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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)**

**DISCLOSEABLE TRANSACTION**  
**FURTHER PROGRESS REGARDING EQUITY TRANSFER AGREEMENT**

This announcement is made pursuant to Part XIVA of the Securities and Futures Ordinance and Rule 13.09 of the Rules Governing the Listing of Securities on the Stock Exchange.

Reference is made to the announcement of the Company dated 28 January 2014 in relation to the Equity Transfer Agreement entered into on 28 January 2014 by Galaxy Hotel and Jin Jiang Hotel, both subsidiaries of the Company, as Transferors and Sheng Yu Company, pursuant to which the Transferors agreed to transfer their 100% equity interest in Jin Yun Company to Sheng Yu Company.

Pursuant to the Equity Transfer Agreement, save as required by the laws and administrative regulations to come into effect after submission to and approval by the competent authorities, other terms of the Equity Transfer Agreement in relation to the liabilities for breach of the agreement shall become effective on the date which the Equity Transfer Agreement is signed or sealed by the Transferors and Sheng Yu Company, while the remaining terms of the Equity Transfer Agreement shall become effective on the date which the Equity Transfer Agreement is signed or sealed by Transferors and Sheng Yu Company and approved by their respective internal authorities.

The Equity Transfer Agreement was considered and approved by Yang Guang Company, the sole shareholder of Sheng Yu Company, at its third extraordinary general meeting of 2014 convened on 21 February 2014, representing approval of the Equity Transfer Agreement by the internal authorities of Sheng Yu Company. Accordingly, all terms of the Equity Transfer Agreement have become effective upon approval by the respective internal authorities of the Transferors and Sheng Yu Company.

## DEFINITIONS

Unless the context otherwise requires, the terms used in this announcement shall have the following meanings:

|                             |  |
|-----------------------------|--|
| “Board”                     | the board of Directors   |
| “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, the H shares of which are listed on the Stock Exchange |
| “Equity Transfer Agreement” | the equity transfer agreement entered into between the Transferors and Sheng Yu Company on 28 January 2014   |
| “Galaxy Hotel”              | 上海銀河賓館有限公司 (Shanghai Galaxy Hotel Co., Ltd.), a limited liability company incorporated in the PRC  |
| “Jin Jiang Hotel”           | 上海錦江飯店有限公司 (Shanghai Jin Jiang Hotel Co., Ltd.), a limited liability company incorporated in the PRC   |
| “Jin Yun Company”           | 上海錦贊資產管理有限公司 (Shanghai Jin Yun Assets Management Co., Ltd.), a limited liability company incorporated in the PRC   |
| “Sheng Yu Company”          | 上海晟域資產管理有限公司 (Shanghai Sheng Yu Assets Management Co., Ltd.), a limited liability company incorporated in the PRC  |
| “Stock Exchange”            | The Stock Exchange of Hong Kong Limited  |
| “Transferors”               | Galaxy Hotel and Jin Jiang Hotel   |
| “Yang Guang Company”        | 陽光新業地產股份有限公司 (Yang Guang Co., Ltd.), a joint stock limited company incorporated in the PRC, the A shares of which are listed on the Shenzhen Stock Exchange  |

By Order of the Board

**Shanghai Jin Jiang International Hotels (Group) Company Limited**  
**Kang Ming**

*Executive Director and Joint Company Secretary*

Shanghai, China, 21 February 2014

*As at the date of this announcement, the executive directors of the Company are Mr. Yu Minliang, Ms. Chen Wenjun, Mr. Yang Weimin, Mr. Yang Yuanping, Mr. Shao Xiaoming, Mr. Han Min and Mr. Kang Ming, and the independent non-executive directors of the Company are Mr. Ji Gang, Mr. Sun Dajian, Dr. Rui Mingjie, Mr. Yang Menghua, Dr. Tu Qiyu and Mr. Shen Chengxiang.*

\* *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”.*