

Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the prospectus dated 30 November 2018 (the “Prospectus”) issued by Fosun Tourism Group (the “Company”).

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This announcement is made pursuant to section 9(2) of the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong).

This announcement is for information purpose only and does not constitute an invitation or offer to acquire, purchase or subscribe for Shares or any securities. Potential investors should read the Prospectus for detailed information about the Global Offering illustrated below before deciding whether or not to invest in the Shares.

This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States or any other jurisdiction where such distribution is prohibited by law. This announcement does not constitute and is not an offer to sell or a solicitation of any offer to buy securities in Hong Kong, the United States or elsewhere. The securities referred to in this announcement have not been and will not be registered under the U.S. Securities Act or any state securities laws of the United States and may not be offered or sold in the United States absent registration under the U.S. Securities Act or except pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. There will be no public offering of securities of the Company in the United States.

Fosun Tourism Group
复星旅游文化集团

(a company incorporated under the laws of the Cayman Islands with limited liability)
(Stock Code: 1992)

**PARTIAL EXERCISE OF THE OVER-ALLOTMENT OPTION,
STABILIZING ACTIONS AND
END OF STABILIZATION PERIOD**

PARTIAL EXERCISE OF THE OVER-ALLOTMENT OPTION

The Company announces that the Over-allotment Option was partially exercised by the Joint Representatives (for themselves and on behalf of the other International Underwriters) on 4 January 2019 in respect of an aggregate of 10,332,600 Shares (the “**Over-allotment Shares**”), representing approximately 4.82% of the total number of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option, assuming that no Shares are issued under

the Pre-IPO Share Option Scheme and the Pre-IPO Free Share Award Plan, to facilitate the return to Fosun International of the borrowed Shares which were used to cover over-allocations in the International Offering.

The Over-allotment Shares will be issued and allotted by the Company at HK\$15.60 per Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%), being the Offer Price per Offer Share under the Global Offering.

STABILIZING ACTIONS AND END OF STABILIZATION PERIOD

The Company announces that the stabilization period in connection with the Global Offering ended on 6 January 2019, being the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering.

The stabilizing actions undertaken by J.P. Morgan Securities (Asia Pacific) Limited, the Stabilization Manager, its affiliates or any person acting for it, during the stabilization period involved:

- (i) over-allocations of an aggregate of 32,130,000 Shares in the International Offering, representing 15% of the Offer Shares initially available under the Global Offering before the exercise of the Over-allotment Option, assuming that no Shares are issued under the Pre-IPO Share Option Scheme and the Pre-IPO Free Share Award Plan;
- (ii) borrowing of an aggregate of 32,130,000 Shares by J.P. Morgan Securities plc from Fosun International pursuant to the stock borrowing agreement dated 7 December 2018 entered into between J.P. Morgan Securities plc and Fosun International (the “**Stock Borrowing Agreement**”) to cover over-allocations in the International Offering;
- (iii) successive purchases of an aggregate of 21,797,400 Shares in the price range of HK\$14.38 to HK\$15.60 per Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%) on the market during the stabilization period. The last purchase made by the Stabilization Manager on the market during the stabilization period was on 4 January 2019 at the price of HK\$15.60 per Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%);

- (iv) the partial exercise of the Over-allotment Option by the Joint Representatives (for themselves and on behalf of the other International Underwriters) on 4 January 2019 in respect of an aggregate of 10,332,600 Shares, representing approximately 4.82% of the total number of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option, assuming that no Shares are issued under the Pre-IPO Share Option Scheme and the Pre-IPO Free Share Award Plan, to facilitate the return to Fosun International of the borrowed Shares which were used to cover over-allocations in the International Offering; and
- (v) the portion of the Over-allotment Option which has not been exercised by the Joint Representatives, for themselves and on behalf of the other International Underwriters, lapsed on 6 January 2019.

PARTIAL EXERCISE OF THE OVER-ALLOTMENT OPTION

The Company announces that the Over-allotment Option was partially exercised by the Joint Representatives (for themselves and on behalf of the other International Underwriters) on 4 January 2019 in respect of an aggregate of 10,332,600 Shares, representing approximately 4.82% of the total number of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option, assuming that no Shares are issued under the Pre-IPO Share Option Scheme and the Pre-IPO Free Share Award Plan, to facilitate the return to Fosun International of the borrowed Shares which were used to cover over-allocations in the International Offering.

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Approval of Listing

Approval for the listing of and permission to deal in the Over-allotment Shares has already been granted by the Listing Committee of the Stock Exchange. Listing of and dealings in the Over-allotment Shares are expected to commence on the Main Board of the Stock Exchange at 9:00 a.m. on 9 January 2019.

