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上海復星醫藥(集團)股份有限公司

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

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13.09(2) 13.10B (C . 571)

2014

Chairman

28 2014

As at the date of this announcement, the executive directors of the Company are Mr. Chen Qiyu and Mr. Yao Fang; the non-executive directors of the Company are Mr. Guo Guangchang, Mr. Wang Qunbin, Mr. Wang Pinliang, Ms. Kang Lan and Mr. John Changzheng Ma; and the independent non-executive directors of the Company are Mr. Han Jiong, Dr. Zhang Weijiong, Mr. Li Man-kiu Adrian David and Mr. Cao Huimin.

* for identification purposes only

2.1

: C : B

	()	()	(%)
	33,238,438,720.78	29,475,190,861.78	12.77
()	16,776,036,218.20	15,332,184,483.03	9.42
	843,637,595.71	467,404,025.74	80.49
	8,661,444,631.29	7,070,780,938.31	22.50
(1)	1,574,583,864.38	950,584,632.64	65.64
	1,050,763,440.19	770,933,187.12	36.30
(%) (2)	9.43	6.94	2.49
B (B/) (2)	0.69	0.42	64.29
D (B/) (2)	0.69	0.42	64.29

Note 1: 2014 3.5 2

	920,641,314	B	920,641,314
CC (Note)	402,556,100		402,556,100
104	35,389,831	B	35,389,831
001	19,661,022	B	19,661,022
118	16,370,437	B	16,370,437
C C B A	15,000,000	B	15,000,000
T	12,000,000	B	12,000,000
C C B	8,972,515	B	8,972,515
() C	8,638,672	B	8,638,672
C C B A	8,306,151	B	8,306,151

Note: CC T, C C

3.2 A

√ A □ A

1. 6 A 2012, 2012 C, B2, 31, 2012, 2012, C, B500, 18, 2012, 26, 2014, C, 2014, "C B1"), T, 365, B100, 5.15%, T, C

2. 18 A 2014, (" C ") ("C ") ("C ") 30%, C () 22, B, C), C, ("), A, \$24.00, \$223.62, 3,157,163, 18 A 2014 (T), T, C, 30%, 2013 A, C, 30, 2014, T, (29, 2014 (T),

3.3 f f C 5%

□ A √ A

3.4 f f f f f f

□ A √ A

3.5 ff f f f

2014, 39 — A

B. 40 — f A

. 41 — B

. 30 — B f , A

. 9 — B , A

. 33 — C

. 2 — f

. 37 — B A

— B f B .T

. 37 — B) ff f 1 ff 2014.T 23.f

A B. f B. f 37 — 2014 , A

39 — A , A A f B. f B. 40 — . 30 — . 9 —

B f A f B. 33 — C

2013.

A f 2014, 41 — B

. 41 — B . 2 — f

, A A B_f B. 37 — — B

2014

: C : B

	0			0		
	1,431,475,082.58	31,425,094.04	1,462,900,176.62	1,383,399,844.53	-584,659,998.68	798,739,845.85
	302,125,147.84	7,856,273.51	309,981,421.35	313,206,671.22	-146,164,999.67	167,041,671.55
	1,551,015,043.85	23,568,820.53	1,574,583,864.38	1,389,079,631.65	-438,494,999.01	950,584,632.64
	1,050,763,440.19	—	1,050,763,440.19	770,933,187.12	—	770,933,187.12
	500,251,603.66	23,568,820.53	523,820,424.19	618,146,444.53	-438,494,999.01	179,651,445.52
	0			0		
C	4,319,603,703.62	2,943,813,173.78	7,263,416,877.40	4,501,744,912.27	2,967,381,994.31	7,469,126,906.58
	8,663,707,568.04	-2,943,813,173.78	5,719,894,394.26	7,112,692,524.18	-2,967,381,994.31	4,145,310,529.87

3.5.1

(1)

: C : B

	%	(+/-)	01		
			(+/-)	(+/-)	(+/-)
	7.97%	-	-261,229,093.17	261,229,093.17	-
C ., . (深圳市豪同投資發展有限公司)	18.00%	-	-148,990,000.00	148,990,000.00	-
B , .	19.971%	-	-138,750,292.58	138,750,292.58	-
C ., . (青島亨達股份有限公司)	15.00%	-	-118,530,000.00	118,530,000.00	-
A . () C ., . (海南亞洲製藥有限公司)	10.19%	-	-113,850,000.00	113,850,000.00	-
-		-	-210,271,702.62	210,271,702.62	-
T		-	-991,621,088.37	991,621,088.37	-

