

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)

WHITE FORM OF PROXY FOR USE BY SHAREHOLDERS AT THE EXTRAORDINARY GENERAL MEETING TO BE HELD ON TUESDAY, 4 MARCH 2025 AT 3:30 P.M. HONG KONG TIME (OR AS SOON AS PRACTICABLE AFTER THE CONCLUSION OR ADJOURNMENT OF THE COURT MEETING) OR AT ANY ADJOURNMENT THEREOF

WHITE form of proxy for use at the extraordinary general meeting (or at any adjournment thereof) (the “EGM”) of the holders of ordinary shares of EUR0.0001 each in the share capital of Fosun Tourism Group (the “Company”).

I/We^(note a) _____

of _____

being the registered holder(s) of _____ ^(note b) shares of EUR0.0001 each of the Company,

HEREBY APPOINT THE CHAIRMAN OF THE EGM or _____

of _____

to act as my/our proxy^(note c) at the EGM of the Company to be held at 3:30 p.m. on Tuesday, 4 March 2025 (Hong Kong time) at 8th Floor, Tower T1, No. 118 Feihong Road, Hongkou District, Shanghai, China (or as soon as practicable after the conclusion or adjournment of the Court Meeting) or at any adjournment thereof for the purpose of considering and, if thought fit, voting for me/us and in my/our name(s) in respect of such resolutions as hereunder indicated^(note d), and, if no such indication is given, as my/our proxy thinks fit.

	SPECIAL RESOLUTION	FOR	AGAINST
1	<p>“THAT: (i) for the purpose of giving effect to the scheme of arrangement between the Company and the Scheme Shareholders (the “Scheme”) as set out in the composite document dated 10 February 2025 (the “Scheme Document”) and subject to the approval of the Scheme by the Scheme Shareholders at the Court Meeting (as defined in the Scheme Document), on the Effective Date (as defined in the Scheme Document), the reduction of the issued share capital of the Company as a result of the cancellation of the Scheme Shares (as defined in the Scheme Document) be and is hereby approved and the credit created as a result of the cancellation of the Scheme Shares be credited to a distributable reserve account of the Company.”</p> <p>“THAT: (ii) subject to the Scheme becoming effective, the Amended and Restated Articles of Association (as defined in the Scheme Document) in the form as set out in Appendix VIII of the Scheme Document be and is hereby approved as the new articles of association of the Company in substitution for and to the exclusion of the Company’s existing articles of association with effect from the day on which the listing of the Shares of the Company on the Stock Exchange (as defined in the Scheme Document) is withdrawn.”</p> <p>“THAT: (iii) the directors of the Company be and are hereby authorised to do all such acts and things considered by them to be necessary or desirable in connection with the implementation of the Proposal (as defined in the Scheme Document), including (without limitation) (i) the making of an application to the Stock Exchange for the withdrawal of the listing of the Shares from the Stock Exchange, subject to the Scheme taking effect; (ii) the determination of the manner or terms of the repurchase of the Scheme Shares under the Scheme not being inconsistent with the Scheme including payment for the repurchase out of share capital, profits or the share premium account of the Company or in any manner provided for in the Companies Act (2023 Revision) (As Revised) of the Cayman Islands; (iii) the giving, on behalf of the Company, of consent to any modification of, or addition to, the Scheme, which the Grand Court of the Cayman Islands may see fit to impose and to do all other acts and things and/or sign such documents considered by them to be necessary for or desirable in connection with the implementation of the Proposal and in relation to the proposed privatisation of the Company by way of the Scheme as a whole.”</p>		
	ORDINARY RESOLUTION	FOR	AGAINST
2	“THAT the Controlling Shareholders Rollover Arrangement (as defined in the Scheme Document) be and is hereby approved.”		

Dated the _____ day of _____ 2025

Shareholder’s signature: _____ ^(notes e, f, g, h and i)

Contact Phone Number: _____

Notes:

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- Please insert the number of shares of the Company registered in your name(s) and to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
- Any member entitled to attend and vote at the EGM shall be entitled to appoint another person as his/her/its proxy to attend and vote instead of him/her/it. A member who is the holder of two or more shares of the Company may appoint more than one proxy to represent him/her/it and vote on his/her/its behalf at a general meeting of the Company. A proxy need not be a member of the Company but must attend the EGM in person to represent you. If you wish to appoint some person other than the Chairman of the EGM as your proxy, please delete the words “THE CHAIRMAN OF THE EGM or” and insert the name and address of the person appointed as proxy in the space provided.
- If you wish to vote for the resolutions set out above, please tick (“/”) the box marked “For”. If you wish to vote against the resolutions, please tick (“/”) the box marked “Against”. If the form returned is duly signed but without specific direction on the proposed resolutions, the proxy will vote or abstain at his/her discretion in respect of such resolutions provided that if you have appointed the Chairman of the EGM as your proxy, the Chairman shall abstain if you have returned a form which is duly signed but without specific direction on the proposed resolutions unless a revised proxy form signed by you as the appointer which has specific direction on the proposed resolutions, and which is time-stamped, has been lodged in the manner as described in note (g) not less than 48 hours before the time fixed for holding the EGM (i.e. on 3:30 p.m. on Sunday, 2 March 2025 (Hong Kong time) or any adjournment thereof, which will automatically supersede any proxy form(s) previously submitted by you in respect of the EGM. A proxy will also be entitled to vote or abstain at his/her discretion on any other resolution or motion properly put to the EGM for which you have not indicated a vote provided that if you have appointed the Chairman of the EGM as your proxy, the Chairman shall abstain on any other resolution or motion properly put to the EGM for which you have not indicated a vote.
- Where there are joint holders of any share of the Company, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she/it were solely entitled thereto, but if more than one of such joint holders are present at the EGM, the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding. Several executors or administrators of a deceased member of the Company in whose name any share stands shall be deemed joint holders thereof.
- The form of proxy must be signed in writing under the hand of the appointor or of his/her attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person authorised to sign the same. In the case of a form of proxy purporting to be signed on behalf of a corporation by an officer thereof it shall be assumed, unless the contrary appears, that such officer was duly authorised to sign such form of proxy on behalf of the corporation without further evidence of the facts.
- To be valid, this form of proxy together with a power of attorney or other authority (if any) under which it is signed, or a certified copy of that power or authority, must be deposited at the Company’s Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time fixed for holding the EGM (i.e. on 3:30 p.m. on Sunday, 2 March 2025 (Hong Kong time) or any adjournment thereof).
- Any alteration made to this form of proxy should be initialled by the person who signed this form of proxy.
- Delivery of this form of proxy will not preclude you from attending and voting in person at the EGM or any adjourned meeting if you so wish. If you attend and vote at the EGM, the authority of your proxy will be revoked by operation of law.
- References to time and dates in this instrument are to Hong Kong time and dates.

PERSONAL INFORMATION COLLECTION STATEMENT

The grant of your and your proxy’s (or proxies’) name(s) and address(es) is on a voluntary basis for the purpose of processing your appointment of a proxy (or proxies) and your voting instructions for the EGM of the Company (the “Purposes”). We/the Company may transfer your and your proxy’s (or proxies’) name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy’s (or proxies’) name(s) and address(es) will be retained for such period as may be necessary to fulfill the Purposes. Request for access to and/or correction of the relevant personal data may be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Company.