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上海復星醫藥（集團）股份有限公司

Shanghai Fosun Pharmaceutical (Group) Co., Ltd.*

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

(Stock Code: 02196)

2015 THIRD QUARTERLY REPORT

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2015
L * ("Company",
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"Group")

B
Shanghai Fosun Pharmaceutical (Group) Co., Ltd.*
Chen Qiyu
Chairman

29 2015

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 Dr. Zhang Weijiong, Mr. Cao Huimin, Mr. Jiang Xian and Dr. Wong Tin Yau Kelvin.

* for identification purposes only

1. IMPORTANT NOTICE

1.1 [REDACTED] (“Board”) [REDACTED] (“Supervisory Committee”) [REDACTED] C [REDACTED]

1.2 A [REDACTED] C [REDACTED] B [REDACTED] G [REDACTED]

1.3 [REDACTED] C [REDACTED] G [REDACTED] F [REDACTED] D [REDACTED] A [REDACTED] D [REDACTED] (A [REDACTED] I [REDACTED]) [REDACTED]

1.4 [REDACTED] G [REDACTED]

E

C₁ : MB

Items	Amounts during the Reporting Period (Jul - Sep 2015)	Amounts from the beginning of the year to the end of the Reporting Period (Jan - Sep 2014)	Description
	97,665,175.84	191,310,773.56	M
G			

						73,142
The shareholding status of the Top 10 shareholders						
Name of shareholders (full name)	Shareholding at the end of the period	Percentage (%)	Number of restricted shares held	Shares pledged or locked up		Capacity
				Status	Number	
HANGHAI FORTUNE HIGH TECHNOLOGY (GROUP) COMPANY LIMITED (“Fortune Group”)	920,641,314	39.83	0	None	0	Director
HK CC NOMINEE LIMITED (No. 1)	402,619,300	17.42	0	None	0	Director
CHINA ECONOMIC FINANCE CAPITAL INVESTMENT LIMITED	69,112,399	2.99	0	None	0	Director
NATIONAL SOCIAL ECONOMIC FOUNDATION 104 FOLIO	37,199,998	1.61	0	None	0	Director
HONG KONG ECONOMIC CLEARING COMPANY LIMITED (No. 2)	33,556,005	1.45	0	None	0	Director
CENTRAL HUMAN RESOURCE MANAGEMENT LTD.	24,067,700	1.04	0	None	0	Director
MINHAI LIFE INSURANCE CO., LTD. — DIRECTOR — GENERAL DIRECTOR — 018L — FH001 HANGHAI*	22,652,864	0.98	0	None	0	Director
ING CAPITAL (BEIJING) CO., LTD. — ING CAPITAL GROUP HOLDINGS LTD. I*	17,695,247	0.77	0	None	0	Director
FORTUNE ECONOMIC ELECTRIC I*	16,764,537	0.73	0	None	0	Director
ING AN CAPITAL LTD. — ELITE INVESTMENT • ING CAPITAL	16,567,783	0.72	0	None	0	Director

