

Valuation Report

Fosun Tourism Group

Portfolio Valuation

Valuation as at 30 November 2024

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10 February 2025

The Directors
Fosun Tourism Group
Room 808 & 2101-06
ICBC Tower
3 Garden Road Central
Hong Kong

Dear Sirs,

Instructions, Purpose & Valuation Date

In accordance with the instructions of Fosun Tourism Group (the “**Company**”) for us to value certain properties in the People’s Republic of China (the “**PRC**”) and Thailand (the “**Properties**”) (as more particularly described in the attached valuation report) in which the Company and/or its subsidiaries (together referred to as the “**Group**”) have interests, we confirm that we have carried out inspections, made relevant enquiries and obtained such further information as we considered necessary for the purpose of providing you with our opinion of the market values of the Properties as at 30 November 2024 (the “**Valuation Date**”).

Valuation Basis

Our valuation of each property represents its market value which in accordance with the HKIS Valuation Standards 2024 published by the Hong Kong Institute of Surveyors (“**HKIS**”) is defined as “the estimated amount for which an asset or liability should exchange on the valuation date between a willing buyer and a willing seller in an arm’s length transaction, after proper marketing and where the parties had each acted knowledgeably, prudently and without compulsion”.

Our valuation of each property is on an entirety interest basis.

Valuation Assumptions

Our valuation of each property excludes an estimated price inflated or deflated by special terms or circumstances such as atypical financing, sale and leaseback arrangement, special considerations or concessions granted by anyone associated with the sale, or any element of value available only to a specific owner or purchaser.

We confirm that we have complied with the requirements set out in Chapter 5 and Practice Note 12 of the Rules Governing the Listing of Securities published by The Stock Exchange of The Hong Kong Limited and The HKIS Valuation Standards 2024 published by The Hong Kong Institute of Surveyors and Rule 11 of The Codes on Takeovers and Mergers and Share Buy-backs issued by the Securities and Futures Commission.

In the course of our valuation of the Properties, we have relied on the information and advice given by the Company and the Company's PRC legal adviser (the "**Legal Adviser**"), Shanghai Allbright Law Offices, regarding the titles to the Properties and the interests of the Company in the properties in the PRC. The status of titles and grant of major certificates, approvals and licences, in accordance with the information provided by the Company are set out in the notes of the valuation report. Based on the information and advice given by the Company and the Legal Adviser, all consents, approvals and licences from relevant government authorities for the Properties, as more particularly described in the notes of the attached valuation report, and the design and construction of the Properties are in compliance with the local planning regulations and have been approved by the relevant authorities.

No allowance has been made in our valuations for any charges, pledges or amounts owing on the Properties nor any expenses or taxation which may be incurred in effecting a sale. Unless otherwise stated, our valuations are on the basis that the Properties are free from encumbrances, restrictions and outgoings of an onerous nature which could affect their values.

Method of Valuation

We have valued the hotel portions of the Properties by Discounted Cash Flow ("**DCF**") Method. DCF Method involves discounting future net cash flow after operation-related and property-related capital taxes (i.e. net operating income) of a property until the end of the respective unexpired land use term to its present value by using an appropriate discount rate that reflects the rate of return required by a third party investor for an investment of this type. We have prepared the cash flow forecast with reference to the current and anticipated market conditions.

The discount rate adopted in DCF Method reflects the rate of return required by a third party investor for an investment of similar use type. In determining the discount rate which reflects the inherent risks associated with investment in the property, we take into consideration compensation for risks inherent in future cash flows, inflation, revenue growth, our understanding of the return expected by investors for similar properties as well

as the level of discount rates used in valuations of similar types of properties. The discount rate adopted is reasonable and in line with the market norm having regard to the relevant analyses.

Given the property and market conditions, we have applied Investment Method for the retail portions. When using Investment Method, we have mainly made reference to lettings of other relevant comparable rental evidences of properties of similar use type subject to appropriate adjustments including but not limited to location, accessibility, age, quality, trade mix, size, time and other relevant factors.

The capitalisation rates adopted in our valuations are based on our analyses of the yields of properties of similar use type after due adjustments. Such capitalisation rates are estimated with reference to the yields generally expected by the market for comparable properties of similar use type, which implicitly reflects the type and quality of the properties, the expectation of the potential future rental growth, capital appreciation and relevant risk factors. The capitalisation rates adopted are reasonable and in line with the market norm having regard to the analysed yields of transactions of the relevant use type.

In the valuation of residential properties and land to be developed, we have utilised Market Comparison Method which is a commonly used valuation method for property valuation when there are relevant comparable sales evidence for reference to arrive at the market value. This method rests on the wide acceptance of the market evidence as the best indicator that can be extrapolated to similar properties, subject to allowances for variable factors. We consider the market value arrived at by Market Comparison Method is reliable. Such method is in line with market practice.

