



Shanghai Jin Jiang International Hotels (Group) Company Limited*

上海錦江國際酒店(集團)股份有限公司

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

(Stock Code: 2006)

OVERSEAS REGULATORY ANNOUNCEMENT

This announcement is issued pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The original Chinese version of the following announcement will be released on 15 March 2007 in Shanghai and in Hong Kong by Shanghai Jin Jiang International Hotels Development Company Limited (the "Company"), which is a subsidiary of Shanghai Jin Jiang International Hotels (Group) Company Limited and whose A Shares and B Shares are listed on the Shanghai Stock Exchange:

Shanghai Jin Jiang International Hotels Development Company Limited Announcement in respect of the Listing of Shares in Circulation Subject to Lock-up

The Company and all members of the Board of Directors hereby warrant that the information contained in the announcement is true, accurate and complete and jointly and severally accept responsibility for any misrepresentations, misleading statements or material omissions herein.

IMPORTANT NOTES:

- The number of shares in circulation subject to lock-up that will be listed this time is 10,065,610 shares.
- The listing date of such shares in circulation subject to lock-up that will be listed this time is 21 March 2007.

I. INFORMATION PERTINENT TO THE SHARE SPLIT REFORM PLAN

1. The Share Split Reform Plan of the Company was passed at the relevant shareholders' meeting held on 16 December 2005 and was implemented with 19 January 2006 as the record date, and the trading in the shares was resumed for the first time on 23 January 2006.
2. There are no arrangements for any further increase of the consideration under the Share Split Reform Plan of the Company.

II. RELEVANT UNDERTAKINGS IN RESPECT OF THE LISTING OF SHARES IN CIRCULATION SUBJECT TO LOCK-UP UNDER THE SHARE SPLIT REFORM PLAN

Shanghai Jin Jiang International Hotels (Group) Company Limited, the controlling shareholder, had undertaken that, within two months subsequent to the completion of the Share Split Reform Plan, it will inject not less than RMB30 million for the purpose of increasing its holding of A Shares of the

Company as and when appropriate. During the said period of implementing the increase of its holding of A Shares of the Company and within six months subsequent to the completion of such plan, it will not dispose of any shares acquired and will fulfill its related obligations of information disclosure.

Implementation: On 23 March 2006, the Company disclosed the information relating to the implementation of the increase in shareholding in the Company by the controlling shareholder by means of an announcement, in which it was stated that the controlling shareholder had acquired from the secondary market, in aggregate, 14,770,003 A Shares of the Company by injecting RMB100,048,400 in total. Accordingly, the controlling shareholder has fulfilled its undertaking in respect of the increase in its shareholding in the Company's A Shares.

III. CHANGES IN THE SHARE CAPITAL STRUCTURE AND SHAREHOLDING IN THE COMPANY SUBSEQUENT TO THE IMPLEMENTATION OF THE SHARE SPLIT REFORM PLAN

1. Since the implementation of the Share Split Reform Plan and up to now, changes in the share capital structure of the Company are as follows:

Unit: Share(s)		Number of shares held subsequent to the implementation of the Share Split Reform Plan	Changes in the number of shares	Subsequent to the listing for the first time on 23 January 2007
Shares in circulation subject to lock-up	State-owned shares ^{Note 1}	287,160,085	-30,162,037	256,998,048
	Other domestic legal person shares	31,229,055	-18,847,769	12,381,286 ^{Note 2}
Total number of shares in circulation subject to lock-up		<u>318,389,140</u>	<u>-49,009,806</u>	<u>269,379,334</u>
Shares in circulation not subject to lock-up	A Shares	128,851,600	49,009,806	177,861,406
	B Shares	156,000,000	0	156,000,000
Total number of shares in circulation not subject to lock-up		<u>284,851,600</u>	<u>49,009,806</u>	<u>333,861,406</u>
Total number of shares		<u><u>603,240,740</u></u>	<u><u>0</u></u>	<u><u>603,240,740</u></u>

Note 1: All state-owned shares were held by Shanghai Jin Jiang International Hotels (Group) Company Limited.

Note 2: Of which, Shanghai Jin Jiang International Hotels (Group) Company Limited held 581,286 shares.

2. Subsequent to the listing of part of the shares in circulation subject to lock-up on 23 January 2007, relative changes in remaining number of shares in circulation subject to lock-up are as follows:

Name of shareholders	Number of shares held subsequent to the listing for the first time on 23 January 2007	Changes in the number of shares held	Existing number of shares held	Reasons for changes
Shanghai Jin Jiang International Hotels (Group) Company Limited	257,579,334 ^{Note 1}	+954,390 ^{Note 2}	258,533,724 ^{Note 3}	Reimbursement of consideration accepted
上海嘉海投資有限公司	9,360,000	-818,049	8,541,951	Reimbursement of consideration
中國銀行股份有限公司上海市分行	1,560,000	-136,341	1,423,659	Reimbursement of consideration
上海浦東商業建設有限公司	780,000	0	780,000	—
上海互達工貿有限公司	100,000	0	100,000	Reimbursement of consideration in cash
Total	<u>269,379,334</u>	<u>0</u>	<u>269,379,334</u>	

Note 1: Of which, 256,998,048 shares are stated-owned shares and 581,286 shares are other domestic legal person shares.

Note 2: The type of share is other domestic legal person share.

Note 3: Of which, 256,998,048 shares are stated-owned shares and 1,535,676 shares are other domestic legal person shares.

Note 4: As at the date of disclosure of this announcement, Shanghai Jin Jiang International Hotels (Group) Company Limited holds 303,465,740 shares of the Company in total, accounting for 50.31% of total share capital of the Company.

