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**FOSUN 复星**

**FOSUN INTERNATIONAL LIMITED**

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

**(Stock Code: 0656)**

**DISCLOSEABLE TRANSACTION  
FURTHER ACQUISITION OF FOCUS MEDIA ADSs**

Reference is made to the announcement of the Company dated 23 December 2008, the circular of the Company dated 9 January 2009 and the voluntary announcements dated 30 January 2009 and 9 February 2009 in relation to acquisition of Focus Media ADSs.

The Board is pleased to announce that the Company has further acquired on the open market in NASDAQ an aggregate of 14,348,343 Focus Media ADSs during the period from 23 December 2008 to 11 February 2009 (U.S. time) (both dates inclusive) at a total consideration of approximately USD113.55 million (equivalent to approximately HK\$885.64 million). The Company has acquired an aggregate of 31,615,421 Focus Media ADSs during the period from 17 November 2008 to 11 February 2009 at a total consideration of approximately USD263.66 million (equivalent to approximately HK\$2.06 billion).

Since one or more of the applicable percentage ratios in relation to the Acquisition exceed 5% but below 25%, the Acquisition constituted a discloseable transaction of the Company under Chapter 14 of the Listing Rules.

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The Directors are not aware of the identity(ies) of the counterparty(ies) of the Acquisition but to the best of their knowledge, information and belief and after having made all reasonable enquiry, the counterparty(ies) is/are third party(ies) independent of the Company and is/are not connected person(s) of the Company (as defined under the Listing Rules). Details of the transactions comprising the Acquisition are set out below:

<b>Transaction dates</b>	<b>Total number of Focus Media ADSs purchased</b>	<b>Purchase price per ADS (USD)</b>
From 23 December 2008 to 11 February 2009 (U.S. time) (both dates inclusive)	14,348,343	6.75 to 9.70

The Company acquired on the open market in NASDAQ from 17 November 2008 to 11 February 2009 (U.S. time) an aggregate of 31,615,421 Focus Media ADSs, representing approximately 24.41% of the total issued share capital of Focus Media as set out in the financial statements of Focus Media as at 31 December 2007.

## **INFORMATION ON FOCUS MEDIA**

Focus Media, founded in 2003, is one of the largest digital media groups in the PRC. Based on an audience-centric approach, Focus Media provides a broad portfolio of media advertising platforms, including commercial property network, in-store network, apartment elevator network, outdoor LED network, cinema advertising network and internet advertising network. All of the above media networks can be integrated with each other.

Based on the latest audited consolidated financial statements of Focus Media for the year ended 31 December 2007, the consolidated net profit before taxation and extraordinary items of Focus Media for the two financial years ended 31 December 2006 and 2007 were approximately USD84.35 million and USD156.18 million, respectively. The consolidated net profit after taxation and extraordinary items of Focus Media for the two financial years ended 31 December 2006 and 2007 were approximately USD83.30 million and USD145.13 million, respectively. The unaudited book value of total assets of Focus Media as at 30 September 2008 was approximately USD2.37 billion.

## **REASONS AND BENEFITS OF THE ACQUISITION**

The Board (including all the independent non-executive Directors) is of the view that (i) the recent share price of Focus Media presents a good opportunity for the Group to acquire Focus Media ADSs as an investment; and (ii) the Acquisition, which being conducted on the open market in NASDAQ, was entered into on normal commercial terms, fair and reasonable and in the interests of the Company and the Shareholders as a whole.

## **GENERAL**

The principal activities of the Group are (i) pharmaceuticals; (ii) property development; (iii) steel; (iv) mining; (v) retail; and (vi) financial services and strategic investments.

Since one or more of the applicable percentage ratios in relation to the Acquisition exceed 5% but below 25%, the Acquisition constituted a discloseable transaction of the Company under Chapter 14 of the Listing Rules. In the event that applicable percentage ratios should exceed a further 5%, the Company will duly comply with the notification and publication requirements under Chapter 14 of the Listing Rules.

## **DEFINITION**

In this announcement, unless the context otherwise requires, the following expressions have the following meanings:

“Acquisition”	the purchase of an aggregate of 14,348,343 Focus Media ADSs conducted on the open market in NASDAQ during the period from 23 December 2008 to 11 February 2009 (U.S. time)(both dates inclusive) for an aggregate consideration of approximately USD113.55 million (equivalent to approximately HK\$885.64 million)
“Board”	the board of Directors
“Company”	復星國際有限公司 (Fosun International Limited), a company incorporated under the laws of Hong Kong, whose shares are listed and traded on the main board of the Stock Exchange
“Director(s)”	the director(s) of the Company

“Focus Media”	分眾傳媒控股有限公司 (Focus Media Holding Limited), a company incorporated under the laws of Cayman Islands, whose ADSs are listed and traded on NASDAQ
“Focus Media ADSs”	American depository share(s) of Focus Media, each Focus Media ADS represents ownership of five (5) ordinary shares in the share capital of Focus Media
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“NASDAQ”	NASDAQ Stock Market of U.S.
“PRC”	the People’s Republic of China
“Shareholders”	shareholders of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“U.S.”	the United States of America
“USD”	United States dollars, the lawful currency of the United States of America

By Order of the Board  
**Fosun International Limited**  
**Guo Guangchang**  
*Chairman*

12 February 2009, Shanghai, the PRC

*As at the date of this announcement, the Company’s executive directors are Mr. Guo Guangchang, Mr. Liang Xinjun, Mr. Wang Qunbin, Mr. Fan Wei, Mr. Ding Guoqi, Mr. Qin Xuetao and Mr. Wu Ping; the non-executive director is Mr. Liu Benren; and the independent non-executive directors are Dr. Chen Kaixian, Mr. Zhang Shengman and Mr. Andrew Y. Yan.*