In response to the snow park portion of Property No. 2, due to the specific nature of the property and lack of sales transactions of properties of the same characteristics in the vicinity, we have mainly adopted Depreciated Replacement Cost (“DRC”) Method. DRC Method is based on an estimate of the market value of the land in its existing use, plus the current cost of replacement of the improvements, less allowance for physical deterioration and all relevant forms of obsolescence and optimisation. For the land portion, we have generally made reference to comparable land sales evidence as available in the relevant market subject to appropriate adjustments including but not limited to location, time, size etc. DRC Method is subject to service potential of the entity from the use of assets as a whole paying due regard to the total assets employed. The market value arrived using DRC Method applies to the whole of the complex or development as a unique interest, and no piecemeal transaction of the complex or development is assumed.

Sustainability and Environmental, Social, and Governance

Sustainability and Environmental, Social, and Governance (“ESG”) factors are considerations which some market participants may take into account in their decision-making and may be reflected in pricing. In the course of our valuation, we have, where applicable, taken into account, to the extent that current market participants would, of the material sustainability features of the properties as observed from inspection,

information supplied or notified to us by the Company. For the avoidance of doubt, our valuations do not constitute ESG risk assessments or ratings, which are outside our expertise and require additional specialists' advice beyond the scope of the valuer.

Source of Information

In the course of our valuation, we have relied to a very considerable extent on the information given by the Company and have accepted advice given to us on such matters as planning approvals, statutory notices, easements, tenure, identification of land and buildings, particulars of occupancy, site and floor areas, site and floor plans, number of guest rooms and parking spaces, facilities, interest attributable to the Group and all other relevant matters.

Dimensions, measurements and areas included in the valuation report are based on the information provided to us and are therefore only approximations. We have had no reason to doubt the truth and accuracy of the information provided to us by the Company which is material to the valuations. We were also advised by the Company that no material facts have been omitted from the information provided.

We would point out that the copies of documents provided to us are mainly compiled in Chinese or Thai characters and the transliteration into English represents our understanding of the contents. We would therefore advise the Company to make reference to the original Chinese or Thai edition of the documents and consult your legal adviser regarding the legality and interpretation of these documents.

Title Investigation

In respect of the properties in the PRC, we have been provided with extracts of documents relating to the titles of the properties but have not carried out land title searches. Legal opinions in respect of the properties in the PRC have been provided. We have no reason to doubt the truth and accuracy of such information provided by the Company and we have been advised by the Company that no material facts have been omitted from the information provided.

In respect of the property in Thailand, we have been provided with copies of the title documents relating to the property interest and have caused searches to be made at the appropriate land registries in Thailand.

Site Inspection

Amanda Liu (Valuer of our Beijing office) and Valerie Chan (Senior Associate Director of our Hong Kong office) inspected the exterior, and where possible, the interior of the properties in the PRC. Tatchada Supakornpichan (Head of Valuation and Advisory of our Thailand office), Noppadon Srithiamthong (Director of our Thailand office), Kattaliya Pitakvorarat (Senior Manager of our Thailand office), Surapong Srikokcharoen (Manager of our Thailand office) and Candice Li (Senior Manager of our Hong Kong office) inspected the exterior, and where possible, the interior of the property in Thailand. All inspections were conducted in December 2024. However, no structural survey has been

made, but in the course of our inspection, we did not note any serious defects. We are, however, not able to report that the Properties are free of rot, infestation or any other structural defects. No tests were carried out to any of the services.

Moreover, we have not carried out investigation on site to determine the suitability of the soil conditions and the services etc. for any future development. Our valuations are prepared on the assumption that these aspects are satisfactory and that no extraordinary costs or delays will be incurred during the construction period. Unless otherwise stated, we have not carried out on-site measurements to verify the site and floor areas of the Properties and we have assumed that the areas shown on the copies of the documents handed to us are correct.

Potential Tax Liabilities

As advised by the Company, the potential tax liabilities which would arise on the direct disposal of the Properties held by the Company at the amounts valued by us mainly comprise the following:

PRC properties

- Value-added tax at the rate of 9%
- Stamp duty at the rate of 0.05% of the contract price
- Land appreciation tax at progressive rates ranging from 30% to 60% on the appreciated amount (being the proceeds of sales of the property less deductible expenditure including costs of land, development and construction)
- Corporate income tax at the rate of 25% on the gain

Thailand property

- Corporate income tax on capital gain at 20%.
- Withholding tax at 1% on the disposal of immovable property on the payments made to a resident company.
- Transfer fee at 2% of the government assessed value of the property.
- Stamp Duty at 0.5% on the consideration except where the seller is subject to specific business tax (“**SBT**”). **SBT** of 3.3% is payable on the transfer value on transfer of real property requiring registration for change of ownership at the Land Department (**SBT** rate is 3% and a municipal tax of 10% paid to local authority).

In respect of the Properties held by the Company, the likelihood of the relevant tax liabilities being crystallised is remote as the Group have no plans for the disposal of such properties yet.