3.5.2

(2)

: C : B

項目	單位	2014年12月31日		2013年12月31日	
		人民幣千元	美元	人民幣千元	美元
產業投資有限公司	國藥	2,461,001,341.56	-2,461,001,341.56	2,907,223,542.90	-2,907,223,542.90
森製藥股份有限公司	湖南漢	61,883,293.51	-61,883,293.51	60,158,451.41	-60,158,451.41
		2,522,884,635.07	-2,522,884,635.07	2,967,381,994.31	-2,967,381,994.31

項目	單位	2014年12月31日		2013年12月31日	
		人民幣千元	美元	人民幣千元	美元
產業投資有限公司	國藥	2,907,223,542.90	-2,907,223,542.90	2,907,223,542.90	-2,907,223,542.90
森製藥股份有限公司	湖南漢	60,158,451.41	-60,158,451.41	36,589,630.88	-36,589,630.88
		2,967,381,994.31	-2,967,381,994.31	2,943,813,173.78	-2,943,813,173.78

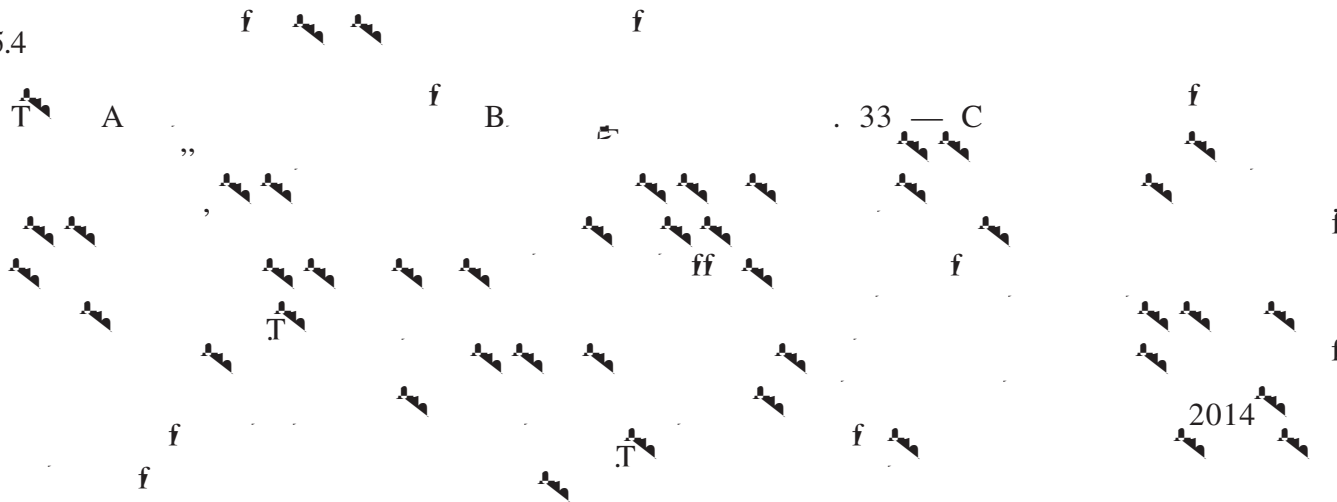
(2)

B 1 2014, ... A A B. ... 2014, ...) ...) ...