The shareholding status of the Top 10 unrestricted shareholders

Name of the shareholders	Number of unrestricted tradable shares held	Type and number of shares	
		Type	Number
EVERGREEN	920,641,314	MB	920,641,314
HK CC NOMINEE LIMITED (Note 1)	402,619,300		402,619,300
CHINA ECONOMIC FINANCE CORPORATION LIMITED	69,112,399	MB	69,112,399
NATIONAL SOCIAL ECONOMIC FUND 104 FUND*	37,199,998	MB	37,199,998
HONG KONG ECONOMIC CLEARING COMPANY LIMITED (Note 2)	33,556,005	MB	33,556,005
CENTRAL HONGKONG ENTERPRISE LIMITED	24,067,700	MB	24,067,700
MINHAI LIFE INSURANCE COMPANY, LIMITED — DIRECTOR — GONGDI DIRECTOR — 018L — FH001 HANGHAI*	22,652,864	MB	22,652,864
ING CAPITAL (BEIJING) COMPANY, LIMITED — ING CAPITAL GROUP HONGKONG LIMITED*	17,695,247	MB	17,695,247
FIDELITY INVESTMENT ELECTED 1*	16,764,537	MB	16,764,537
ING AN COMPANY, LIMITED — ELI ELEMENTARY ING CAPITAL	16,567,783	MB	16,567,783
DIRECTOR		ING CAPITAL (BEIJING) COMPANY, LIMITED — ING CAPITAL GROUP HONGKONG LIMITED*, FIDELITY INVESTMENT ELECTED 1* ING AN COMPANY, LIMITED — ELI ELEMENTARY ING CAPITAL ING CAPITAL (BEIJING) COMPANY, LIMITED	
DIRECTOR			

Note 1: HK CC NOMINEE LIMITED, a wholly-owned subsidiary of CLIC, is a nominee shareholder of the Company.

Note 2: HONG KONG ECONOMIC CLEARING COMPANY LIMITED is a wholly-owned subsidiary of MB.

2.3 The Company has 10 directors, of whom 10 are independent non-executive directors. The names of the independent non-executive directors are listed in the table below.

3. SIGNIFICANT EVENTS

3.1

Balance Sheet				
Items	Closing balance as at the end of the period	Opening balance as at the beginning of the year	Ratio of change	Reasons
●	485,549,599.95	198,755,576.52	144.29%	M
A		990,340,787.62	-100.00%	(N)
●	3,494,730.03	11,246,964.92	-68.93%	M
A	3,529,897,004.62	2,499,156,438.67	41.24%	M
D	167,214,321.23	89,379,481.02	87.08%	M &D
	4,508,065,870.77	2,841,223,392.47	58.67%	M
	474,418,367.92	342,926,461.15	38.34%	M
D	14,831,357.70	1,279,819.25	1,058.86%	M
L		589,118,424.34	-100.00%	(N)
N	2,822,255,623.13	1,109,525,523.85	154.37%	M
●	63,116,411.43	1,070,561,681.96	-94.10%	M
L	1,618,247,844.35	771,191,646.56	109.84%	M
B	1,894,480,886.28	3,085,482,735.30	-38.60%	M

Income Statement				
Items	Current amount	Amount of the last period	Ratio of change	Reasons
	Jan - Sep 2015	Jan - Sep 2014		
R	339,686,256.62	251,024,209.33	35.32%	M
A	33,340,027.70	11,784,007.60	182.93%	M
G	3,506,487.53	-9,516,778.44	136.85%	M
N	63,499,502.52	38,512,060.43	64.88%	M
N	10,862,409.73	15,531,263.99	-30.06%	M
●	-279,141,519.38	146,057,212.28	-291.12%	M

Statement of Cash Flow				
Items	Current amount	Amount of the last period	Ratio of change	Reasons
	Jan - Sep 2015	Jan - Sep 2014		
N	1,161,951,526.99	843,637,595.71	37.73%	M
N	764,402,303.12	1,793,987,740.16	-57.39%	M

Note: I 2014, C 31 D, 2014, H G D F M C L * (上海星藥業有限公司) (國藥控股國大藥業(上海)有限公司), H G D F M C L * (上海美益星大藥房連鎖有限公司) (國藥控股國大藥房上海連鎖有限公司) B J G M G C L * (北京金象大藥房醫藥連鎖有限責任公司)

“A” “ ” “ ”

3.2 A

(1) 2015年12月20日，本公司召開了2015年第四次臨時股東大會，審議並通過了《關於向特定對象發行人民幣總額不超過2.719億元A股股票並實施2015年第二期限制性股票激勵計劃的議案》（以下簡稱“《發行及激勵議案》”）（“C”）。

2015年12月20日，本公司召開了2015年第四次臨時股東大會，審議並通過了《關於向特定對象發行人民幣總額不超過2.719億元A股股票並實施2015年第二期限制性股票激勵計劃的議案》（以下簡稱“《發行及激勵議案》”）（“C”）。

2015年12月20日，本公司召開了2015年第四次臨時股東大會，審議並通過了《關於向特定對象發行人民幣總額不超過2.719億元A股股票並實施2015年第二期限制性股票激勵計劃的議案》（以下簡稱“《發行及激勵議案》”）（“C”）。

2015年12月25日，本公司召開了2015年第四次臨時股東大會，審議並通過了《關於向特定對象發行人民幣總額不超過2.719億元A股股票並實施2015年第二期限制性股票激勵計劃的議案》（以下簡稱“《發行及激勵議案》”）（“C”）。

2015年12月25日，本公司召開了2015年第四次臨時股東大會，審議並通過了《關於向特定對象發行人民幣總額不超過2.719億元A股股票並實施2015年第二期限制性股票激勵計劃的議案》（以下簡稱“《發行及激勵議案》”）（“C”）。

2015年12月25日，本公司召開了2015年第四次臨時股東大會，審議並通過了《關於向特定對象發行人民幣總額不超過2.719億元A股股票並實施2015年第二期限制性股票激勵計劃的議案》（以下簡稱“《發行及激勵議案》”）（“C”）。

(2) 2013年12月3日，本公司召開了2013年第四次臨時股東大會，審議並通過了《關於向特定對象發行人民幣總額不超過2.719億元A股股票並實施2013年第二期限制性股票激勵計劃的議案》（以下簡稱“《發行及激勵議案》”）（“C”）。

2013年12月3日，本公司召開了2013年第四次臨時股東大會，審議並通過了《關於向特定對象發行人民幣總額不超過2.719億元A股股票並實施2013年第二期限制性股票激勵計劃的議案》（以下簡稱“《發行及激勵議案》”）（“C”）。

2013年12月3日，本公司召開了2013年第四次臨時股東大會，審議並通過了《關於向特定對象發行人民幣總額不超過2.719億元A股股票並實施2013年第二期限制性股票激勵計劃的議案》（以下簡稱“《發行及激勵議案》”）（“C”）。

2015年10月10日，本公司召開了2015年第三次臨時股東大會，審議並通過了《關於向特定對象發行人民幣總額不超過2.719億元A股股票並實施2015年第一期限制性股票激勵計劃的議案》（以下簡稱“《發行及激勵議案》”）（“C”）。

2015年10月10日，本公司召開了2015年第三次臨時股東大會，審議並通過了《關於向特定對象發行人民幣總額不超過2.719億元A股股票並實施2015年第一期限制性股票激勵計劃的議案》（以下簡稱“《發行及激勵議案》”）（“C”）。

2015年10月10日，本公司召開了2015年第三次臨時股東大會，審議並通過了《關於向特定對象發行人民幣總額不超過2.719億元A股股票並實施2015年第一期限制性股票激勵計劃的議案》（以下簡稱“《發行及激勵議案》”）（“C”）。

(3) 16 A 2015, 46
 B ()
 C 2015 ()
 C 246,808,510 A MB23.50
 G L I C L * (中國人壽保險股份有限公司),
 G M L A M C, L * (招商財富資產管理有限公司),
 A M C, L * (泰康資產管理有限責任公司), G F
 M C, L * (中信建投基金管理有限公司), G A M
 C L * (匯添富基金管理股份有限公司), A
 F C, L * (安徽省鐵路建設投資基金有限公司), B I D I I
 M C, L * (北京中融鼎新投資管理有限公司) E I G C,
 L * (億利資源控股有限公司) C A

G MB5,799,999,985
 A MB3,600,000,000

2014
 C 21 A 2015,
 MB23.22
 249,784,664 A

16 2015, 56
 B ()
 C 2015 ()
 A C
 A C
 A
 A
 211,024,978
 MB4,899,999,989.16.

