

Unless otherwise defined herein, capitalized terms 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 for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for securities. This announcement is not a prospectus. Potential investors should read the Prospectus for detailed information about the Company and the Global Offering described below before deciding whether or not to invest in the Shares thereby offered.

This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The securities mentioned herein have not been, and will not be, registered under the United States Securities Act of 1933, as amended from time to time (the “**U.S. Securities Act**”). The securities may not be offered or sold in the United States except pursuant to registration or an exemption from the registration requirements of the U.S. Securities Act and in compliance with any applicable state securities laws, or outside the United States unless in compliance with Regulation S under the U.S. Securities Act. There will be no public offer of securities by the Company in the United States. The Company has not been and will not be registered under the U.S. Investment Company Act of 1940, as amended.

In connection with the Global Offering, J.P. Morgan Securities (Asia Pacific) Limited, as stabilization manager (the “**Stabilization Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may effect transactions with a view to stabilizing or supporting the market price of the Shares at a level higher than that which might otherwise prevail for a limited period after the Listing Date. However, there is no obligation on the Stabilization Manager, its affiliates or any person acting for it, to conduct any such stabilizing action, which, if commenced, will be done at the sole and absolute discretion of the Stabilization Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilizing activity is required to be brought to an end on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. Such stabilization action, if taken, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules, as amended, made under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Potential investors should be aware that stabilizing action cannot be taken to support the price of the Shares for longer than the stabilization period which begins on the Listing Date and is expected to expire on 5 January 2019, being the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. After this date, no further stabilizing action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.

Fosun Tourism Group 复星旅游文化集团

(a company incorporated under the laws of the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering:	214,200,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares:	21,420,000 Shares (subject to reallocation)
Number of International Offer Shares:	192,780,000 Shares (including 21,420,000 Reserved Shares under the Preferential Offering) (subject to reallocation and the Over-allotment Option)
Maximum Offer Price:	HK\$20.00 per Offer Share plus brokerage of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars, subject to refund)
Nominal Value:	EUR0.0001
Stock Code:	1992

Joint Sponsors

J.P.Morgan



Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers

J.P.Morgan



Joint Bookrunners and Joint Lead Managers (in alphabetical order)



Joint Lead Managers (in alphabetical order)



The Company is initially offering 214,200,000 Shares (subject to reallocation and the Over-allotment Option) under the Global Offering, which consists of 21,420,000 Hong Kong Offer Shares (subject to reallocation) and 192,780,000 Shares (subject to reallocation and the Over-allotment Option, representing 10% and 90% of the total number of Shares initially available under the Global Offering), respectively. Of the 192,780,000 Offer Shares initially being offered under the International Offering, 21,420,000 Offer Shares (representing approximately 11.1% and 10.0% of the Offer Shares initially being offered under the International Offering and the Global Offering, respectively) will be offered to Qualifying Fosun International Shareholders as an Assured Entitlement by way of the Preferential Offering. The allocation of the Offer Shares between the International Offering and the Hong Kong Public Offering, in each case, will be subject to reallocation on the basis as described in the section headed “Structure of the Global Offering” in the Prospectus. The

Reserved Shares are not subject to such reallocation. In accordance with Guidance Letter HKEx-GL91-18 issued by the Stock Exchange, if such reallocation is done other than pursuant to Practice Note 18 of the Listing Rules, the maximum total number of Offer Shares that may be allocated to the Hong Kong Public Offering following such reallocation shall be not more than two times the number of Hong Kong Offer Shares initially available under the Hong Kong Public Offering (i.e. 42,840,000 Offer Shares).

An application has been made by the Company to the Listing Committee of the Stock Exchange for the approval for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Global Offering (including any Shares which may be issued pursuant to the exercise of the Over-allotment Option and under the Pre-IPO Share Option Scheme and Pre-IPO Free Share Award Plan).

Subject to the granting of the approval for the listing of, and permission to deal in, the Shares on the Stock Exchange and compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Shares on the Stock Exchange, or such other date as may be determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second business day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and the CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made to enable the Shares to be admitted into CCASS. Investors should seek the advice of their stockbrokers or other professional advisers for details of the settlement arrangement as such arrangements may affect their rights and interests.

In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the International Underwriters, which will be exercisable by the Joint Representatives (for themselves and on behalf of the International Underwriters) at any time from the Listing Date to the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering (being 5 January 2019). Pursuant to the Over-allotment Option, the Company may be required to allot and issue up to 32,130,000 additional Offer Shares, representing 15% of the Offer Shares initially available under the Global Offering, at the Offer Price, to, among other things, cover over-allocations in the International Offering, if any. In the event the Over-allotment Option is exercised, the number of Reserved Shares will not change.