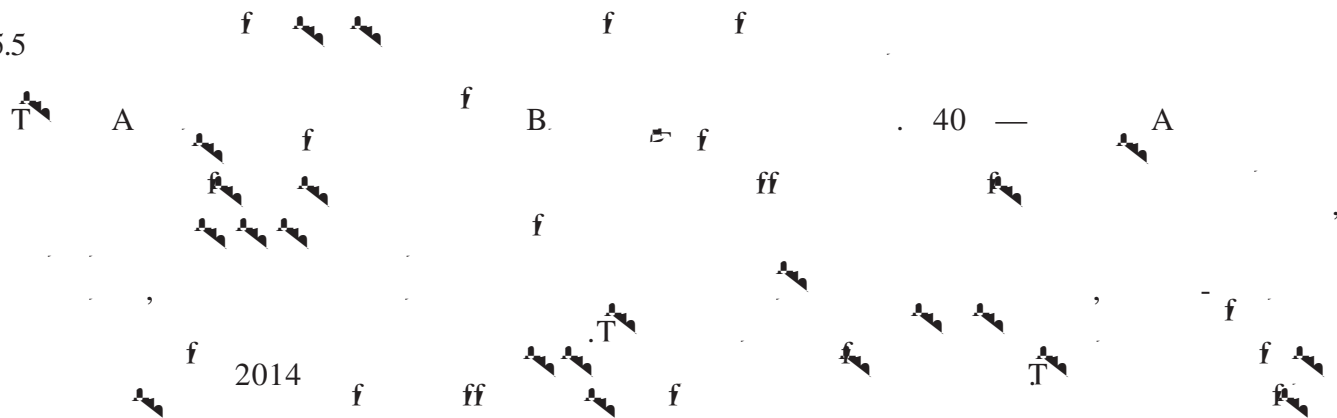
3.5.3



3.5.4



3.5.5



3.5.6

1.

f f f
 ff
 T A f B. f “ f 30 — f
 f “ f C f ”
 f f “ ” “ f
 f 2014 T f f f
 f f 2014 B. 30 — f
 A B. 30 — f

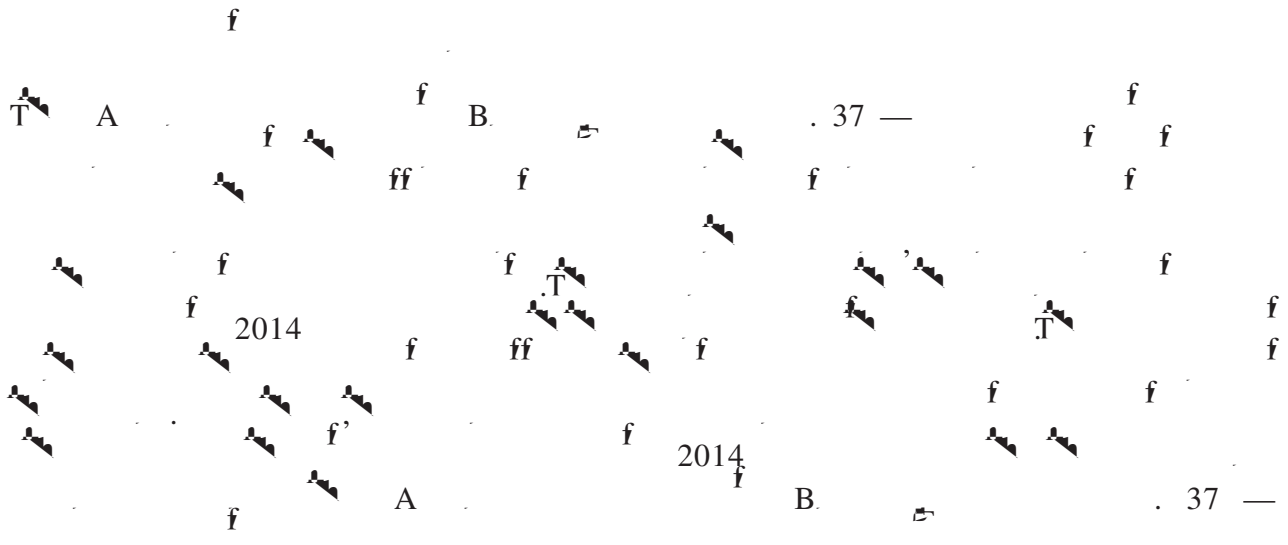
2.

T A f B. f 39 — f
 f f f f f
 f T A f B. -B
 A f “ f ” f 39 — 2014 f ff
 f f T f f

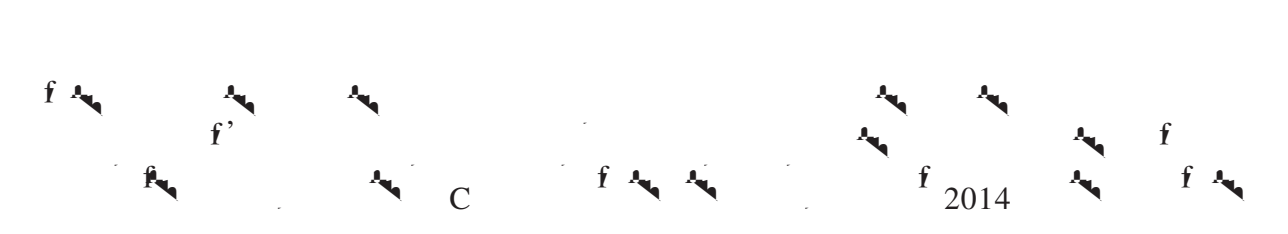
3.

