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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 INFORMATION IN RELATION TO
EXECUTION OF THE VIENNA HOTELS EQUITY TRANSFER AGREEMENT
AND THE BAISUICUN RESTAURANTS EQUITY TRANSFER AGREEMENT**

Reference is made to the announcement of Shanghai Jin Jiang International Hotels (Group) Company Limited* (the “**Company**”) dated 28 April 2016 (the “**Announcement**”) in relation to the execution of the Vienna Hotels Equity Transfer Agreement and the Baisuicun Restaurants Equity Transfer Agreement. Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meaning as those defined in the Announcement.

As disclosed in the Announcement, the valuation report of Vienna Hotels was prepared on a discounted cash flow basis under the income approach. Under Rule 14.61 of the Listing Rules, any valuation based on discounted cash flows will be regarded as a profit forecast. The following sections of this announcement are prepared and published in compliance with Rules 14.60A and 14.62 of the Listing Rules.

ASSUMPTIONS

The principal assumptions adopted in the valuation report of Vienna Hotels prepared by the PRC Valuer are set out as follows:

- (i) The specific purposes of valuation stated in the valuation report form the basic assumptions to which the valuation is subject;
- (ii) The appraised assets are subject to the actual volume of inventory as at the valuation benchmark date, and the current market prices of the assets are based on the valid prices prevailing on the valuation benchmark date;
- (iii) There will be no unforeseeable material changes in the macro-economic environment subsequent to the valuation benchmark date, nor material changes in loan interest rates, exchange rates, taxation bases and rates, and levies required by government policies;

- (iv) The valuation assumes that the operation of the appraised entity as an ongoing concern will not be disrupted as a result of any unforeseeable factors, and the existing use of the appraised assets will remain unchanged and such assets will be used at the original location on an ongoing basis;
- (v) The relevant underlying information and financial data provided by the appraised entity and the commissioning party are true, accurate and complete;
- (vi) Save as otherwise specified, neither the effect of any security and guarantee over the equity interests or underlying assets of the appraised entity on the appraised value, nor the effect of any changes in national macro-economic policies and occurrences of events of force of nature and other force majeure on the value of the assets, has been taken into consideration;
- (vii) There will be no significant changes in the social and economic environments of the place where the company operates and of the PRC, and the governing laws, regulations, systems and social, political and economic policies will not be materially different from those currently in force;
- (viii) The scope and method of operation of the company will be consistent with the current approach assuming the existing management method and standards will be maintained;
- (ix) There will be no other factors beyond human control and unforeseeable factors resulting in a material adverse impact on the enterprise.

LETTERS IN RELATION TO PROFIT FORECAST

A letter from BDO China Shu Lun Pan Certified Public Accountants LLP (立信會計師事務所 (特殊普通合伙)) (“**BDO**”), acting as the reporting accountants, is set out in Appendix I to this announcement, which confirms that it has reviewed the calculation of the discounted future cash flows on which the valuation of the shareholders’ equity in Vienna Hotels at the benchmark date (i.e. 31 December 2015) is based, and the preparation of the discounted future cash flows on which the valuation of Vienna Hotels is based has not involved the adoption of any accounting policies.

A letter from the Board is set out in Appendix II to this announcement, which confirms that the Directors have made the forecast after due and careful enquiry.

EXPERT’S QUALIFICATION AND CONSENT

The qualification of the expert who has given opinion or letter contained in this announcement is set out as follows:

Name	Qualification
BDO	Audit firm that is licensed to conduct securities and futures related business in China and approved by the relevant PRC authorities to act as an auditor or a reporting accountant for a PRC incorporated company listed in Hong Kong

BDO has given and has not withdrawn its written consent to the issue of this announcement with inclusion of its letter and/or all references to its name (including its qualification) in the form and context in which they are included.

As at the date of this announcement, BDO was not interested in any shareholding in any member of the Group nor did it have any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of the Group.

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

Shanghai, the PRC, 17 June 2016

As at the date of this announcement, the executive Directors are Mr. Yu Minliang, Ms. Guo Lijuan, Mr. Chen Liming, Mr. Xu Ming, Mr. Zhang Qian, Mr. Zhang Xiaoqiang, Mr. Han Min and Mr. Kang Ming; and the independent non-executive Directors are Mr. Ji Gang, Dr. Rui Mingjie, Dr. Tu Qiyu, Dr. Xu Jianxin, Mr. Xie Hongbing and Dr. He Jianmin.

* *The Company is registered as a non-Hong Kong company as defined in the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) under its Chinese name and the English name “**Shanghai Jin Jiang International Hotels (Group) Company Limited**”.*

APPENDIX I — LETTER FROM BDO IN RELATION TO PROFIT FORECAST

Set out below is the full text of the letter from BDO, acting as the reporting accountants, in relation to profit forecast for the purpose of inclusion in this announcement. This letter is prepared in Chinese and translated into English. In case there is any inconsistency, the Chinese version shall prevail.

