



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)

Amendments to the Articles of Association

The Board is pleased to announce that a meeting of the Board was held on 20 April 2007, to approve, among other things, the Articles, which have been amended in accordance with the actual issuance of shares after the public offering.

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In accordance with the resolutions passed at the first extraordinary shareholders' general meeting in year 2006 held by the Company on 8 April 2006, as referred to on pages 1 and 2 of Appendix VIII to the prospectus issued by the Company on 30 November 2006, the Board was authorized by the shareholders' general meeting of the Company to supplement and amend the part in the Articles regarding share capital of the Company according to the actual issuance of shares after the public offering of the Company. Therefore, it is not necessary for the Company to hold a shareholders' general meeting for the said amendment to the Articles.

The amendments to the Articles are set out as follows:

1. The original Article 3.5: As approved by the company examination and approval department authorized by the State Council, upon the exercise in full of the 15% over-allotment option, the total number of ordinary shares issuable by the Company is 4,565,000,000 shares, of which, 3,300,000,000 shares were issued by the Company to the promoters at the time of its establishment, representing 72.29% of the total number of ordinary shares issuable by the Company. After its establishment, the Company may issue not less than 1,100,000,000 shares, but not more than 1,265,000,000 shares (including the 15% over-allotment option), all of which are overseas listed foreign shares (H shares), representing not less than 25%, but not more than 27.71% of the total number of ordinary shares issuable by the Company.

The revised Article 3.5: As approved by the company examination and approval department authorized by the State Council, the total number of ordinary shares issued by the Company is 4,565,000,000 shares, of which 3,300,000,000 shares were issued by the Company to the promoters at the time of its establishment, representing 72.29% of the total number of ordinary shares issued by the Company. The number of ordinary shares issued by the Company after its establishment was 1,265,000,000 shares, all of which are overseas listed foreign shares (H shares), representing 27.71% of the total number of ordinary shares issued by the Company.

2. The original clause 3 of Article 3.6: The Company will issue not more than 1,265,000,000 new shares (including the 165,000,000 shares under the over-allotment) under its initial public offering. *Jin Jiang International Holdings Company Limited* and *Shanghai Huating Group Company Limited*, the state-owned shareholders of the Company, will allocate to the National Council for Social Security Fund state-owned shares calculated based on 10% of the actual number of new shares to be issued, which is not more than 126,500,000 state-owned shares and such shares will be converted into overseas listed foreign shares at the time of issuance of new shares.

The revised clause 3 of Article 3.6: The Company issued under its initial public offering 1,265,000,000 new shares. *Jin Jiang International Holdings Company Limited* and *Shanghai Jin Jiang International Investment Management Co., Ltd. (formerly known as Shanghai Huating Group Company Limited)*, the state-owned shareholders of the Company, allocated to the National Council for Social Security Fund state-owned shares of 126,500,000 shares, which is calculated based on 10% of the actual number of shares issued under this issuance of new shares and such shares have been converted into overseas listed foreign shares at the time of this issuance of new shares.

3. The original clause 4 of Article 3.6: In case of the exercise in full of the over-allotment option, after the initial public offering of overseas listed foreign shares by the Company and reduction in holding of the state-owned shares, and the listing on the Main Board of The Stock Exchange of Hong Kong Limited, the share capital structure of the Company will be: 4,565,000,000 ordinary shares, of which 3,173,500,000 shares are domestic shares and are all promoters' shares; 1,391,500,000 overseas listed foreign shares (including 126,500,000 shares held by the National Council for Social Security Fund).

The revised clause 4 of Article 3.6: After the initial public offering of overseas listed foreign shares by the Company and reduction in the holding of state-owned shares, and the listing on the Main Board of The Stock Exchange of Hong Kong Limited, the share capital structure of the Company is: 4,565,000,000 ordinary shares, of which 3,173,500,000 shares are domestic shares and are all promoters' shares; 1,391,500,000 overseas listed foreign shares (including 126,500,000 shares held by the National Council for Social Security Fund).

4. Deletion of the original clause 5 of Article 3.6: in case the over-allotment option is not exercised, after the initial public offering of overseas listed foreign shares by the Company and the reduction in holding of state-owned shares, and the listing on the Main Board of The Stock Exchange of Hong Kong Limited, the share capital structure of the Company is: 4,400,000,000 ordinary shares, of which, 3,190,000,000 shares are domestic shares and are all promoters' shares; 1,210,000,000 overseas listed foreign shares (including 110,000,000 shares held by the National Council for Social Security Fund).

5. The original Article 3.9: After completion of the issuance of overseas listed foreign shares as mentioned in Article 3.6, the registered capital of the Company shall be increased to RMB4,400,000,000, in case of the exercise in full of the over-allotment option, the registered capital of the Company will be increased to RMB4,565,000,000.

The revised Article 3.9: The registered capital of the Company is RMB4,565,000,000.

6. “Shanghai Huating Group Company Limited” in the previous Articles shall be changed to “Shanghai Jin Jiang International Investment Management Company Limited (formerly known as “Shanghai Huating Group Company Limited”)”.

The Company has received confirmation from its legal advisers that the Articles, as amended, comply with the applicable provisions under the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited, the PRC Company Law, the Mandatory Provisions and other related PRC laws, rules and regulations.

DEFINITIONS

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

“Articles”	the articles of association of the Company
“Board”	the board of directors of the Company
“Company”	上海錦江國際酒店（集團）股份有限公司 (Shanghai Jin Jiang International Hotels (Group) Company Limited), a joint stock limited company established in the PRC, of which 1,391,500,000 H shares are listed on The Stock Exchange of Hong Kong Limited
“Directors”	the directors of the Company

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

23 April 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.

* *The 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.