D f
 T A f B. 41 — D f
 f f f f f f
 f f f f f
 f f f f f
 f 2014 f f A
 B. 41 — D f

4.



3.5.7



$\left(\begin{matrix} \circ \\ \Gamma \end{matrix} \right) \rightarrow \left(\begin{matrix} \circ \\ \Gamma \end{matrix} \right) \left(\begin{matrix} * \\ \Gamma \end{matrix} \right) \rightarrow \left(\begin{matrix} \circ \\ \Gamma \end{matrix} \right) \left(\begin{matrix} \circ \\ \Gamma \end{matrix} \right) \rightarrow \left(\begin{matrix} \circ \\ \Gamma \end{matrix} \right) \left(\begin{matrix} \circ \\ \Gamma \end{matrix} \right) \left(\begin{matrix} * \\ \Gamma \end{matrix} \right)$

28 2014

30 September 2014

C : B T f :

C	3,648,549,469.86	3,067,413,633.64
	35,140,637.56	44,195,883.71
B	401,946,288.48	356,174,511.89
T	1,594,200,321.82	1,293,986,619.98
	283,453,667.80	202,300,884.24
	539,788.34	822,388.20
D	12,687,706.84	15,149,056.84
	301,255,615.46	387,987,436.17
	1,767,247,387.65	1,614,271,795.30
	2,974,503.76	4,242,198.12
T	8,047,995,387.57	6,986,544,408.09
A	2,388,182,505.34	2,664,408,852.29
	11,313,383,889.81	8,940,474,119.19
	3,814,845,860.52	3,582,158,990.97
C	1,545,011,125.70	1,321,060,523.61
	5,853,113.77	4,231,968.29
D		
	2,637,903,401.92	2,590,492,325.70
D	74,997,201.63	48,950,334.57
	3,039,539,087.55	2,976,039,397.86
	27,984,014.39	30,589,235.50
D	92,619,324.69	88,091,330.24
	250,123,807.89	242,149,375.47
T	25,190,443,333.21	22,488,646,453.69
T	33,238,438,720.78	29,475,190,861.78

(Continued)
30 September 2014

	2,288,206,111.79	1,383,300,726.59
B		
D		
B	122,798,217.82	145,588,393.35
T	1,176,237,922.27	990,861,493.44
	270,129,487.34	257,722,214.41
	268,603,358.24	253,056,428.28
T	412,747,932.00	288,904,858.86
	162,305,255.65	147,655,274.33
D	17,771,267.27	6,286,003.99
	1,565,007,659.98	1,712,026,741.35
A		
A		
	94,129,100.00	40,909,090.00
	60,593,840.46	51,810,029.11
T	6,438,530,152.82	5,278,121,253.71
	1,033,911,519.47	126,318,141.82
B	5,081,077,289.14	4,073,391,240.49
	387,553,457.88	404,467,334.87
A		
D	1,751,055,544.54	1,783,519,889.47
	161,252,621.61	144,858,843.98
T	8,414,850,432.64	6,532,555,450.63
T	14,853,380,585.46	11,810,676,704.34
	2,311,611,364.00	2,240,462,364.00
C	7,263,416,877.40	7,469,126,906.58
	1,485,373,176.37	1,485,373,176.37
	5,719,894,394.26	4,145,310,529.87
	-4,259,593.83	-8,088,493.79
T	16,776,036,218.20	15,332,184,483.03
	1,609,021,917.12	2,332,329,674.41
T	18,385,058,135.32	17,664,514,157.44
T	33,238,438,720.78	29,475,190,861.78

: C C f ff : D A
D :

30 September 2014

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... C : B T f ...

