As at the date of this announcement, Xingshuangjian Investment and Fosun Health Holding are subsidiaries of Fosun High Tech, the controlling shareholder of the Company. Accordingly, Xingshuangjian Investment and Fosun Health Holding are associates of Fosun High Tech and connected persons of the Company. In addition, as Fosun High Tech, through Xingshuangjian Investment and Fosun Health Holding, holds a total of approximately 48.2450% equity interest in the Target, the Target is a connected subsidiary and hence a connected person of the Company. The transactions contemplated under the Capital Increase Agreement therefore constitute a connected transaction of the Company under Chapter 14A of the Hong Kong Listing Rules.

Given the relevant parties to the Capital Increase Agreement and the relevant parties to the Previous Connected Transactions are all associated with Fosun High Tech and/or its associates, the transactions contemplated under the Capital Increase Agreement shall be aggregated with the Previous Connected Transactions pursuant to Rule 14A.81 of the Hong Kong Listing Rules. As the relevant percentage ratios in respect of the transactions contemplated under the Capital Increase Agreement and the Previous Connected Transactions are, on an aggregate basis, more than 0.1% but all less than 5%, the transactions contemplated under the Capital Increase Agreement are subject to the reporting and announcement requirements, but are exempted from the independent shareholders' approval requirement under Chapter 14A of the Hong Kong Listing Rules.

DEFINITIONS

In this announcement, unless the context requires otherwise, the following expressions shall have the following meanings:

“%”	per cent.
“A Share(s)”	the domestic share(s) of the Company with a nominal value of RMB1 each, which are listed on the Shanghai Hong Kong Stock Exchange and traded in RMB
“Board”	the board of Directors of the Company
“Capital Increase”	the capital contribution by Fosun Health in the amount of RMB15 million to subscribe for additional registered capital of RMB15 million in the Target pursuant to the Capital Increase Agreement

“Capital Increase Agreement”	the agreement entered into on 23 September 2022 among Fosun Health, Xingshuangjian Investment, Fosun Health Holding, Zhuoye Health and the Target in relation to, among other things, the capital increase in the Target
“Company”	Shanghai Fosun Pharmaceutical (Group) Co., Ltd.* (上海復星醫藥(集團)股份有限公司), a joint stock company established in the PRC with limited liability, the H Shares and A Shares of which are listed and traded on the Main Board of the Hong Kong Stock Exchange and the Shanghai Stock Exchange, respectively
“connected person(s)”	shall have the meaning ascribed to it under the Hong Kong Listing Rules
“controlling shareholder”	shall have the meaning ascribed to it under the Hong Kong Listing Rules
“Dalian Fund Partnership Agreement”	the partnership agreement dated 7 January 2022 entered into among Dalian Fujian Xingweilai Venture Capital Investment Management Partnership (Limited Partnership)* (大連復健星未來創業投資管理合夥企業(有限合夥)), Ningbo Fuying Investment Co., Ltd.* (寧波復瀛投資有限公司), Fosun High Tech, Dalian Rongda Investment Co., Ltd.* (大連融達投資有限責任公司) and Dalian Lvshunkou District State-owned Assets Investment Group Co., Ltd.* (大連市旅順口區國有資本投資運營集團有限公司) (as supplemented by a supplemental agreement of even date) in relation to the formation of Dalian Xingweilai Venture and Innovation Fund Partnership (Limited Partnership)* (大連星未來創業創新基金合夥企業(有限合夥))
“Dalian Partnership Agreement”	the partnership agreement dated 24 November 2021 entered into among Shanghai Fujian Equity Investment Fund Management Company Limited* (上海復健股權投資基金管理有限公司), the Company, Fosun High Tech and Ningbo Xingyao Furui Corporate Management Partnership (Limited Partnership)* (寧波星曜復瑞企業管理合夥企業(有限合夥)) in relation to the formation of Dalian Fujian Xingweilai Venture Capital Investment Management Partnership (Limited Partnership)* (大連復健星未來創業投資管理合夥企業(有限合夥))
“Director(s)”	director(s) of the Company
“FMH Share Transfer Agreement”	The equity transfer agreement dated 9 December 2021 entered into between Fosun Industrial Co., Limited and Windgothenburg (HK) Limited in relation to the acquisition of 45% equity interest in Fosun Medical Holdings AB held by Windgothenburg (HK) Limited