Assuming that the Global Offering becomes unconditional and the right of termination described in the section headed “Underwriting” in the Prospectus has not been exercised at or before 8:00 a.m. in Hong Kong on Friday, 14 December 2018, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Friday, 14 December 2018. In the event that the Over-allotment Option is exercised, an announcement will be made by the Company on the websites of the Stock Exchange at www.hkexnews.hk and the Company at www.fosunholiday.com.

The Offer Price will not be more than HK\$20.00 per Offer Shares and is expected to be not less than HK\$15.60 per Offer Share unless otherwise announced as further explained in the section headed “Structure of the Global Offering” in the Prospectus. Applicants for the Hong Kong Offer Shares and the Reserved Shares are required to pay, on application, the maximum Offer Price of HK\$20.00 per Offer Share plus brokerage of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price as finally determined is less than HK\$20.00 per Offer Share.

Applications for the Hong Kong Offer Shares and Reserved Shares will only be considered on the basis of the terms and conditions set out in the Prospectus, the relevant Application Forms and the designated website (www.eipo.com.hk) for the White Form eIPO and the Blue Form eIPO.

Applicants who would like to be allotted the Hong Kong Offer Shares registered in their own names should either (i) complete and sign the **WHITE** Application Forms; or (ii) submit applications online through the designated website of the **White Form eIPO** Service Provider at www.eipo.com.hk under the **White Form eIPO** service. Applicants who would like to be allotted the Hong Kong Offer Shares registered in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS participants should either (i) complete and sign the **YELLOW** Application Forms; or (ii) give **electronic application instructions** to HKSCC via CCASS.

Qualifying Fosun International Shareholders who would like to be allotted the Reserved Shares under the Preferential Offering should either (i) complete and sign the **BLUE** Application Forms; or (ii) submit applications online through the **Blue Form eIPO** service via www.eipo.com.hk.

Members of the public and Qualifying Fosun International Shareholders may obtain a copy of the printed prospectus, together with the **WHITE** Application Form, during normal business hours from 9:00 a.m. on Friday, 30 November 2018 until 12:00 noon on Friday, 6 December 2018 at the following locations:

1. any of the following branches of the receiving banks for the Hong Kong Public Offering:

(a) CMB Wing Lung Bank Limited

<u>Branch Name</u>	<u>Address</u>
Hong Kong Islands . Head Office	45 Des Voeux Road Central
Kowloon Mongkok Branch	B/F CMB Wing Lung Bank Centre, 636 Nathan Road
New Territories Tsuen Wan Branch	251 Sha Tsui Road

(b) Hang Seng Bank Limited

<u>Branch Name</u>	<u>Address</u>
Hong Kong Islands . . . Head Office	83 Des Voeux Road Central
Wanchai Branch	1/F, Allied Kajima Building, 138 Gloucester Road, Wanchai
Kowloon Tsimshatsui Branch	18 Carnarvon Road, Kowloon

(c) Standard Chartered Bank (Hong Kong) Limited

	<u>Branch name</u>	<u>Address</u>
Hong Kong Islands . . .	Des Voeux Road Branch	Standard Chartered Bank Building, 4-4A, Des Voeux Road Central, Central
Kowloon	68 Nathan Road Branch	Basement, Shop B1, G/F Golden Crown Court, 66-70 Nathan Road, Tsimshatsui

2. any of the following offices of the Hong Kong Underwriters:

- (a) J.P. Morgan Securities (Asia Pacific) Limited, at 28/F, Chater House, 8 Connaught Road Central, Hong Kong
- (b) CLSA Limited, at 18/F, One Pacific Place, 88 Queensway, Hong Kong
- (c) The Hongkong and Shanghai Banking Corporation Limited at 1 Queen's Road, Central, Hong Kong

Details of where printed prospectuses may be obtained will be displayed prominently at every designated branch of receiving banks where WHITE Application Forms are distributed.

Copies of the printed prospectus, together with the **YELLOW** Application Form, may be obtained during normal business hours from 9:00 a.m. on Friday, 30 November 2018 until 12:00 noon on Thursday, 6 December 2018 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or your stockbroker, who may have such copies of application forms and the prospectus available.