IV. THERE IS NO MISAPPROPRIATION OF CAPITAL BY THE MAJORITY SHAREHOLDER OF THE COMPANY.

V. OPINION OF THE SPONSOR AFTER EXAMINATION

The sponsor of the Share Split Reform Plan of the Company, 國泰君安證券股份有限公司 (Guotai Junan Securities Company Limited), was of the opinion after examination that “the relevant shareholders of the Company have complied with their undertakings made under the Share Split Reform Plan, and the application for the listing of shares in circulation subject to lock-up made by the Board of Directors of the Company is in compliance with the relevant regulations.”

VI. INFORMATION CONCERNING SHARES IN CIRCULATION SUBJECT TO LOCK-UP THIS TIME

1. The number of shares in circulation subject to lock-up that will be listed this time is 10,065,610 shares;
2. The listing date of such shares in circulation subject to lock-up that will be listed this time is 21 March 2007;

3. A detailed breakdown of the shares in circulation subject to lock-up that will be listed is as follows:

No.	Name of shareholders	Number of shares in circulation subject to lock-up	Percentage in total share capital of the Company	Number of shares to be listed this time	Remaining number of shares in circulation subject to lock-up
1	Shanghai Jin Jiang International Hotels (Group) Company Limited	258,533,724	42.86%	0	258,533,724
2	上海嘉海投資有限公司	8,541,951	1.42%	8,541,951	0
3	中國銀行股份有限公司上海市分行	1,423,659	0.24%	1,423,659	0
4	上海浦東商業建設有限公司	780,000	0.13%	0	780,000
5	上海互達工貿有限公司	<u>100,000</u>	<u>0.02%</u>	<u>100,000</u>	<u>0</u>
	Total	<u>269,379,334</u>	<u>44.66%</u>	<u>10,065,610</u>	<u>259,313,724</u>

4. Deviations between the listing of shares in circulation subject to lock-up this time and the information as set out in the Share Split Reform Plan memorandum:

(1) The number of legal person shares in circulation subject to lock-up that will be listed as disclosed in the Share Split Reform Plan memorandum was 31,229,055 shares, whereas a total of 18,847,769 shares were listed for circulation on 23 January 2007, and the actual number of shares that will be listed this time is 10,065,610 shares, whereas 780,000 shares held by one remaining shareholder will not be listed this time due to non-reimbursement of consideration.

(2) The controlling shareholder of the Company, Jin Jiang International Hotels (Group) Company Limited, was converted into Shanghai Jin Jiang International Hotels (Group) Company Limited in January 2006. There is a change in the name of a shareholder to 上海嘉海投資有限公司 at the end of year 2006 due to a transfer under an agreement by the former shareholder 上海市城市建設投資開發總公司 and the relevant procedures for change have been completed. 中國銀行上海信託諮詢公司 changed its name into 中國銀行股份有限公司上海市分行.

5. This listing of shares in circulation subject to lock-up is the second time that the Company has arranged for the listing of shares in circulation subject to lock-up (as a result of the Share Split Reform Plan). The first time when the Company arranged for the listing of shares in circulation subject to lock-up, the listing date was 23 January 2007.

VII.Changes in share capital structure

Unit: Share(s)

		Prior to this listing	Changes in the Number of Shares	Subsequent to this listing
Shares in circulation subject to lock-up	State-owned shares	256,998,048	0	256,998,048
	Other domestic legal person shares	<u>12,381,286</u>	<u>-10,065,610</u>	<u>2,315,676</u> ^{Note}
	Total number of shares in circulation subject to lock-up	<u>269,379,334</u>	<u>-10,065,610</u>	<u>259,313,724</u>
Shares in circulation not subject to lock-up	A Shares	177,861,406	+10,065,610	177,861,406
	B Shares	<u>156,000,000</u>	<u>0</u>	<u>156,000,000</u>
	Total number of shares in circulation not subject to lock-up	<u>333,861,406</u>	<u>+10,065,610</u>	<u>343,927,016</u>
Total number of shares		<u>603,240,740</u>	<u>0</u>	<u>603,240,740</u>

Note: Of which, Shanghai Jin Jiang International Hotels (Group) Company Limited held 1,535,676 shares.

By Order of the Board of Directors
Shanghai Jin Jiang International Hotels Development Company Limited

15 March 2007

Documents available for inspection:

1. Application form for the listing of shares in circulation subject to lock-up made by the Board of Directors;
2. Evidence of enquiries in respect of the number of registered securities held by investors; and
3. Opinion of the Sponsor after examination.

By Order of the Board of
Shanghai Jin Jiang International Hotels (Group) Company Limited
Kang Ming, Yuen Chin Yau
Joint Company Secretaries

Shanghai, the People's Republic of China
14 March 2007

As at the date of this announcement, the executive Directors are Mr. Yu Minliang, Ms. Chen Wenjun, Mr. Yang Weimin, Mr. Chen Hao, Mr. Yuan Gongyao, Mr. Xu Zurong, Mr. Han Min and Mr. Kang Ming, the non-executive Director is Mr. Shen Maoxing, and the independent non-executive Directors are Mr. Ji Gang, Mr. Xia Dawei, Mr. Sun Dajian, Mr. Rui Mingjie, Mr. Yang Menghua, Mr. Tu Qiyu, Mr. Shen Chengxiang and Mr. Lee Chung Bo.

* *This company is registered as an oversea company under Part XI of the Companies Ordinance (Chapter 32 of the Laws of Hong Kong) under its Chinese name and the English name "Shanghai Jin Jiang International Hotels (Group) Company Limited".*

*Please also refer to the published version of this announcement in **South China Morning Post**.*