

# FOSUN 复星

## FOSUN INTERNATIONAL LIMITED

(Incorporated in Hong Kong with limited liability under the Companies Ordinance)

(Stock code: 0656)

### Annual General Meeting Form of Proxy

#### Form of proxy for use at the Annual General Meeting to be held on Tuesday, 17 June 2008

I/We (note 1) \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ shares (note 2) of HK\$0.10 each in the capital of the  
above-named Company (the "Company") **HEREBY APPOINT** (note 3) \_\_\_\_\_  
of \_\_\_\_\_  
or failing him \_\_\_\_\_ of \_\_\_\_\_  
(note 4) Chairman of the Meeting as my/our proxy/proxies to vote for me/us and on my/our behalf at the annual general meeting (the "Meeting")  
of the Company to be held at Ballroom A, Level 5, Island Shangri-La, Hong Kong Pacific Place, Supreme Court Road, Central, Hong Kong at  
10:00 a.m. on 17 June 2008, Tuesday, for the purposes of considering and, if thought fit, passing the Resolutions set out in the notice convening  
the Meeting and at the Meeting (and at any adjournment thereof) to vote for me/us in my/our name(s) in respect of the Resolutions as hereunder  
indicated.

| RESOLUTIONS   | FOR (note 5)                        | AGAINST (note 5)                    |
|---|-------------------------------------|-------------------------------------|
| 1. To receive and consider the audited consolidated financial statements and the reports of the Directors and of Auditors for the year ended 31 December 2007.  |                                     |                                     |
| 2. To declare a final dividend.   |                                     |                                     |
| 3. (i) To re-elect Mr Guo Guangchang as Director.<br>(ii) To re-elect Mr Ding Guoqi as Director.<br>(iii) To re-elect Mr Qin Xuetao as Director.<br>(iv) To re-elect Mr Wu Ping as Director.<br>(v) To authorize the Board of Directors to fix Directors' remuneration. | (i)<br>(ii)<br>(iii)<br>(iv)<br>(v) | (i)<br>(ii)<br>(iii)<br>(iv)<br>(v) |
| 4. To re-appoint Messrs. Ernst & Young as Auditors and to authorize the Board of Directors to fix their remuneration.   |                                     |                                     |
| 5. To give a general mandate to the Directors to purchase the Company's shares not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing of this resolution.   |                                     |                                     |
| 6. To give a general mandate to the Directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing of this resolution.                 |                                     |                                     |
| 7. To extend the general mandate granted to the Directors to issue, allot and deal with additional shares in the capital of the Company by the aggregate nominal amount of shares repurchased by the Company.   |                                     |                                     |
| 8. To alter the capital clause of the Memorandum of Association and amend the Articles of Association of the Company.   |                                     |                                     |

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2008. Signature: \_\_\_\_\_ (note 6)

#### Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares of the Company registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
3. If any proxy other than the Chairman is preferred, strike out the words "Chairman of the Meeting" herein inserted and insert the name and address of the proxy desired in the space provided. A member of the Company who is the holder of two or more shares may appoint more than one proxy to attend and vote on his behalf at the Meeting provided that if more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTIONS, TICK APPROPRIATE BOXES MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTIONS, TICK APPROPRIATE BOXES MARKED "AGAINST".** Failure to complete any or all the boxes will entitle your proxy to cast his votes at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
5. This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of an officer or attorney or other person duly authorized.
6. On a show of hands every member of the Company present in person (in case of a member being a corporation, by its duly authorized representative) or by proxy shall have one vote and on a poll every member of the Company present in person (in case of a member being a corporation, by its duly authorized representative) or by proxy shall have one vote for every fully paid-up share of which he is the holder.
7. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s). For this purpose, seniority will be determined by the order in which the names stand in the Register of Members of the Company.
8. To be valid, this form of proxy, together with any power of attorney (if any) or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the Company's Share Registrar, Computershare Hong Kong Investor Services Limited at Rooms 1806-7, 18th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time fixed for holding the Meeting or the adjourned Meeting.
9. The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
10. Completion and delivery of this form of proxy will not preclude you from attending and voting at the Meeting if you so wish.