“Fosun Health”	Shanghai Fosun Health Technology (Group) Co., Ltd.* (上海復星健康科技(集團)有限公司) (formerly known as Shanghai Fosun Healthcare (Group) Co., Ltd.* (上海復星醫療(集團)有限公司)), a company established in the PRC with limited liability and a subsidiary of the Company
“Fosun Health Holding”	Shanghai Fosun Health Industry Holding Company Limited* (上海復星健康產業控股有限公司)
“Fosun High Tech”	Shanghai Fosun High Technology (Group) Company Limited* (上海復星高科技(集團)有限公司), a company established in the PRC with limited liability, a subsidiary of Fosun International and the controlling shareholder of the Company
“Fosun International”	Fosun International Limited (復星國際有限公司), whose shares are listed and traded on the Hong Kong Stock Exchange (stock code: 00656)
“Futuo Equity Transfer Agreement”	the equity transfer agreement dated 29 July 2022 entered into between the Company and Fosun Health Holding in respect of the acquisition of 49% equity interest in Shanghai Futuo Biotech Development Co., Ltd.* (上海復拓生物科技發展有限公司) held by Fosun Health Holding
“Fuyun Health Capital Increase Agreement”	The capital increase agreement dated 12 August 2022 entered into between Fosun Health, Ningbo Fuji Medical Technology Co., Ltd.* (寧波復技醫療科技有限公司), Hainan Yunzhi Technology Partnership (Limited Partnership)* (海南雲志科技合夥企業(有限合夥)), Shanghai Fuyun Health Technology Co., Ltd.* (上海復雲健康科技有限公司) and its shareholder Fosun High Tech in relation to, among other things, the capital increase in Shanghai Fuyun Health Technology Co., Ltd.* (上海復雲健康科技有限公司)
“Group”	the Company and its subsidiaries
“H Share(s)”	the overseas listed share(s) of the Company with a nominal value of RMB1 each, which are listed on the Hong Kong Stock Exchange and traded in Hong Kong dollar
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange
“Hong Kong Stock Exchange”	The Hong Kong Stock Exchange of Hong Kong Limited

“Independent Third Party(ies)”	a party(ies) independent of the Company and its connected person(s)
“PRC”	the People’s Republic of China, which, for the purpose of this announcement, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Previous Connected Transactions”	the transactions contemplated under the Xingchen Joint Venture Agreement, Shenzhen Fosun Health ETAs, Suzhou Partnership Agreement, Dalian Partnership Agreement, Tianjin Xingyao Capital Reduction Agreement, FMH Share Transfer Agreement, Xingchuang Equity Transfer Agreement, Zhuorui Capital Increase Agreement, Dalian Fund Partnership Agreement, Suzhou Xingsheng Yuanfeng Partnership Agreement, Xingmai Capital Increase Agreement, Xingmai Reorganisation, Futuo Equity Transfer Agreement and Fuyun Health Capital Increase Agreement
“RMB”	Renminbi, the lawful currency of the PRC
“Shapuaisi”	Zhejiang Shapuaisi Pharmaceutical Co., Ltd.* (浙江莎普愛思藥業股份有限公司), whose shares are listed and traded on the Shanghai Stock Exchange (stock code: 603168)
“Share(s)”	A Share(s) and H Share(s)
“Shareholder(s)”	holder(s) of the Share(s)
“Shenyang Xingqi”	Shenyang Xingqi Eye Hospital Co., Ltd.* (瀋陽興齊眼科醫院有限公司)
“Shenzhen Fosun Health ETAs”	the equity transfer agreements dated 26 October 2021 entered into between Fosun Health and each of Fosun High Tech, Shanghai Youle Information Technology Company Limited* (上海有叻信息科技有限公司) and Foshan Fosun Chancheng Hospital Limited* (佛山復星禪誠醫院有限公司), respectively, in relation to, among other things, the acquisition of 28.2373% and 8.3051% equity interest in Shenzhen Fosun Health Information Technology Co., Ltd.* (深圳復星健康信息科技有限公司) held by Fosun High Tech and Shanghai Youle Information Technology Company Limited* (上海有叻信息科技有限公司), respectively

