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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: 02006)

ANNOUNCEMENT

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The board (the “Board”) of directors (the “Directors”) of Shanghai Jin Jiang International Hotels (Group) Company Limited (the “Company”) has proposed certain amendments to the articles of association of Shanghai Jin Jiang International Hotels (Group) Company Limited (the “Articles of Association”). The proposed amendments are subject to the consideration and approval by way of special resolution of the shareholders of the Company at the annual general meeting and the completion of relevant approval, registration or filing procedures in the PRC.

BACKGROUND

On 17 April 2009, a resolution was passed by the Board, proposing certain amendments to the Articles of Association to the shareholders of the Company.

The proposed amendments include the following:

(I) The references to “上海市華亭（集團）有限公司” or “上海華亭（集團）有限公司” (Shanghai Huating Group Company Limited) in Paragraph 3 under Article 1.1, Paragraphs 1, 2 and 3 under Article 3.6 and the signature block of the Articles of Association be replaced by “上海錦江國際投資管理有限公司”.

(II) The following statement at the end of Article 1.7 be deleted: “Unless otherwise provided for under the Company Law or relevant laws and regulations, terms required to be included in these Articles by the Mandatory Provisions shall not be modified or cancelled.”

(III) Paragraph 1 under Article 2.2 shall be amended as: “The scope of business of the Company covers: hotel operation (branch entities only), hotel management, hotel investment, corporate investment management, domestic trade, leasing of owned offices and apartments, operation of car-parks and parking lot, training and consultation for relevant projects (any part of the above scope of business which requires the grant of a permit shall be operated under the required permit).”

(IV) Article 3.9 shall be amended as: “The over-allotment option was exercised in full following the completion of the issue of overseas-listed foreign shares by the Company as described in the foregoing Article 3.6, and the registered capital was increased to RMB4,565 million.”

(V) Article 15.13 shall be amended as: “Subject to Article 15.10, Article 15.11 and Article 15.12 of these Articles, the payment of dividend (or shares) as annual dividend pro-rata to the shareholding percentage of the shareholders shall be completed within two months after the convening of the general meeting at which the profit distribution proposal is approved by way of resolution.”

(VI) The following new paragraph shall be inserted as Paragraph 3 immediately after Paragraph 2 under Article 24.1: “Notwithstanding any other provisions of these Articles in respect of the form of dissemination or notification for any documents, notices or other communications, the Company may choose to disseminate company notices in the manner provided under (IV) of Paragraph 1 of this Article, in lieu of the delivery of written documents by courier or prepaid mail to H shareholders of the Company, subject to compliance with the listing rules of the listing venue. The aforesaid company notices shall include any documents issued or to be issued by the Company for shareholders’ reference or action, including but not limited to annual reports (including annual financial reports), interim reports (including interim financial reports), notice of general meetings, communications and other written materials.”

The proposed amendments are subject to the consideration and approval by way of special resolution of the shareholders of the Company at the annual general meeting to be held on Tuesday, 16 June 2009 and the completion of relevant approval, registration or filing procedures in the PRC.

A circular containing details of the proposed amendments to the Articles of Association and the notice convening the annual general meeting will be dispatched to the shareholders of the Company as soon as practicable.

By Order of the Board of
Shanghai Jin Jiang International Hotels (Group) Company Limited*
Kang Ming
Joint Company Secretary

Shanghai, the People’s Republic of China, 17 April 2009

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, Dr. Rui Mingjie, Mr. Yang Menghua, Dr. Tu Qiyu, Mr. Shen Chengxiang and Mr. Lee Chung Bo.

* *The Company is registered as a non-Hong Kong 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”.*