ASSURANCE REPORT ON THE CALCULATION OF THE DISCOUNTED FUTURE CASH FLOWS ON WHICH THE VALUATION OF THE SHAREHOLDERS' EQUITY IN VIENNA HOTELS GROUP CO., LTD. IS BASED

Xin Hui Shi Bao Zi [2016] No. 124297
(信會師報字[2016]第124297號)

**To the board of directors of Shanghai Jin Jiang International Hotels (Group) Company Limited
(上海錦江國際酒店(集團)股份有限公司)**

We have been appointed to conduct a reasonable assurance engagement in respect of the calculation of the discounted future cash flows on which the valuation of the shareholders' equity in Vienna Hotels Group Co., Ltd. (維也納酒店有限公司) as at the benchmark date (i.e. 31 December 2015) (the “**Vienna Valuation**”) is based. Shanghai Cai Rui Assets Evaluation Co., Ltd. (上海財瑞資產評估有限公司) issued a valuation report (Hu Cai Rui Ping Bao (2016) No. 2007 (滬財瑞評報(2016)2007號)) on 12 April 2016, which sets out its valuation of the shareholders' equity in Vienna Hotels Group Co., Ltd. (維也納酒店有限公司) as at the benchmark date (i.e. 31 December 2015) on a discounted cash flow basis.

I. Responsibilities of the Directors

The directors of Shanghai Jin Jiang International Hotels (Group) Company Limited (上海錦江國際酒店(集團)股份有限公司) shall determine the bases and assumptions, and shall be responsible for the preparation of the discounted future cash flows on which the Vienna Valuation is based in accordance with such bases and assumptions. Such responsibilities include: the internal controls relating to the formulation, implementation, maintenance and preparation of such discounted future cash flows; the adoption of appropriate bases and assumptions for preparation; the making of reasonable estimates under all circumstances; and the provision of true, accurate and complete underlying information to the certified public accountant.

II. Responsibilities of the Certified Public Accountant

Our responsibilities are to express an assurance conclusion and make a report on the calculation of the discounted future cash flows on which the Vienna Valuation is based on the basis of the assurance work implemented.

III. Overview of Our Work

We have conducted our assurance engagement in accordance with the requirements of “Standards for Other Assurance Engagements of PRC Certified Public Accountants No. 3101 — Assurance Engagements Other Than Audit or Review of Historical Financial Information” (《中國註冊會計師其他鑒證業務準則第3101號 — 歷史財務信息審計或審閱以外的鑒證業務》).

The said standards require us to plan and implement our assurance work to reasonably determine whether, so far as calculations are concerned, the discounted future cash flows have been properly prepared in all material aspects in accordance with the bases and assumptions determined by the directors and adopted for the Vienna Valuation.

We have not conducted any work in respect of the bases and assumptions adopted for the Vienna Valuation and do not express any opinion thereon, or on the Vienna Valuation.

The preparation of the discounted future cash flows on which the Vienna Valuation is based has not involved the adoption of any accounting policies.

During the course of assurance engagement, we have implemented procedures deemed necessary by us, such as review and verification. We believe that our assurance work has provided a reasonable basis for our opinion expressed.

IV. Assurance Conclusion

We are of the view that, so far as calculations are concerned, the discounted future cash flows on which the Vienna Valuation is based has been properly prepared in all material aspects in accordance with the bases and assumptions determined by the directors and adopted for the Vienna Valuation.

V. Limitation of Use

This assurance report has been prepared for the use by the board of directors of Shanghai Jin Jiang International Hotels (Group) Company Limited (上海錦江國際酒店(集團)股份有限公司) only. We do not assume any responsibility to any other persons in respect of the contents of this report.

BDO China Shu Lun Pan Certified Public Accountants LLP
(立信會計師事務所(特殊普通合夥))

PRC Certified Public Accountant:
Du Zhiqiang (杜志強)

PRC Certified Public Accountant:
Wu Wenjun (吳文俊)

Shanghai, China
17 June 2016

APPENDIX II — LETTER FROM THE BOARD IN RELATION TO PROFIT FORECAST

Set out below is the full text of the letter from the Board in relation to profit forecast for the purpose of inclusion in this announcement. This letter is prepared in Chinese and translated into English. In case there is any inconsistency, the Chinese version shall prevail.

Date: 17 June 2016

The Listing Division
The Stock Exchange of Hong Kong Limited

11/F, One International Finance Centre
1 Harbour View Street
Central
Hong Kong

Dear Madams/Sirs,

Shanghai Jin Jiang International Hotels (Group) Company Limited* (stock code: 02006) (the “Company”)

Cash flow forecast in relation to the valuation of Vienna Hotels Group Co., Ltd. (維也納酒店有限公司) (“Vienna Hotels”)

We refer to the valuation report prepared by Shanghai Cai Rui Assets Evaluation Co., Ltd. (上海財瑞資產評估有限公司) (the “**PRC Valuer**”) in relation to the valuation of Vienna Hotels dated 12 April 2016.

The valuation report of Vienna Hotels was prepared on a discounted cash flow basis under the income approach. Under Rule 14.61 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any valuation based on discounted cash flows will be regarded as a profit forecast.

We have discussed with the PRC Valuer on different aspects including the principal assumptions upon which the valuation has been prepared and have reviewed the valuation of Vienna Hotels for which the PRC Valuer is responsible. We have also considered the letter from BDO China Shu Lun Pan Certified Public Accountants LLP (立信會計師事務所(特殊普通合夥)), acting as the reporting accountants, regarding whether the valuation has been compiled properly so far as calculations are concerned.

On the basis of the foregoing, we are of the view that the valuation of Vienna Hotels prepared by the PRC Valuer has been made after due and careful enquiry.

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