“Suzhou Partnership Agreement”	the partnership agreement dated 26 October 2021 entered among Shanghai Fujian Equity Investment Fund Management Company Limited* (上海復健股權投資基金管理有限公司), the Company, Fosun High Tech and Suzhou Xingsheng Health Industry Management Partnership (Limited Partnership)* (蘇州星盛健康產業管理合夥企業(有限合夥)) in relation to the formation of Suzhou Xingsheng Fuying Corporate Management Partnership (Limited Partnership)* (蘇州星盛復盈企業管理合夥企業(有限合夥))
“Suzhou Xingsheng Yuanfeng Partnership Agreement”	the partnership agreement dated 24 January 2022 entered into among Suzhou Xingsheng Fuying Corporate Management Partnership (Limited Partnership)* (蘇州星盛復盈企業管理合夥企業(有限合夥)), Ningbo Fuying Investment Co., Ltd.* (寧波復瀛投資有限公司), Fosun High Tech and Suzhou Tianshi Investment Guidance Fund (Limited Partnership)* (蘇州天使投資引導基金(有限合夥)) in relation to the formation of Suzhou Xingsheng Yuanfeng Venture and Investment Partnership (Limited Partnership)* (蘇州星盛園豐創業投資合夥企業(有限合夥))
“Taizhou Hospital”	Taizhou Women’s and Children’s Hospital Co., Ltd.* (泰州市婦女兒童醫院有限公司)
“Target” or “Shanghai Zhuorui”	Shanghai Zhuorui Integrated Outpatient Limited Company* (上海卓瑞綜合門診部有限公司), a company established in the PRC with limited liability and a subsidiary of the Company
“Tianjin Xingyao Capital Reduction Agreement”	the capital reduction agreement dated 9 December 2021 entered into among the Company, Shanghai Fujian Equity Investment Fund Management Company Limited* (上海復健股權投資基金管理有限公司), Fosun High Tech, Tianjin Fuyao Business Management Partnership (Limited Partnership)* (天津復曜商業管理合夥企業(有限合夥)) and Xingyao (Tianjin) Investment Management Partnership (Limited Partnership)* (星耀(天津)投資管理合夥企業(有限合夥)), pursuant to which all partners of Xingyao (Tianjin) Investment Management Partnership (Limited Partnership)* (星耀(天津)投資管理合夥企業(有限合夥)) agreed to reduce the capital contribution in proportion to their respective partnership interest, and each partner will withdraw 50% of their respective capital contribution

- “Xingchen Joint Venture Agreement” the joint venture agreement dated 11 October 2021 entered into between Fosun Health and Shanghai Forte Industrial Development Group Co., Ltd.* (上海復地產業發展集團有限公司) in relation to the formation of Suzhou Xingchen Children’s Hospital Co., Ltd.* (蘇州星辰兒童醫院有限公司)
- “Xingchuang Equity Transfer Agreement” the equity transfer agreement dated 9 December 2021 entered into between Fosun High Tech and Shanghai Fosun Pharmaceutical Industrial Development Co., Ltd.* (上海復星醫藥產業發展有限公司) in relation to the acquisition of a 87% equity interest in Shanghai Xingchuang Health Technology Co., Ltd.* (上海星創健康科技有限公司) held by Fosun High Tech
- “Xingmai Capital Increase Agreement” the capital increase agreement dated 24 January 2022 entered into among Shanghai Fosun Pharmaceutical Industrial Development Co., Ltd.* (上海復星醫藥產業發展有限公司), Shanghai Xingmai Information Technology Co., Ltd.* (上海杏脈信息科技有限公司), Yadong Zhijian Information Technology Co., Ltd.* (亞東智健信息科技有限公司) and Ningbo Meishan Bonded Port Area Fumai Investment Management Partnership (Limited Partnership)* (寧波梅山保稅港區復脈投資管理合夥企業(有限合夥)) in relation to the proposed capital increase in Shanghai Xingmai Information Technology Co., Ltd.* (上海杏脈信息科技有限公司)
- “Xingmai Reorganisation” the equity transfer agreement dated 29 July 2022 entered into among Shanghai Fosun Pharmaceutical Industrial Development Co., Ltd.* (上海復星醫藥產業發展有限公司) and Yadong Zhijian Information Technology Co., Ltd.* (亞東智健信息科技有限公司) in relation to the acquisition of registered capital of RMB55 million in Shanghai Xingmai Information Technology Co., Ltd.* (上海杏脈信息科技有限公司) held by Yadong Zhijian Information Technology Co., Ltd.* (亞東智健信息科技有限公司); and the agreement dated 29 July 2022 entered into, among others, among Shanghai Fosun Pharmaceutical Industrial Development Co., Ltd.* (上海復星醫藥產業發展有限公司) GongQingcheng Qixin Equity Investment Partnership (Limited Partnership)* (共青城祺信股權投資合夥企業(有限合夥)), Shanghai Anting Industrial Development Company Limited* (上海安亭實業發展有限公司) and Shanghai Xingmai Information Technology Co., Ltd.* (上海杏脈信息科技有限公司) in relation to, among other things, the capital increase in Shanghai Xingmai Information Technology Co., Ltd.* (上海杏脈信息科技有限公司)

“Xingqi Eye Medicine”	Shenyang Xingqi Eye Medicine Co., Ltd.* (瀋陽興齊眼藥股份有限公司), whose shares are listed and traded on the Shenzhen Stock Exchange (stock code: 300573)
“Xingshuangjian Investment”	Shanghai Xingshuangjian Investment Management Co., Ltd.* (上海星雙健投資管理有限公司)
“Zhanjiang Aolide”	Zhanjiang Aolide Vision Optical Center Co., Ltd.* (湛江奧理德視光學中心有限公司)
“Zhongsheng Pharmaceutical”	Guangdong Zhongsheng Pharmaceutical Co., Ltd.* (廣東眾生藥業股份有限公司), whose shares are listed and traded on the Shenzhen Stock Exchange (stock code: 002317)
“Zhuorui Capital Increase Agreement”	the capital increase agreement dated 28 December 2021 entered into among Fosun Health, Xingshuangjian Investment, Fosun Health Holding and Shanghai Zhuorui in relation to the capital increase in Shanghai Zhuorui
“Zhuoye Health”	Shanghai Zhuoye Health Management Consulting Partnership (Limited Partnership)* (上海卓也健康管理諮詢合夥企業(有限合夥)), a limited partnership established in the PRC and a shareholding platform for the management of Shanghai Zhuorui

By Order of the Board
Shanghai Fosun Pharmaceutical (Group) Co., Ltd.*
Wu Yifang
Chairman

Shanghai, the PRC
23 September 2022

As at the date of this announcement, the executive directors of the Company are Mr. Wu Yifang, Mr. Wang Kexin, Ms. Guan Xiaohui and Mr. Wen Deyong; the non-executive directors of the Company are Mr. Chen Qiyu, Mr. Yao Fang, Mr. Xu Xiaoliang and Mr. Pan Donghui; and the independent non-executive directors of the Company are Ms. Li Ling, Mr. Tang Guliang, Mr. Wang Quandi and Mr. Yu Tze Shan Hailson.

* For identification purpose only