Other Disclosure

We hereby confirm that Cushman & Wakefield Limited and the undersigned have no pecuniary or other interests that could conflict with the proper valuation of the Properties or could reasonably be regarded as being capable of affecting our ability to give an unbiased opinion. We confirm that we are an independent qualified valuer, as referred to Rule 5.08 of the Listing Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Currency and Exchange Rate

Unless otherwise stated, all monetary amounts stated in our valuations are in Renminbi (“**RMB**”) and Thai Baht (“**THB**”) which are the official currencies for the properties in the PRC and Thailand respectively. For reference purpose, we have also stated the market values in Hong Kong Dollars (“**HKD**”) in the report. The exchange rates adopted as at the Valuation Date were HKD1 = RMB0.9309 and HKD1 = THB4.4077.

Intended Use of Report

This valuation report is issued for the use of the Company for regulatory disclosure purpose.

We attach herewith a summary of valuations and our valuation report.

Yours faithfully,
For and on behalf of
Cushman & Wakefield Limited



Grace Lam

MHKIS, MRICS, R.P.S. (GP)

Senior Director

Valuation & Advisory Services, Greater China

Notes:

- (1) Ms. Grace Lam is a Member of the Royal Institution of Chartered Surveyors, a Member of the Hong Kong Institute of Surveyors and a Registered Professional Surveyor (General Practice). Ms. Lam has over 30 years of experience in the professional property valuation and advisory services in the Greater China region and various overseas countries. Ms. Lam has sufficient current national knowledge of the market, and the skills and understanding to undertake the valuations competently.
- (2) The valuation of the property in Group II in Thailand was undertaken by Ms. Grace Lam in collaboration with Ms. Tatchada Supakornpichan, Head of Valuation and Advisory of our Thailand Office. Ms. Tatchada Supakornpichan is a Qualified Senior Valuer under the Securities and Exchange Commission, Thailand approval list no. ๓๗ 078 and member of Valuation Association of Thailand and Thai Valuers Association, and has over 20 years of experience in the valuation of properties in Thailand.
- (3) * Company name in English translation for identification only.

SUMMARY OF VALUATIONS

Group I — Property interests held by the Group in the PRC

Property	Market value in existing state as at 30 November 2024 (RMB)	Attributable interest to the Group (%)	Market value in existing state attributable to the Group as at 30 November 2024 (RMB)
1. Atlantis Sanya Development, Haitangwan, Haitang District, Sanya, Hainan Province, the PRC (中國 海南省三亞市 海棠區海棠灣 亞特蘭蒂斯酒店渡假村項目)	13,001,000,000	100	13,001,000,000
2. Club Med Urban Oasis Taicang Resort Development, Nanjiao Town, Taicang, Suzhou, Jiangsu Province, the PRC (中國 江蘇省蘇州市 太倉市南郊鎮 地中海白日方舟太倉渡 假村項目)	4,049,000,000	100	4,049,000,000
Sub-Total	<u>17,050,000,000</u>		<u>17,050,000,000</u>

Note:

The total market value in existing state of the property interests in the PRC and the total market value in existing state attributable to the Group as at 30 November 2024 were approximately HKD18,315,608,551 and HKD18,315,608,551 respectively.

Group II — Property interest held by the Group in Thailand

Property	Market value in existing state as at 30 November 2024 (THB)	Attributable interest to the Group (%)	Market value in existing state attributable to the Group as at 30 November 2024 (THB)
3. Leasehold interest of Club Med Phuket, No. 3 Kata Road, Karon Sub-district, Mueang Phuket District, Phuket Province, Thailand	3,270,000,000	49	1,602,000,000
Sub-Total	<u>3,270,000,000</u>		<u>1,602,000,000</u>

Note:

The market value in existing state of the property interest in Thailand and the market value in existing state attributable to the Group as at 30 November 2024 were approximately HKD741,883,522 and HKD363,454,863 respectively.

VALUATION REPORT

Group I — Property interests held by the Group in the PRC

Property	Description and tenure	Particulars of occupancy	Market value in existing state as at 30 November 2024												
1. Atlantis Sanya Development, Haitangwan, Haitang District, Sanya, Hainan Province, the PRC (中國 海南省三亞市 海棠區海棠灣 亞特蘭蒂斯酒店 度假村項目)	<p>The property comprises a commercial complex erected on various parcels of land with a total site area of approximately 63,667.68 sq m.</p> <p>The commercial complex is a large-scale development developed in various phases in 2018. It comprises various buildings and structures with a total gross floor area of approximately 310,091.03 sq m completed.</p> <p>Details of the gross floor (“GFA”) are areas as follows:</p> <table border="1"> <thead> <tr> <th>Use</th> <th>GFA (sq m)</th> </tr> </thead> <tbody> <tr> <td>Hotel</td> <td>250,298.58</td> </tr> <tr> <td>Water Park</td> <td>58,562.72</td> </tr> <tr> <td>Villa</td> <td>971.42</td> </tr> <tr> <td>Retail</td> <td><u>258.31</u></td> </tr> <tr> <td>Total</td> <td><u>310,091.03</u></td> </tr> </tbody> </table>	Use	GFA (sq m)	Hotel	250,298.58	Water Park	58,562.72	Villa	971.42	Retail	<u>258.31</u>	Total	<u>310,091.03</u>	<p>As at the Valuation Date, the hotel portion and water park of the property were operated under the brand of Atlantis.</p> <p>The retail portion is subject to various tenancies with the last term expiring in August 2027. The total monthly rent was approximately RMB1,510,000, exclusive of valued-added tax (“VAT”).</p> <p>The villas were vacant.</p>	<p>RMB13,001,000,000</p> <p>(RENMINBI THIRTEEN BILLION ONE MILLION)</p>
Use	GFA (sq m)														
Hotel	250,298.58														
Water Park	58,562.72														
Villa	971.42														
Retail	<u>258.31</u>														
Total	<u>310,091.03</u>														
	<p>The land use rights of the property have been granted for terms of 40 years due to expire on 18 February 2054 for commercial uses (hotel, villa and retail), and 50 years due to expire on 18 February 2064 for water park use.</p>														