The completed **WHITE** or **YELLOW** Application Form, together with a cheque or a banker's cashier order attached and marked payable to "**CMB WING LUNG (NOMINEES) LIMITED — FOSUN TOURISM PUBLIC OFFER**" for the payment, should be deposited in the special collection boxes provided at any of the designated branches of the receiving banks listed above, at the following times:

- Friday, 30 November 2018 — 9:00 a.m. to 5:00 p.m.**
- Saturday, 1 December 2018 — 9:00 a.m. to 1:00 p.m.**
- Monday, 3 December 2018 — 9:00 a.m. to 5:00 p.m.**
- Tuesday, 4 December 2018 — 9:00 a.m. to 5:00 p.m.**
- Wednesday, 5 December 2018 — 9:00 a.m. to 5:00 p.m.**
- Thursday, 6 December 2018 — 9:00 a.m. to 12:00 noon**

A **BLUE** Application Form, and prospectus (if the related Qualifying Fosun International shareholders have elected to receive corporate communications in printed form) has been dispatched to each Qualifying Fosun International Shareholder on or before Friday, 30 November 2018. Electronic copies of the Prospectus can be viewed from the respective websites of the Company at www.fosunholiday.com and the Stock Exchange at www.hkexnews.hk under the section headed “HKEXnews > Listed Company Information > Latest Information”.

Qualifying Fosun International Shareholders who require a replacement **BLUE** Application Form should contact Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong or on its hotline 2862 8555. Printed copies of the Prospectus can be collected from the branches of the designated receiving banks or the offices of the Hong Kong Underwriters as stated above.

Applicants may submit applications through the **White Form eIPO** service or **Blue Form eIPO** service through the designated website at www.eipo.com.hk (24 hours daily, except on the last day for applications) from 9:00 a.m. on Friday, 30 November 2018 until 11:30 a.m. on Thursday, 6 December 2018 or such later time as described in the section headed “How to Apply for Hong Kong Offer Shares and Reserved Shares — D. Effect of Bad Weather on the Opening and Closing of the Application Lists” in the Prospectus.

The completed **BLUE** Application Form, together with a cheque or a banker’s cashier order attached and marked payable to “**CMB WING LUNG (NOMINEES) LIMITED — FOSUN TOURISM PREFERENTIAL OFFER**” for the payment, should be deposited in the special collection boxes provided at any of the branches of the receiving banks listed above, at the following times:

Friday, 30 November 2018 — 9:00 a.m. to 5:00 p.m.
Saturday, 1 December 2018 — 9:00 a.m. to 1:00 p.m.
Monday, 3 December 2018 — 9:00 a.m. to 5:00 p.m.
Tuesday, 4 December 2018 — 9:00 a.m. to 5:00 p.m.
Wednesday, 5 December 2018 — 9:00 a.m. to 5:00 p.m.
Thursday, 6 December 2018 — 9:00 p.m. to 12:00 noon

CCASS Investor Participants can input electronic application instructions from 9:00 a.m. on Friday, 30 November 2018 until 12:00 noon on Thursday, 6 December 2018 (24 hours daily, except on Thursday, 6 December 2018, the last day for applications). The latest time for inputting your **electronic application instructions** will be 12:00 noon on Thursday, 6 December 2018, the last day for applications (or such later time as described in “How to Apply for Hong Kong Offer Shares and Reserved Shares — D. Effect of Bad Weather on the Opening and Closing of the Application Lists” in the Prospectus).

Please refer to the sections headed “Structure of the Global Offering” and “How to Apply for Hong Kong Offer Shares and Reserved Shares” in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to announce the final Offer Price, the level of indication of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the Preferential Offering and the basis of allocation of the Hong Kong Offer Shares and the Reserved Shares on Thursday, 13 December 2018 (i) in South China Morning Post (in English); (ii) in Hong Kong Economic Times (in Chinese); (iii) on our website www.fosunholiday.com and (iv) on the website of the Stock Exchange www.hkexnews.hk.

The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Hong Kong Public Offering and the Preferential Offering will be made available at the time and date and in a manner described in the section headed “How to Apply for Hong Kong Offer Shares and Reserved Shares — E. Publication of Results” in the Prospectus.

The Company will not issue temporary documents of title or receipt for application fees received. Share certificates will only become valid certificates of title at 8:00 a.m. on Friday, 14 December 2018 provided that the Global Offering has become unconditional in all respects and the right of termination described in the section headed “Underwriting” has not been exercised.

Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Friday, 14 December 2018. The Shares will be traded in board lots of 200 Shares each under the Company’s stock code 1992.

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

Hong Kong, 30 November 2018

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.

Please also refer to the published version of this announcement in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese).