

This announcement must be read in conjunction with the Offer to Purchase, and does not constitute an offer to sell or the solicitation of an offer to purchase any securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. The Offer to Purchase contains important information which must be read carefully before any decision is made with respect to the Offer described in this announcement. No securities may be offered or sold in the United States absent registration or an applicable exemption from registration requirements. Any public offering of securities to be made in the United States will be made by means of a prospectus. Such prospectus will contain detailed information about the company making the offer, management, as well as financial statements. No public offer of securities is to be made by the Issuer in the United States.

THIS ANNOUNCEMENT IS NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN OR INTO THE UNITED STATES OR TO U.S. PERSONS OR TO ANY PERSON LOCATED OR RESIDENT IN THE UNITED STATES OR IN OR INTO ANY JURISDICTION WHERE IT IS UNLAWFUL TO RELEASE, PUBLISH OR DISTRIBUTE THIS DOCUMENT.

FORTUNE STAR (BVI) LIMITED

(incorporated with limited liability under the laws of the British Virgin Islands)

OFFER TO PURCHASE FOR CASH BY FORTUNE STAR (BVI) LIMITED OF ITS OUTSTANDING 5.25% SENIOR NOTES DUE 2022 (ISIN:XS1581103428; Common Code:158110342)

Fortune Star (BVI) Limited is making an offer to purchase for cash of the Notes, upon the terms and subject to the conditions set forth in the Offer to Purchase, up to the Maximum Acceptance Amount at the Purchase Price (the “**Offer**”). The Notes are guaranteed by Fosun International Limited (the “**Company**”).

Issuer	Description of the Notes	ISIN/ Common Code	Outstanding principal amount of the Notes	Purchase Price⁽¹⁾⁽²⁾	Expiration Deadline⁽³⁾
Fortune Star (BVI) Limited	5.25% Senior Notes due 2022	XS1581103428 /158110342	US\$1,189,416,000	US\$1,017.5	4:00 p.m. (London Time) on January 29, 2021

Notes:

- (1) Per US\$1,000 principal amount of the Notes accepted for purchase.
- (2) Excludes Accrued Interest.
- (3) Unless extended, re-opened, amended and/or terminated by the Issuer.

The Offer is being made as part of the Company’s policy to continue to proactively manage its balance sheet liabilities and optimize its debt structure.

Credit Suisse and Deutsche Bank are acting as the Dealer Managers and D.F. King is acting as the Information and Tender Agent in relation to the Offer.

Capitalized terms used but not defined in this announcement shall have the same meanings as those defined in the Offer to Purchase dated January 20, 2021.

Background

The Notes are listed on the SGX-ST. The SGX-ST assumes no responsibility for the correctness of any

of the statements made, opinions expressed or reports contained in this announcement. Approval in-principle from, admission to the Official List of, and listing and quotation of the Notes on, the SGX-ST are not to be taken as an indication of the merits of the Issuer or the Notes.

As of the date of this announcement, an aggregate principal amount of US\$1,189,416,000 of the Notes remain outstanding.

Fortune Star is making an offer to purchase for cash of the Notes, upon the terms and subject to the conditions set forth in the Offer to Purchase, up to the Maximum Acceptance Amount at the Purchase Price. As of the date of this announcement, Fortune Star has made available to the Eligible Holders the Offer to Purchase setting out, among other things, the terms and the New Issue Condition and other conditions of the Offer.

Fortune Star is conducting a Concurrent New Money Issuance. The Concurrent New Money Issuance is not part of the Offer and is conducted pursuant to a separate offering circular. The Maximum Acceptance Amount of the Offer to Purchase will be up to the New Issue Amount, although the Issuer reserves the right, in its sole and absolute discretion, to accept significantly more or significantly less than such amount. The Issuer plans to announce the Maximum Acceptance Amount on or about January 21, 2021. The Offer to Purchase is subject to, among others, the New Issue Condition. The New Notes are expected to be priced on or about January 20, 2021.

The Offer

On the terms and subject to the New Issue Condition and other conditions of the Offer, Fortune Star is offering to purchase for cash of an aggregate principal amount of the Notes up to the Maximum Acceptance Amount. Fortune Star will determine, in its sole and absolute discretion, the Maximum Acceptance Amount.

Purchase Price

The Purchase Price payable to the Eligible Holders whose Notes are accepted for purchase will be equal to US\$1,017.5 for each US\$1,000 in principal amount of the Notes.

Accrued Interest Payment

The Issuer will also pay an Accrued Interest Payment in respect of the Notes accepted for purchase pursuant to the Offer on the Settlement Date.

Proration

If the aggregate principal amount of the Notes validly tendered is greater than the Maximum Acceptance Amount, the Issuer will accept tenders of the Notes for purchase on a *pro rata* basis such that the aggregate principal amount of the Notes accepted for purchase is no greater than the Maximum Acceptance Amount. The *pro rata* application will be performed by accepting (in respect of each relevant Tender Instruction) that proportion of the Notes validly tendered which is equal to the Maximum Acceptance Amount of the Notes divided by the aggregate principal amount in respect of the Notes validly tendered, subject to rounding and as described in the following paragraph.

In the event of any such proration, the Issuer will round downward, if necessary, to ensure all purchases of the Notes will be in a minimum principal amount of US\$200,000 and integral multiples of US\$1,000 in excess thereof. However, the Issuer may elect to accept or reject such tender of the Notes in full if application of proration will otherwise result in either (i) the Issuer accepting the Notes from any Eligible Holder in a principal amount of less than US\$200,000 or (ii) the principal amount of the Notes not purchased due to *pro rata* application being less than US\$200,000. All Notes not accepted as a result of proration will be returned to the Eligible Holders.

Sources of Funds

The Company intends to finance the Offer with the proceeds from the Concurrent New Money Issuance and/or its working capital.

Tender Instructions

In order to participate in the Offer, Eligible Holders must validly tender their Notes for purchase by delivering, or arranging to have delivered on their behalf, a valid Tender Instruction that is received by the Information and Tender Agent by the Expiration Deadline, unless extended, re-opened, amended and/or terminated as provided in the Offer to Purchase.

Eligible Holders are advised to check with any bank, securities broker or other intermediary through which they hold Notes when such intermediary would need to receive instructions from an Eligible Holder in order for that Eligible Holder to be able to participate in the Offer by the deadline specified in the Offer to Purchase. The deadline set by any such intermediary and each Clearing System for the submission of Tender Instructions will be earlier than the deadline specified in the Offer to Purchase.

Separate Tender Instructions must be submitted on behalf of each individual beneficial owner due to potential proration. Tender Instructions will be irrevocable once delivered in accordance with the terms of the Offer. Notes purchased pursuant to the Offer will be cancelled.

Dealer Managers and Information and Tender Agent

The Issuer has appointed Credit Suisse and Deutsche Bank as the Dealer Managers and D.F. King as the Information and Tender Agent in relation to the Offer.

Indicative Timetable for the Offer

Events	Times and Dates
<i>Commencement of the Offer</i> Announcement of the Offer. Offer to Purchase available from the Information and Tender Agent and on the Offer Website, and notice of the Offer delivered to the Clearing Systems for further communication to Direct Participants.	January 20, 2021
<i>Pricing of the New Notes</i> The New Notes offered in the Concurrent New Money Issuance are priced.	On or about January 20, 2021
<i>Announcement of the Maximum Acceptance Amount</i> Announcement of the Maximum Acceptance Amount.	On or about January 21, 2021
<i>Expiration Deadline</i> Final deadline for receipt of valid Tender Instructions by the Information and Tender Agent.	4.00 p.m. (London Time) on January 29, 2021
<i>Announcement of Results</i> Announcement of Issuer's decision as to whether they will accept valid tenders of Notes pursuant to the Offer and, if so accepted, (i) the aggregate principal amount of the Notes accepted for tender and any proration factor (if applicable), (ii) the Purchase Price (iii) the Accrued Interest (expressed per US\$1,000 in	As soon as reasonably practicable after the Expiration Deadline

principal amount of the Notes accepted for purchase by the Issuer), and (iv) the aggregate principal amount of Notes that will remain outstanding after the Settlement Date (if any).