Notes:

- (1) According to 42 Real Estate Title Certificates issued by 三亞市自然資源和規劃局 (the Sanya Municipal Bureau of Natural Resources and Planning) (the “grantor”), the land use rights of the property have been vested in 海南亞特蘭蒂斯商旅發展有限公司 (Hainan Atlantis Business Travel Development Co., Ltd.) with details as follows:

Certificate No.	Land Use Term Expiry Date	Use	Site Area (sq m)	GFA (sq m)
(2019) 0020874	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	20.29	13.74
(2019) 0021433	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	0.00	726.73
(2019) 0021432	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	370.03	363.29
(2019) 0020588	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	12,344.21	27,453.67
(2019) 0020742	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	89.26	62.60
(2019) 0020743	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	115.61	91.02
(2019) 0020872	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	1,636.31	3,054.71
(2019) 0001421	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	431.38	416.11
(2019) 0022259	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	3171.31	10,054.95
(2019) 0022258	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	317.37	654.47
(2019) 0020876	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	21.13	13.74
(2019) 0021426	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	660.17	1,749.55
(2019) 0021428	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	82.20	144.64
(2019) 0021435	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	57.48	36.96
(2019) 0021437	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	89.26	56.89
(2019) 0020877	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	19.69	13.74
(2019) 0020875	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	20.29	13.74
(2019) 0021430	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	582.97	562.11
(2019) 0021424	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	431.39	416.11
(2019) 0020869	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	146.40	135.25
(2019) 0021441	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	0.00	1,370.42
(2019) 0021422	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	431.38	416.11

Certificate No.	Land Use Term Expiry Date	Use	Site Area (sq m)	GFA (sq m)
(2019) 0021425	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	2,746.12	6,710.11
(2019) 0021442	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	0.00	338.43
(2019) 0021429	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	2,119.02	2,027.58
(2019) 0021420	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	1,612.74	1,449.49
(2019) 0020879	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	62.50	58.86
(2019) 0020878	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	21.10	13.74
(2019) 0020873	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	20.29	13.74
(2019) 0021434	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	30.66	10.32
(2019) 0021438	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	57.52	36.96
(2019) 0021439	2064/2/18	Leisure and Recreation Land/ Supporting Facilities	0.00	82.94
(2019) 0028876	2054/2/18	Hotel Land/Supporting Facilities	48.34	10.32
(2019) 0028621	2054/2/18	Hotel Land/Supporting Facilities	237.94	228.16
(2019) 0028620	2054/2/18	Hotel Land/Supporting Facilities	157.36	152.51
(2019) 0028619	2054/2/18	Hotel Land/Supporting Facilities	157.81	107.46
(2019) 0028451	2054/2/18	Hotel Land/Supporting Facilities	32,113.73	248,863.64
(2019) 0028626	2054/2/18	Catering Land/Commercial	437.24	256.32
(2019) 0029579	2054/2/18	Catering Land/Commercial	850.26	680.17
(2019) 0029785	2054/2/18	Hotel Land/Property Hotel	1,182.96	647.71
(2019) 0031521	2054/2/18	Hotel Land/Property Hotel	761.34	323.71
(2019) 0010022	2054/2/18	Catering Land/Commercial	12.62	258.31
Total			<u>63,667.68</u>	<u>310,091.03</u>

- (2) According to Business Licence No. 914602000623459876 dated 28 April 2024, 海南亞特蘭蒂斯商旅發展有限公司 (Hainan Atlantis Business Travel Development Co., Ltd.) was established on 15 May 2013 as a limited company with a registered capital of RMB801,500,000 for a valid operating period from 15 May 2013 to 15 May 2043.
- (3) As advised by the Company, 海南亞特蘭蒂斯商旅發展有限公司 (Hainan Atlantis Business Travel Development Co., Ltd.) is wholly owned subsidiary of the Company.