A C C
 (4) 27 A 2015, 55
 B ()
 C MB5
 7 C

3.3

5%

Background	Type	Covenantors	Undertakings	Validity period	Whether duration specified	Whether timely and

3.4

上海 Fosun Pharmaceutical (Group) Co., Ltd. 2015 年 12 月 29 日

Shanghai Fosun Pharmaceutical (Group) Co., Ltd.*

日期: 2015 年 12 月 29 日
: Chen Qiyu

4. APPENDICES

4.1 Financial statements

Consolidated balance sheet

30 September 2015

: Shanghai Fosun Pharmaceutical (Group) Co., Ltd.

Items	Closing balance as at the end of the Period	Opening balance as at the beginning of the Year
Current Assets:		
C	3,516,813,404.78	3,695,698,185.82
L		
E	38,724,495.54	33,770,584.14
B	408,527,911.80	472,523,132.71
	1,789,464,377.02	1,504,149,790.72
	136,605,468.61	137,690,114.05
I	677,257.70	1,023,889.42
D	16,983,973.47	14,264,402.96
	485,549,599.95	198,755,576.52
I	1,627,321,198.79	1,604,562,390.25
A		990,340,787.62
N		
	3,494,730.03	11,246,964.92
	8,024,162,417.69	8,664,025,819.13
Non-current assets:		
A	3,529,897,004.62	2,499,156,438.67
H		
L		
L	13,489,435,775.47	11,905,750,117.54
I		
F	4,720,292,409.25	4,623,958,317.63
C	964,172,888.14	1,051,988,109.53
	3,233,982.94	5,450,698.63
D		
I	2,857,317,020.41	2,822,483,093.20
D	167,214,321.23	89,379,481.02
G	3,292,538,591.11	3,255,041,739.55
L	11,804,369.09	13,583,440.85
D	92,366,614.48	101,221,671.79
	262,125,551.28	304,238,328.42
	29,390,398,528.02	26,672,251,436.83
	37,414,560,945.71	35,336,277,255.96

Consolidated balance sheet (Continued)

30 September 2015

Items	Closing balance as at the end of the Period	Opening balance as at the beginning of the Year
Current liabilities:		
B	4,508,065,870.77	2,841,223,392.47
D		
L		
F		
B	67,928,606.53	70,987,451.05
	874,465,599.33	833,974,948.21
	226,002,022.22	266,518,255.34
G		
F		
	296,895,628.48	298,472,746.11
	474,418,367.92	342,926,461.15
I	166,803,873.32	177,075,081.31
D	14,831,357.70	1,279,819.25
	1,379,103,280.44	1,935,656,885.83
I		
A		
A		
L		589,118,424.34
N	2,822,255,623.13	1,109,525,523.85
	63,116,411.43	1,070,561,681.96
	10,893,886,641.27	9,537,320,670.87
Non-current liabilities:		
L	1,618,247,844.35	771,191,646.56
B	1,894,480,886.28	3,085,482,735.30
L	890,883,419.71	710,056,624.65
A		
D	178,123,561.73	139,593,190.51
D	1,934,427,964.42	1,929,331,107.42
	73,391,869.13	60,299,392.99
	6,589,555,545.62	6,695,954,697.43
	17,483,442,186.89	16,233,275,368.30
Equity:		
	2,311,380,364.00	2,311,611,364.00
C	6,049,708,237.59	6,123,454,191.14
L		
	838,468,407.81	1,120,365,125.73
	1,662,373,054.64	1,662,373,054.64
G		
	6,700,890,376.05	5,457,045,050.64
F		
	17,562,820,440.09	16,674,848,786.15
N	2,368,298,318.73	2,428,153,101.51
	19,931,118,758.82	19,103,001,887.66
	37,414,560,945.71	35,336,277,255.96