Share Capital upon the Partial Exercise of Over-allotment Option

The shareholding structure of the Company immediately before and immediately after the completion of the partial exercise of the Over-allotment Option, assuming that no Shares are issued under the Pre-IPO Share Option Scheme and the Pre-IPO Free Share Award Plan is as follows:

Shareholders	Immediately before the allotment and issue of the Over-allotment Shares		Immediately after the allotment and issue of the Over-allotment Shares	
	<i>Approximate % of the Company's Number of issued share Shares</i>	<i>capital</i>	<i>Approximate % of the Company's Number of issued share Shares</i>	<i>capital</i>
Fosun International	1,000,000,002	81.76%	1,000,000,002	81.07%
FHL ⁽¹⁾	1,015,389,932	83.02%	1,015,389,932	82.32%
FIHL ⁽²⁾	1,015,389,932	83.02%	1,015,389,932	82.32%
Mr. Guo Guangchang ⁽³⁾	1,015,389,932	83.02%	1,015,389,932	82.32%
Pacific Jovial ⁽⁴⁾	8,275,861	0.68%	8,275,861	0.67%
Other connected persons ⁽⁵⁾	151,633	0.01%	151,633	0.01%
Public Shareholders	199,303,437	16.29%	209,636,037	17.00%

Notes:

- (1) FHL holds approximately 70.72% equity interest in Fosun International, and is therefore deemed to be interested in the Shares directly held by Fosun International. Meanwhile, FHL also subscribed for 15,389,930 Reserved Shares under the Preferential Offering.
- (2) FIHL holds 100% equity interest in FHL, and is therefore deemed to be interested in the Shares which FHL is interested in as referred to in Note (1) above.
- (3) Mr. Guo Guangchang holds 85.29% equity interest in FIHL, and is therefore deemed to be interested in the Shares which FIHL is interested in as referred to in Note (2) above.
- (4) Pacific Jovial was held by 67 individuals who are the participants of the Pre-IPO Share Ownership Plan. One participant left the Group before registration and thus his entitlement was forfeited and not registered. Six of the 67 individuals left the Group before the Global Offering, and the Shares held by Pacific Jovial attributable to them were cancelled. For details, please see “History, Reorganization and Corporate Structure—Corporate Structure Immediately after the Global Offering” in the Prospectus.

- (5) Such equity interest of the Company was held by (a) Mr. Qian Jiannong (the executive Director, Chairman of the Board, chief executive officer of the Company, and director of Club Med Holding, Club Med and Hainan Atlantis) who subscribed for 804 Reserved Shares under the Preferential Offering; (b) Mr. Wang Can (the Non-executive Director) who subscribed for 829 Reserved Shares under the Preferential Offering; (c) Mr. Giscard d’Estaing (Vice Chairman of the Board, executive Director, deputy chief executive officer of the Company, director of Club Med Holding and president of Club Med) who held 105,000 Shares of the Company; and (d) Mr. Xavier Mufraggi (the chairman of Club Med Sales) who held 45,000 Shares of the Company. For details, please see “History, Reorganization and Corporate Structure—Corporate Structure Immediately after the Global Offering” in the Prospectus.

Use of Proceeds

The additional net proceeds of approximately HK\$158.4 million to be received by the Company from the issue and allotment of the Over-allotment Shares after deducting the underwriting commissions and other estimated expenses in connection with the partial exercise of the Over-allotment Option, will be used by the Company for the purposes as set out in the section headed “Future Plans and Use of Proceeds — Use of Proceeds” in the Prospectus.

STABILIZING ACTIONS AND END OF STABILIZATION PERIOD

The Company announces, pursuant to section 9(2) of the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong), that the stabilization period in connection with the Global Offering ended on 6 January 2019.

The stabilizing actions undertaken by J.P. Morgan Securities (Asia Pacific) Limited, the Stabilization Manager, its affiliates or any person acting for it, during the stabilization period involved:

- (i) over-allocations of an aggregate of 32,130,000 Shares in the International Offering, representing 15% of the Offer Shares initially available under the Global Offering before the exercise of the Over-allotment Option, assuming that no Shares are issued under the Pre-IPO Share Option Scheme and the Pre-IPO Free Share Award Plan;
- (ii) borrowing of an aggregate of 32,130,000 Shares by J.P. Morgan Securities plc from Fosun International pursuant to the Stock Borrowing Agreement to cover over-allocations in the International Offering;

- (iii) successive purchases of an aggregate of 21,797,400 Shares in the price range of HK\$14.38 to HK\$15.60 per Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%) on the market during the stabilization period. The last purchase made by the Stabilization Manager on the market during the stabilization period was on 4 January 2019 at the price of HK\$15.60 per Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%);
- (iv) the partial exercise of the Over-allotment Option by the Joint Representatives (for themselves and on behalf of the other International Underwriters) on 4 January 2019 in respect of an aggregate of 10,332,600 Shares, representing approximately 4.82% of the total number of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option, assuming that no Shares are issued under the Pre-IPO Share Option Scheme and the Pre-IPO Free Share Award Plan, to facilitate the return to Fosun International of the borrowed Shares which were used to cover over-allocations in the International Offering; and
- (v) the portion of the Over-allotment Option which has not been exercised by the Joint Representatives, for themselves and on behalf of the other International Underwriters, lapsed on 6 January 2019.

PUBLIC FLOAT

Immediately following the completion of the Global Offering, assuming that no Shares are issued under the Pre-IPO Share Option Scheme and the Pre-IPO Free Share Award Plan, the number of Shares held by the public represents approximately 17.00% of the total issued share capital of the Company, which satisfies the minimum percentage prescribed in the conditions imposed in the waiver granted by the Stock Exchange from strict compliance with Rule 8.08(1) of the Listing Rules.

By order of the Board of Directors
Fosun Tourism Group
Qian Jiannong
Chairman

6 January 2019

As at the date of this announcement, the executive Directors are Mr. Qian Jiannong, Mr. Henri Giscard d'Estaing and Mr. Wang Wenping; the non-executive Director is Mr. Wang Can; and the independent non-executive Directors are Dr. Allan Zeman, Mr. Guo Yongqing and Ms. Katherine Rong Xin.