Settlement Date

Expected settlement date for the Offer.

On or about February 2, 2021

The above times and dates are subject to the right of the Issuer in its sole and absolute discretion to extend, re-open, amend and/or terminate the Offer (subject to applicable law and as provided in the Offer to Purchase).

Eligible Holders are advised to check with any bank, securities broker or other intermediary through which they hold Notes when such intermediary would need to receive instructions from an Eligible Holder in order for that Eligible Holder to be able to participate in the Offer by the deadline set out above. The deadline set by any such intermediary and each Clearing System for the submission of Tender Instructions will be earlier than the deadline described above.

Unless stated otherwise, announcements in connection with the Offer will be made through the website of the SGX-ST and the Offer Website, the issue of a press release to a Notifying News Service and/or the delivery of notices to the Clearing Systems for communication to Direct Participants. Copies of the announcements, press releases and notices can also be obtained from the Information and Tender Agent, the contact details for which are on page five of this announcement. Significant delays may be experienced where notices are delivered to the Clearing Systems, and Eligible Holders are urged to contact the Information and Tender Agent for the relevant announcements during the course of the Offer. In addition, Eligible Holders may contact the Dealer Managers for information using the contact details on page five of this announcement.

Offer to Purchase

The Offer to Purchase contains important information which should be read carefully by Eligible Holders before any decision is made with respect to the Offer. Eligible Holders are recommended to seek their own financial and legal advice, including but not limited to in respect of any tax consequences, from their broker, bank manager, counsel, accountant or other independent financial, tax or legal adviser.

The terms of the Offer are more fully described in the Offer to Purchase, which sets out further details regarding the tender procedures and the conditions of the Offer.

None of the Issuer, the Company, the Dealer Managers or the Information and Tender Agent (or any of their respective directors, employees or affiliates) is making any recommendation as to whether the Eligible Holders should offer to tender any Notes in response to the Offer, and neither the Issuer nor any such other person has authorized any person to make any such recommendation. Eligible Holders must make their own decision as to whether to offer to tender any of their Notes, and, if so, the principal amount of such Notes to tender.

To the best of the Directors' knowledge, information and belief, Dealer Managers are independent third parties who are independent of both of the Issuer and the Company and their connected persons.

THIS ANNOUNCEMENT IS NOT AN OFFER TO PURCHASE, A SOLICITATION OF AN OFFER TO PURCHASE, OR A SOLICITATION OF AN OFFER TO SELL, ANY SECURITIES. AN OFFER MAY ONLY BE MADE PURSUANT TO THE TERMS OF THE OFFER TO PURCHASE.

Dealer Managers

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Information and Tender Agent

D.F. King

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Offer Website: <https://sites.dfkingltd.com/Fosun>

DEFINITIONS

“Accrued Interest”	Interest accrued and unpaid on the principal amount of the Notes from and including the last interest payment date applicable to the Notes up to, but excluding, the Settlement Date. Subject to the terms and conditions set forth in the Offer to Purchase, in addition to the Purchase Price, Eligible Holders whose Notes are accepted for purchase by the Issuer will also be paid the relevant amount of such Accrued Interest in cash.
“Accrued Interest Payment”	an amount in cash (rounded to the nearest US\$0.01, with half a cent rounded upwards) equal to the Accrued Interest on the Notes accepted for purchase by the Issuer.
“Clearing System Notice”	The form of notice to be sent to Direct Participants by each of the Clearing Systems on or about the date of the Offer to Purchase informing Direct Participants of the procedures to be followed in order to participate in the Offer.
“Clearing Systems”	Euroclear and Clearstream.
“Clearstream”	Clearstream Banking, S.A.
“Company”	Fosun International Limited, a limited liability company incorporated under the Companies Ordinance of Hong Kong.
“Concurrent New Money Issuance”	An offering of the New Notes which is conducted by Fortune Star concurrently with the Offer and pursuant to a separate offering circular.

“Credit Suisse”	Credit Suisse (Hong Kong) Limited.
“Dealer Managers”	Credit Suisse and Deutsche Bank.
“Deutsche Bank”	Deutsche Bank AG, Hong Kong Branch.
“D.F. King”	D.F. King Ltd.
“Direct Participants”	Each person who is shown in the records of Euroclear or Clearstream as a holder of Notes.
“Directors”	Directors of Fortune Star.
“Eligible Holders”	Holders of the Notes who are non-U.S. persons located outside the United States (as those terms are defined in Regulation S under the Securities Act).
“Euroclear”	Euroclear Bank SA/NV.
“Expiration Deadline”	4:00 p.m. (London Time) on January 29, 2021 (subject to the right of the Issuer to extend, re-open, amend and/or terminate the Offer).
“Fortune Star”	Fortune Star (BVI) Limited.
“Information and Tender Agent”	D.F. King.
“Issuer”	Fortune Star.
“Maximum Acceptance Amount”	The maximum aggregate principal amount of the Notes that Fortune Star will determine, in its sole discretion, that it will accept for purchase pursuant to the Offer. Upon the terms and subject to the New Issue Condition and other conditions set forth in the Offer to Purchase, the Maximum Acceptance Amount will be up to the New Issue Amount (as defined below), although the Issuer reserves the right, in its sole discretion, to accept significantly more or significantly less than such amount. The Issuer plans to announce the Maximum Acceptance Amount on or about January 21, 2021.
“New Issue Amount”	The aggregate principal amount of the Concurrent New Money Issuance.
“New Issue Condition”	That the Concurrent New Money Issuance shall have been successfully consummated.
“New Notes”	The senior notes to be issued under the Concurrent New Money Issuance by Fortune Star.
“Notes”	5.25% Senior Notes due 2022 (ISIN: XS1581103428) which were issued by Fortune Star on March 23, 2017.

“Notifying News Service”	A recognized financial news service or services (e.g. Reuters/Bloomberg) as selected by the Issuer.
“Offer”	The offer to purchase for cash by Fortune Star of up to the Maximum Acceptance Amount (as such amount may be determined by Fortune Star in its sole discretion) of its outstanding 6.875% Senior Notes due 2021 (subject to the offer restrictions referred to in “ <i>Offer and Distribution Restrictions</i> ” of the Offer to Purchase), on the terms and subject to the conditions set out in the Offer to Purchase.
“Offer to Purchase”	An Offer to Purchase dated January 20, 2021 issued to the Eligible Holders by the Issuer in connection with the Offers.
“Offer Website”	The website, https://sites.dfkingltd.com/Fosun , operated by the Information and Tender Agent for the purpose of the Offer.
“Purchase Price”	US\$1,017.5 per US\$1,000 principal amount of the Notes.
“Settlement Date”	On or about February 2, 2021 (subject to the right of the Issuer to extend, re-open, amend and/or terminate the Offer at any time).
“SGX-ST”	Singapore Exchange Securities Trading Limited.
“Tender Instruction(s)”	The electronic tender and blocking instruction in the form specified in the Clearing System Notice for submission by Direct Participants to the Information and Tender Agent via the relevant Clearing System and in accordance with the requirements of such Clearing System by the deadline in order for Eligible Holders to be able to participate in the Offer.
“United States”	The United States of America, its territories and possessions (including Puerto Rico, the U.S. Virgin Islands, Guam, American Samoa, Wake Island and The Commonwealth of the Northern Mariana Islands), any state of the United States of America and the District of Columbia.
“US\$”	United States dollars.
“%”	Percent.

Fortune Star (BVI) Limited
Zhang Houlin
Director

January 20, 2021

As of the date of this announcement, the directors of Fortune Star (BVI) Limited are Mr. Zhang Houlin and Mr. Li Yuanquan.