- (4) We have been provided with a legal opinion issued by the Company's Legal Adviser, which contains, *inter alia*, the following information:
- (a) 海南亞特蘭蒂斯商旅發展有限公司 (Hainan Atlantis Business Travel Development Co., Ltd.) is a legally established limited liability company with a valid business licence and is effectively operating;
 - (b) 海南亞特蘭蒂斯商旅發展有限公司 (Hainan Atlantis Business Travel Development Co., Ltd.) have obtained all approvals and permissions for obtaining all rights of the property and land use;
 - (c) The property is subject to a legal charge for a term loan commencing with Shandong International Trust Co., Ltd. as the mortgagee, corresponding to a principal debt amount of RMB7.001 billion, expiring on 28 January 2044; and
 - (d) 海南亞特蘭蒂斯商旅發展有限公司 (Hainan Atlantis Business Travel Development Co., Ltd.) has fully settled the land premium.
- (5) The status of the title and grant of major approvals and licences in accordance with the information provided by the Company and the opinion of the PRC legal adviser:
- | | |
|-------------------------------|-----|
| Real Estate Title Certificate | Yes |
| Business Licence | Yes |
- (6) In the course of our valuation, we have adopted discount rate of 7.75% for the hotel and water park portion.

VALUATION REPORT

Property	Description and tenure	Particulars of occupancy	Market value in existing state as at 30 November 2024																					
2. Club Med Urban Oasis Taicang Resort Development, Nanjiao Town, Taicang, Suzhou, Jiangsu Province, the PRC (中國江蘇省蘇州市太倉市南郊鎮地中海白日方舟太倉渡假村項目)	<p>The property comprises a commercial complex erected on various parcels of land with a total site area of approximately 197,955.42 sq m.</p> <p>The property comprises four portions, with hotel, indoor ski centre, retail and residential areas completed in between 2021 and 2023. It comprises various buildings and structures with a total gross floor area of approximately 265,326.59 sq m completed. Besides, two parcels of land remain undeveloped with no specific commencement or completion dates scheduled.</p> <p>Details of the site area and gross floor areas as follows:</p> <table border="1"> <thead> <tr> <th>Use</th> <th>Site Area (sq m)</th> <th>GFA (sq m)</th> </tr> </thead> <tbody> <tr> <td>Hotel</td> <td>12,275.30</td> <td>48,235.66</td> </tr> <tr> <td>Snow Park</td> <td>57,732.70</td> <td>90,910.68</td> </tr> <tr> <td>Retail</td> <td>45,709.80</td> <td>60,395.31</td> </tr> <tr> <td>Residential</td> <td>33,265.72</td> <td>65,784.94</td> </tr> <tr> <td>Land</td> <td>48,971.90</td> <td>—</td> </tr> <tr> <td>Total</td> <td><u>197,955.42</u></td> <td><u>265,326.59</u></td> </tr> </tbody> </table>	Use	Site Area (sq m)	GFA (sq m)	Hotel	12,275.30	48,235.66	Snow Park	57,732.70	90,910.68	Retail	45,709.80	60,395.31	Residential	33,265.72	65,784.94	Land	48,971.90	—	Total	<u>197,955.42</u>	<u>265,326.59</u>	<p>As at the Valuation Date, the hotel portion was operated under the brand of Club Med, and Snow Park is operated by the Compagnie des Alpes team.</p> <p>Portions of the retail space with a total gross floor area of approximately 30,801.10 sq m are subject to various tenancies with the last term expiring in October 2039. The total monthly rent was approximately RMB520,000 (exclusive of VAT).</p> <p>The residential portion was vacant.</p> <p>The undeveloped land portion was vacant.</p>	<p>RMB4,049,000,000 (RENMINBI FOUR BILLION FORTY NINE MILLION)</p>
Use	Site Area (sq m)	GFA (sq m)																						
Hotel	12,275.30	48,235.66																						
Snow Park	57,732.70	90,910.68																						
Retail	45,709.80	60,395.31																						
Residential	33,265.72	65,784.94																						
Land	48,971.90	—																						
Total	<u>197,955.42</u>	<u>265,326.59</u>																						

Notes:

- (1) According to 11 Real Estate Title Certificates issued by 太倉市自然資源和規劃局 (the Taicang Municipal Bureau of Natural Resources and Planning) (the “grantor”), the land use rights of the property have been vested in 悦洲(太倉)旅遊文化開發有限公司 (“悦洲”), 悦浩(太倉)旅遊文化開發有限公司 (“悦浩”), 悦雪(太倉)旅遊文化開發有限公司 (“悦雪”), 悦歐(太倉)旅遊文化開發有限公司 (“悦歐”) with details as follows:

Use	Owner	Certificate No.	Land Use Term Expiry Date	Use	Site Area (sq m)	GFA (sq m)
Hotel	悦洲	(2023) 1055109	2058/3/19	Accommodation and Catering Land/Hotel	12,275.30	48,235.66
Indoor Ski Center	悦雪	(2023) 1047894	2058/3/19	Cultural Facilities, Sports, Entertainment Land/Non-residential	57,732.70	90,910.68
Retail	悦歐	(2023) 1056400	2058/9/4	Commercial Land/Commercial	11,345.50	14,189.42
Retail	悦歐	(2023) 1056402	2058/9/4	Commercial Land/Commercial	8,546.20	13,929.54
Retail	悦歐	(2023) 1056401	2058/9/4	Commercial Land/Commercial	17,791.70	19,607.08
Retail	悦歐	(2023) 1056399	2058/9/4	Commercial Land/Commercial	8,026.40	12,669.27
Residential	悦浩	(2019) 0004520	2088/10/10	Residential Land	7,313.92	15,673.87
Residential	悦歐	(2018) 0027218	2088/9/4	Residential Land	3,077.34	5,795.57
Residential	悦雪	(2019) 0003258	2088/3/19	Residential Land	22,874.47	44,315.50
Undeveloped Land	悦浩	(2019) 0004517	2058/10/10	Business and Financial Land	22,648.40	—
Undeveloped Land	悦洲	(2019) 0000029	2088/3/19	Residential Land	26,323.50	—
Total					<u>197,955.42</u>	<u>265,326.59</u>