Legal Representative:
Chen Qiyu

Chief Financial Officer:
Guan Xiaohui

Director of the Accounting Department:
Yan Jia



Balance Sheet of the Parent Company (Continued)

30 September 2015

Items	Closing balance as at the end of the Period	Opening balance as at the beginning of the Year
Current liabilities:		
	1,834,226,000.00	
	78,632,661.11	72,568,579.44
	23,932,653.33	21,842,286.49
	147,159,729.00	160,716,398.26
	1,364,923.50	1,062,450.00
	453,068,674.16	587,606,051.26
	2,641,935,028.99	1,037,216,423.85
		998,894,520.55
	5,180,319,670.09	2,879,906,709.85
Non-current liabilities:		
	186,740,000.00	85,000,000.00
	1,894,480,886.28	3,085,482,735.30
	1,525,000.00	1,750,000.00
	1,209,260,573.79	1,192,857,263.79
	3,292,006,460.07	4,365,089,999.09
	8,472,326,130.16	7,244,996,708.94
Equity:		
	2,311,380,364.00	2,311,611,364.00
	8,227,835,906.44	8,270,816,715.22
	55,747,958.04	224,689,817.57
	949,985,460.52	949,985,460.52
	4,193,926,575.18	2,839,595,396.66
	15,738,876,264.18	14,596,698,753.97
	24,211,202,394.34	21,841,695,462.91

Legal Representative:
Chen Qiyu

Chief Financial Officer:
Guan Xiaohui

Director of the Accounting Department:
Yan Jia

Consolidated Income Statement (Continued)

January – September 2015

Items	Current Amount (July – September)	Amount of the Last Period (July – September)	Current Amount (January – September)	Amount of the Last Period (January – September)
I.	-503,674,636.21	170,383,244.67	-279,141,519.38	146,057,212.28
	-506,044,279.16	169,738,571.45	-281,896,717.92	147,808,244.36
(i)				
1.				
2.				
(ii)	-506,044,279.16	169,738,571.45	-281,896,717.92	147,808,244.36
1.	732,427.55	-9,352.18	-195,739,333.69	-5,108,705.95
2.	-440,970,255.91	171,599,596.74	-16,216,735.14	149,088,050.35
3.				
4.				
5.	-65,806,450.80	-1,851,673.11	-69,940,649.09	3,828,899.96
6.				
	2,369,642.95	644,673.22	2,755,198.54	-1,751,032.08
II.	157,117,103.71	812,100,177.38	1,897,755,696.77	1,940,074,283.26
	81,440,708.74	726,766,676.07	1,609,072,739.39	1,722,392,108.74
	75,676,394.97	85,333,501.31	288,682,957.38	217,682,174.52
III. E				
(1)	0.25	0.24	0.82	0.69
(2)	0.25	0.24	0.82	0.69

Legal Representative:
Chen Qiyu

Chief Financial Officer:
Guan Xiaohui

Director of the Accounting Department:
Yan Jia

Consolidated Statement of Cash Flow (Continued)

January – September 2015

Items	Current Amount (January – September)	Amount of the Last Period (January – September)
III. Cash flow generated from financing activities:		
C	87,721,195.00	1,445,949,451.00
I	87,721,195.00	38,269,850.07
C	5,110,056,682.54	3,475,109,758.30
C	398,929,000.00	1,000,000,000.00
●	40,140,014.05	21,733,509.09
	5,636,846,891.59	5,942,792,718.39
C	3,519,139,442.58	1,623,242,732.68
C	1,114,614,719.91	1,012,768,967.52
I	268,686,768.21	133,554,721.22
●	238,690,425.98	1,512,793,278.03
	4,872,444,588.47	4,148,804,978.23
N	764,402,303.12	1,793,987,740.16
IV. Effects of exchange rate fluctuations on cash and cash equivalents	5,949,548.99	14,780,312.38
V. Net increase of cash and cash equivalents		

