

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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 limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 02006)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the first extraordinary general meeting in 2019 (the “**EGM**”) of Shanghai Jin Jiang International Hotels (Group) Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) will be held at 2:00 p.m. on Wednesday, 30 January 2019 at Room Haihua, 5/F, Shanghai Hyland, 505 Nanjing Road East, Huangpu District, Shanghai, the People’s Republic of China (the “**PRC**”) for the following purposes:

by way of ordinary resolution:

1. to consider and approve the appointment of Mr. Ma Mingju as an executive director of the fourth session of the board of directors of the Company, for a term commencing from the date of passing this resolution and ending on the date on which the term of the fourth session of the board of directors of the Company expires (note (A)).

By Order of the Board

Shanghai Jin Jiang International Hotels (Group) Company Limited*

Zhang Jue

Joint Company Secretary

Shanghai, the PRC, 14 December 2018

Notes:

(A) Proposed election of executive director

Reference is made to the announcement of the Company dated 23 November 2018. In accordance with the development needs of the Company, Mr. Ma Mingju (“**Mr. Ma**”) is nominated as an executive director of the Company. Reference is also made to the announcement of the Company dated 11 December 2018 in relation to the further information of Mr. Ma.

The biographical details of Mr. Ma are as follows:

Mr. Ma Mingju (馬名駒), aged 57, a senior accountant with a master’s degree in business administration from the Asia International Open University (Macau). Mr. Ma joined the Group in 2005 and was formerly a supervisor of the Company, a director of Jin Jiang Inn Company Limited. Mr. Ma is currently the vice president and general manager of the Finance Business Division of Jin Jiang International Holdings Company Limited, the chairman of Shanghai Jin Jiang International Investment and Management Company Limited, the supervisor of Shanghai Jin Jiang International Hotels Development Company Limited, the director of Shanghai Jin Jiang International Industrial Investment Company Limited, the director of Beijing Kunlun Hotel Company Limited and the chairman of Jin Jiang International Finance Company Limited, respectively. Mr. Ma was elected as the chairman of Radisson Hospitality AB (publ) on 10 December 2018. Radisson Hospitality AB (publ) is listed on Nasdaq Stockholm in Sweden.

The board of directors of the Company will determine the remuneration of Mr. Ma as an executive director of the Company in accordance with the Company’s remuneration policy.

As at the date of this notice, saved as disclosed above, Mr. Ma confirms for himself that: (i) he has not held any other directorships in any public companies, the securities of which are listed on any securities market in Hong Kong and/or overseas in the past three years, nor held any other major appointment and professional qualification; (ii) he does not have any interests in the shares or securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (iii) he does not have any other relationship with other current directors, senior management or substantial shareholders or controlling shareholders of the Company.

There are no other matters in relation to the appointment of Mr. Ma that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”), nor is there other information in relation to the appointment of Mr. Ma that needs to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

(B) Important: For the purpose of holding the EGM, the register of members will be closed from Monday, 31 December 2018 to Wednesday, 30 January 2019 (both dates inclusive), during which period no share transfers will be registered. Shareholders whose names appear on the register of members on Wednesday, 30 January 2019 are entitled to attend and vote at the EGM.

In order to attend the EGM, holders of the Company’s H shares shall lodge all transfer documents together with the relevant share certificates with the Company’s H share registrar and transfer office, Computershare Hong Kong Investor Services Limited at shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Friday, 28 December 2018.

- (C) Holders of domestic shares or H shares of the Company, who intend to attend the EGM, must complete the reply slips and return them to the Office of the Board of Directors of the Company not later than 20 days before the date of the EGM, i.e. not later than Wednesday, 9 January 2019.

Details of the Office of the Board of Directors are as follows:

26/F., Union Building
No. 100 Yan'an East Road
Shanghai
the People's Republic of China
Post code: 200002
Tel: (86 21) 6326 4000
Fax: (86 21) 6323 8221

- (D) Each holder of H shares of the Company who has the right to attend and vote at the EGM is entitled to appoint in writing one or more proxies, whether a Shareholder or not, to attend and vote on his behalf at the EGM.
- (E) A proxy must be appointed by a Shareholder in writing and the instrument appointing a proxy must be signed by the appointor or his attorney duly authorised in writing or, in the case of the Shareholder being a corporation, must be either executed under its common seal or under the hand of its directors(s) or attorney(s) duly authorised in writing. If that instrument is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign, or other authorisation documents, must be notarised.
- (F) For holders of H shares of the Company, the form of proxy and, if the form of proxy is signed by a person under a power of attorney or other authority on behalf of the appointor, a notarially certified copy of that power of attorney or other authority, must be delivered to the Company's H share registrar and transfer office, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 24 hours before the time appointed for holding the EGM (i.e. no later than Tuesday, 29 January 2019 at 2:00 p.m.) or any adjournment thereof in order for such documents to be valid.
- (G) Each holder of domestic shares of the Company is entitled to appoint in writing one or more proxies, whether a Shareholder or not, to attend and vote on his behalf at the EGM. Notes (C) to (E) also apply to holders of domestic shares of the Company, except that the form of proxy or other documents of authority must be delivered to the Office of the Board of Directors of the Company, the address of which is set out in Note (C) above, not later than 24 hours before the time appointed for holding the EGM (i.e. no later than Tuesday, 29 January 2019 at 2:00 p.m.) or any adjournment thereof in order for such documents to be valid.
- (H) If a proxy attends the EGM on behalf of a Shareholder, he should produce his identity card and the form of proxy signed by the Shareholder or his legal representative or his duly authorised attorney, specifying the date of its issuance. If a corporate Shareholder appoints its corporate representative to attend the EGM, such representative should produce his identity card and the notarised copy of the resolution passed by the board of directors or other authorities of such corporate Shareholder.

- (I) In accordance with the requirements of Rule 13.39(4) of the Listing Rules, all votes of the Shareholders to be taken at a general meeting shall be taken by poll. Therefore, in accordance with Article 8.18 of the articles of association of the Company, the chairman of the EGM will demand a poll for all resolutions to be voted on as set out in this notice of EGM.

On a poll taken at the meeting, a Shareholder (including proxy) entitled to two or more votes need not cast all his votes in the same way.

- (J) The EGM is expected to last for half a day. Shareholders attending the EGM are responsible for their own transportation and accommodation expenses.

As at the date of this notice, the executive directors of the Company are Mr. Yu Minliang, Ms. Guo Lijuan, Mr. Chen Liming and Mr. Zhang Qian; and the independent non-executive directors of the Company 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**”.*