- (2) According to Business Licence No. 91320585MA1WT8CK83 dated 16 March 2023, 悦歐(太倉)旅遊文化開發有限公司 (Yue Ou (Taicang) Tourism Culture Development Co., Ltd) was established on 29 June 2018 as a limited company with a registered capital of RMB1,100,000,000 for a valid operating period from 29 June 2018 to 28 June 2048.

According to Business Licence No. 91320585MA1WNL2X0 dated 17 March 2023, 悦雪(太倉)旅遊文化開發有限公司 (Yue Xue (Taicang) Tourism Culture Development Co., Ltd.) was established on 7 June 2018 as a limited company with a registered capital of RMB510,000,000 for a valid operating period from 7 June 2018 to 6 June 2048.

According to Business Licence No. 91320585MA1WNL0M00 dated 17 March 2023, 悦洲(太倉)旅遊文化開發有限公司 (Yue Zhou (Taicang) Tourism Culture Development Co., Ltd.) was established on 7 June 2018 as a limited company with a registered capital of RMB460,000,000 for a valid operating period from 7 June 2018 to 6 June 2048.

According to Business Licence No. 91320585MA1WW3430P dated 17 March 2023, 悦浩(太倉)旅遊文化開發有限公司 (Yue Hao (Taicang) Tourism Culture Development Co., Ltd.) was established on 12 July 2018 as a limited company with a registered capital of RMB510,000,000 for a valid operating period from 12 July 2018 to 11 July 2048.

- (3) As advised by the Company, 悦歐(太倉)旅遊文化開發有限公司 (Yue Ou (Taicang) Tourism Culture Development Co., Ltd), 悦雪(太倉)旅遊文化開發有限公司 (Yue Xue (Taicang) Tourism Culture Development Co., Ltd.), 悦洲(太倉)旅遊文化開發有限公司 (Yue Zhou (Taicang) Tourism Culture Development Co., Ltd.), and 悦浩(太倉)旅遊文化開發有限公司 (Yue Hao (Taicang) Tourism Culture Development Co., Ltd.) are wholly owned subsidiaries of the Company.

- (4) We have been provided with a legal opinion issued by the Company's Legal Adviser, which contains, *inter alia*, the following information:

- (a) 悦歐(太倉)旅遊文化開發有限公司 (Yue Ou (Taicang) Tourism Culture Development Co., Ltd), 悦雪(太倉)旅遊文化開發有限公司 (Yue Xue (Taicang) Tourism Culture Development Co., Ltd.), 悦洲(太倉)旅遊文化開發有限公司 (Yue Zhou (Taicang) Tourism Culture Development Co., Ltd.), and 悦浩(太倉)旅遊文化開發有限公司 (Yue Hao (Taicang) Tourism Culture Development Co., Ltd.) have legally obtained and are the legal owners of the land use rights of the property;

- (b) 悦歐(太倉)旅遊文化開發有限公司 (Yue Ou (Taicang) Tourism Culture Development Co., Ltd), 悦雪(太倉)旅遊文化開發有限公司 (Yue Xue (Taicang) Tourism Culture Development Co., Ltd.), 悦洲(太倉)旅遊文化開發有限公司 (Yue Zhou (Taicang) Tourism Culture Development Co., Ltd.), and 悦浩(太倉)旅遊文化開發有限公司 (Yue Hao (Taicang) Tourism Culture Development Co., Ltd.) have obtained all approvals and permissions for obtaining all rights of the property and land use;

- (c) 悦歐(太倉)旅遊文化開發有限公司 (Yue Ou (Taicang) Tourism Culture Development Co., Ltd) is not subject to any mortgage, seizure, or freezing;

悦雪(太倉)旅遊文化開發有限公司 (Yue Xue (Taicang) Tourism Culture Development Co., Ltd.) is subject to a legal charge for a term loan commencing with Bank of China Limited, Taicang Branch as the mortgagee, corresponding to a principal debt amount of RMB15 billion, expiring on 2 February 2036;

悦洲(太倉)旅遊文化開發有限公司 (Yue Zhou (Taicang) Tourism Culture Development Co., Ltd.) has established a mortgage, with the mortgagee being PanGu Bank (China) Co., Ltd., Xiamen Branch. The corresponding principal claim is from 1 July 2022 to 31 December 2030, with the maximum guaranteed debt balance not exceeding RMB420 million; and

悦浩(太倉)旅遊文化開發有限公司 (Yue Hao (Taicang) Tourism Culture Development Co., Ltd.) is not subject to any mortgage, seizure, or freezing; and

- (d) 悦歐(太倉)旅遊文化開發有限公司 (Yue Ou (Taicang) Tourism Culture Development Co., Ltd), 悦雪(太倉)旅遊文化開發有限公司 (Yue Xue (Taicang) Tourism Culture Development Co., Ltd.), 悦洲(太倉)旅遊文化開發有限公司 (Yue Zhou (Taicang) Tourism Culture Development Co., Ltd.), and 悦浩(太倉)旅遊文化開發有限公司 (Yue Hao (Taicang) Tourism Culture Development Co., Ltd.) have fully settled the land premium.