C	1,370,322,227.18	928,131,985.71
B		
T		
	64,152,914.93	26,559,855.50
	12,687,706.84	16,956,224.96
	2,078,641,754.87	1,874,849,219.04
	517,939.44	517,939.44
	698,000,000.00	245,000,000.00
T	4,224,322,543.26	3,092,015,224.65
A	435,945,082.78	250,497,792.58
	13,265,406,462.70	5,130,347,780.08
	21,112,995.92	20,165,064.87
C		
	2,825,153.33	3,059,034.52
	3,624,944,639.39	4,062,847,282.90
T	17,350,234,334.12	9,466,916,954.95

(Continued)
30 September 2014

	450,000,000.00	360,000,000.00
B		
T		
	70,906,240.75	60,829,711.34
T	21,696,849.47	22,229,396.68
	141,440,958.60	144,354,519.49
D	1,062,450.00	
	501,554,011.99	99,612,423.54
	40,000,000.00	40,000,000.00
T	1,226,660,510.81	727,026,051.05
	284,000,000.00	125,000,000.00
B	5,081,077,289.14	4,073,391,240.49
A		
D	1,010,170,447.97	
	1,825,000.00	2,050,000.00
T	6,377,072,737.11	4,200,441,240.49
T	7,603,733,247.92	4,927,467,291.54
	2,311,611,364.00	2,240,462,364.00
C	8,042,687,160.24	3,876,481,297.41
	868,105,135.33	456,890,135.33
	2,748,419,969.89	1,057,631,091.32
T	13,970,823,629.46	7,631,464,888.06
T	21,574,556,877.38	12,558,932,179.60



(Continued)

T	745,109,456.40	485,087,273.74	2,103,998,492.33	1,349,247,433.21
:	103,392,523.69	64,843,016.85	309,981,421.35	167,041,671.55
(“_”)	641,716,932.71	420,244,256.89	1,794,017,070.98	1,182,175,761.66
	557,028,104.62	337,663,263.12	1,574,583,864.38	950,584,632.64
/	84,688,828.09	82,580,993.77	219,433,206.60	231,591,129.02
(1)	0.24	0.15	0.69	0.42
	(1) 6.661074	7(.3()-.2()-13967.5	(557,02)6.1(8,1)6.1	(04.62)-2662.2(337,663)

			450,000.00	
B			25,050.00	
A	45,422,145.86	25,499,951.01	132,373,353.42	82,756,689.01
	4,521,729.54	17,330,429.70	213,454.35	27,772,618.27
A				
(“-”)				
(“-”)	207,344,246.71	8,229,013.36	777,880,148.45	820,929,379.59
	205,756,805.32	6,268,813.36	672,369,606.74	1,839,063.36
(“-”)	157,400,371.31	-34,601,367.35	645,718,290.68	710,400,072.31
	139,209.23	76,900.00	289,209.23	236,049.11
			260,000.00	2,514,544.42
			64,209.23	5,725.77
T (“-”)	157,539,580.54	-34,524,467.35	645,747,499.91	708,121,577.00
(“-”)	157,539,580.54	-34,524,467.35	645,747,499.91	708,121,577.00
(1)				
(2)				
	123,670,800.00		119,691,936.66	51,779.40
T	281,210,380.54	-34,524,467.35	765,439,436.57	708,173,356.40

January - September 2014

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C : B T f :

	450,000.00	
	24,262,470.46	37,439,681.37
	24,712,470.46	37,439,681.37
	55,675,865.31	47,805,533.82
	38,638,399.47	20,609,862.43
	28,772,270.22	31,711,001.63
	123,086,535.00	100,126,397.88
	-98,374,064.54	-62,686,716.51
		39,904,000.00
	135,001,207.03	794,850,316.23
	150,000.00	96,000.00
	10,351,169.50	
	408,839,600.00	638,137,500.00
	554,341,976.53	1,472,987,816.23
	3,334,618.53	1,762,713.09
	1,780,579,380.37	709,566,469.16
	27,023,100.00	459,096,900.00
	20,000,000.00	
	1,830,937,098.90	1,170,426,082.25
	-1,276,595,122.37	302,561,733.98
	1,407,679,600.93	
	850,000,000.00	255,115,078.77
	1,000,000,000.00	
	4,754,495,093.76	1,904,031,173.98
	8,012,174,694.69	2,159,146,252.75
	601,000,000.00	790,115,078.77
	829,585,897.32	674,744,025.09
	4,365,392,837.67	2,109,471,293.35
	5,795,978,734.99	3,574,330,397.21
	2,216,195,959.70	-1,415,184,144.46
	9,803,068.68	-22,851,531.32
	851,029,841.47	-1,198,160,658.31
	519,292,385.71	2,090,971,083.37
	1,370,322,227.18	892,810,425.06

C C f ff : D A
D :

4.2 A.