- (5) The status of the title and grant of major approvals and licences in accordance with the information provided by the Company and the opinion of the PRC legal adviser:

Real Estate Title Certificate	Yes
Business Licence	Yes

- (6) In the course of our valuation, we have adopted discount rate of 7.75% for the hotel portion.

VALUATION REPORT

Group II — Property interest held by the Group in Thailand

Property	Description and tenure	Particulars of occupancy	Market value in existing state as at 30 November 2024																																																							
3. Leasehold interest of Club Med Phuket, No. 3 Kata Road, Karon Sub-district, Mueang Phuket District, Phuket Province, Thailand	<p>The property comprises two plots of leasehold land, registered under five title deeds, with a total area of 154,862 sq m. They include PLOT 1, owned by and leased from G.M.R. Company Limited, and PLOT 2, owned by and leased from the Administrative Organization of Phuket Province.</p> <p>Developments on the site include an all-inclusive package resort and supporting facilities, named “CLUB MED PHUKET”, with total existing 334 keys. Additional 32 keys are under construction, scheduled for completion in 2025, along with the renovation of the remaining keys. Upon completion, there will be 366 keys for guest members. There are 68 buildings and improvements on the site, with a total gross floor area of approximately 36,300 sq m.</p>	<p>As at the Valuation Date, the property was operated under the brand of Club Med.</p> <p>Portions of the existing buildings, including Resort Buildings A, B, C and D, Brand New Family, and the Oasis Area, totalling 74 keys, were renovated in 2024. Renovations are planned to continue for Resort Buildings E to M in 2025.</p> <p>Meanwhile, additional buildings and facilities on PLOT 2 were under construction. These include 4 resort buildings (32 keys each for 3–4 guests), 3 staff residences, restaurants, a swimming pool, and an electrical room.</p> <p>As of Q4 2024, the construction and renovation progress were ongoing, and the entire resort was expected to be fully serviced in 2026, with 366 keys accommodating 783 beds.</p>	<p>THB 3,270,000,000</p> <p>(THAI BAHT THREE BILLION TWO HUNDRED SEVENTY MILLION)</p> <p>(49% interest attributable to the Group: THB1,602,000,000)</p>																																																							
	<table border="1"> <thead> <tr> <th>Plot</th> <th>Building</th> <th>No. of Block</th> <th>GFA (sq m)</th> </tr> </thead> <tbody> <tr> <td colspan="4">Existing Buildings</td> </tr> <tr> <td>1</td> <td>E-U</td> <td>17</td> <td>13,292.50</td> </tr> <tr> <td>1</td> <td>Supporting</td> <td>37</td> <td>14,134.95</td> </tr> <tr> <td></td> <td>Sub-Total</td> <td>54</td> <td>27,427.45</td> </tr> <tr> <td>2</td> <td>A-D</td> <td>4</td> <td>3,888.00</td> </tr> <tr> <td colspan="4">Under Construction Buildings</td> </tr> <tr> <td>2</td> <td>A1-D1</td> <td>4</td> <td>2,305.60</td> </tr> <tr> <td>2</td> <td>Restaurant</td> <td>1</td> <td>385.70</td> </tr> <tr> <td>2</td> <td>Swimming Pool</td> <td>1</td> <td>1,304.90</td> </tr> <tr> <td>2</td> <td>Staff Residence</td> <td>3</td> <td>857.80</td> </tr> <tr> <td>2</td> <td>Electrical Room</td> <td>1</td> <td>122.00</td> </tr> <tr> <td></td> <td>Sub-Total</td> <td>14</td> <td>8,864.00</td> </tr> <tr> <td></td> <td>Grand Total</td> <td>68</td> <td>36,291.45</td> </tr> </tbody> </table>	Plot	Building	No. of Block	GFA (sq m)	Existing Buildings				1	E-U	17	13,292.50	1	Supporting	37	14,134.95		Sub-Total	54	27,427.45	2	A-D	4	3,888.00	Under Construction Buildings				2	A1-D1	4	2,305.60	2	Restaurant	1	385.70	2	Swimming Pool	1	1,304.90	2	Staff Residence	3	857.80	2	Electrical Room	1	122.00		Sub-Total	14	8,864.00		Grand Total	68	36,291.45	
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Property	Description and tenure	Particulars of occupancy	Market value in existing state as at 30 November 2024
	<p>The property is situated on Kata Beach, one of the tourist attractions in the south of Phuket. It offers full-board gourmet cuisine, stunning pools, a wellness spa, Thai boxing, and kids clubs. Public transport is available in the area, and access to other areas is convenient by rental car, motorbike, local vehicle service, and speed boat service to other tourist destinations.</p>		
	<p>The property is held in leasehold with two different lease terms. The first is PLOT 1, held under a lease agreement for G.M.R. Co., Ltd., with a 30-year term ending on 24 December 2045. The second is PLOT 2, held under a building lease agreement with the Administrative Organisation of Phuket Province, for a lease term ending on 24 September 2033, and assumed to be renewable upon expiry in this valuation.</p>		

Notes:

- (1) According to a Lease Agreement dated 25 October 1985 and an Amendment to the Lease Agreement dated 2005 entered into between G.M.R. Company Limited (the lessor) and Holiday Village (Thailand) Limited (the lessee), the term of the lease granted shall be thirty years. The lessor and the lessee each have an absolute right to renew this lease for an additional period of thirty years thereafter. Staring from the fourth year from the commencement date such rent shall not be less than United States Dollars 20,000 per annum.

- (2) Our title searches at the Phuket Land Department Office Provincial at Mueang District Branch revealed a legal description of the subject land plot under valuation as follows:

Land Plot 1: Land leased from G.M.R. Company Limited

Title Deed No.	Lot No.	Surveyed No.	Registered Land Area
14416, 17865, 110145, 110151*	289, 70, 348, 354	4, 7, 3745, 3751	97,430.40 sq m

* This title deed is presently used for public road.

Tenure:	Freehold interest.
Place Registered:	Mueang Phuket District Administrative Office
Registered Owner:	G.M.R. Company Limited
Encumbrance(s):	Subject to long term lease with Holiday Village (Thailand) Limited

- (3) According to an Agreement on Lease of Land of Administration Organisation of Changwad Bhuket dated 24 September 1985 entered into between Administration Organisation of Changwad Bhuket (the lessor) and Holiday Villages (Thailand) Ltd. (the lessee), the object of the lease is for improving and developing the land as a place of popular resort for a period of 30 years commencing on 25 September 1985 and expiring on 24 September 2015.

According to an Amendment to the Lease Agreement dated 26 March 1987, upon expiration of the 30 years' term pursuant to the Lease Agreement, the parties agree that all the buildings and construction on the land under the Lease Agreement including accessories and component parts and immovable property which is used in said business or in connection with said business as well as furniture etc. shall become the properties of the lessor forthwith free and clear from any obligation and encumbrances.

Upon expiration of the lease, if the lessee desires to extend the lease, a request must be filed with the lessor for renewal within 30 days before the expiry of the lease. In every renewal of the lease, the lessor may allow the lessee to renew the lease each time for a period of not more than 30 years.

According to a Building Lease Agreement entered into between the Phuket Provincial Administrative Organisation (the lessor) and Holiday Villages (Thailand) Limited (the lessee) dated 5 April 2019, the lessor agrees to lease to the lessee the buildings for tourists and staff accommodation including other structures and items within the buildings; and the used land connected to the buildings for the purpose of hotel business for 15 years from 25 September 2018 to 24 September 2033.

Note: Based on our interview and verification with the government officer, for the purposes of this valuation, we assume the lease will be renewed until 2045 for 12 years regarding the lease expiration of Plot 1.

- (4) Our title searches at the Phuket Land Department Office Provincial at Mueang District Branch revealed a legal description of the subject land plot under valuation as follows:

Land Plot 2: Land leased from Administrative Organisation of Phuket Province

Registered Land Area:	57,431.60 sq m
Tenure:	Freehold interest
Place Registered:	Mueang Phuket District Administrative Office
Registered Owner:	Administrative Organisation of Phuket Province
Encumbrance(s):	Subject to long term lease with Holiday Village (Thailand) Limited.

- (5) Fosun Tourism Group (as tenant) has leased the two pieces of land from G.M.R. Company Limited and Administrative Organization of Phuket Province (which are not members of the Group).

Land Plots 1 & 2: Land leased for Club Med Phuket

Land Plot	Registered Land Area
Land Plot 1	97,430.40 sq m
Land Plot 2	<u>57,431.60 sq m</u>
Total	<u>154,862.00 sq m</u>

- (6) The status of title and grant of major approvals and licences in accordance with the information provided by the client are as follows:

Title Deeds and Land Certifications	Yes, partially provided
Land Lease Agreement	Yes, partially provided
Building Lease Agreements	Yes
Building Construction Permit	Yes, partially provided
Building Certificate	Yes, partially provided
Business Licence (Hotel licence)	Yes

- (7) The property is zoned for Orange Zone (Medium-Residential Area).
- (8) Dimensions, measurements, areas, building age included in the valuation report are based on the information provided to us, government tax receipt, and are therefore only approximations.
- (9) We have relied on the land rental payment based on the 2024 actual rent provided by the client and the projections are therefore only approximations.
- (10) In the course of our valuation, we have adopted a discount rate of 10.5% for the hotel portion.