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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)

- (1) POLL RESULTS OF THE 2018 ANNUAL GENERAL MEETING;
(2) APPOINTMENT OF DIRECTORS AND SUPERVISORS;
(3) APPOINTMENT OF THE CHAIRMAN AND THE VICE CHAIRMEN
OF THE FIFTH SESSION OF THE BOARD;
(4) APPOINTMENT OF THE MEMBERS OF THE FIFTH SESSION OF
THE BOARD COMMITTEES;
(5) APPOINTMENT OF THE CHAIRMAN OF THE FIFTH SESSION OF
THE SUPERVISORY COMMITTEE;
AND
(6) PAYMENT OF FINAL DIVIDEND FOR THE YEAR ENDED
31 DECEMBER 2018**

The Board announces that all the resolutions set out in the notice of the AGM were duly passed at the AGM held on Friday, 28 June 2019.

(1) POLL RESULTS OF THE 2018 ANNUAL GENERAL MEETING

The board (the “**Board**”) of directors (the “**Directors**”) of Shanghai Jin Jiang International Hotels (Group) Company Limited (the “**Company**”) is pleased to announce that the following resolutions were passed at the annual general meeting (the “**AGM**”) of the Company held at 1:30 p.m. on Friday, 28 June 2019 at Room Haihua, 5/F, Shanghai Hyland, 505 Nanjing Road East, Huangpu District, Shanghai, the People’s Republic of China (the “**PRC**”). Shareholders or their proxies holding an aggregate of 4,593,949,049 shares with voting rights in the Company, representing approximately 82.5% of the total number of issued shares of the Company as at the date of the AGM, attended the AGM.

As at the date of the AGM, the number of issued shares of the Company was 5,566,000,000 shares, which was the total number of shares entitling shareholders to attend and vote on all the resolutions proposed at the AGM. There were no shares entitling the shareholders to attend and abstain from voting in favour as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). No shareholder was required to abstain from voting on any of the proposed resolutions at the AGM.

The AGM was chaired by Mr. Yu Minliang, the chairman and an executive Director. After due consideration, the following resolutions were passed at the AGM by way of poll by shareholders and their proxies, details of which are as follows:

Summary of Resolutions (abridged)		Number of Votes (approximate %)		
		For	Against	Abstain
1.	To approve the report of the Board for the year ended 31 December 2018;	4,592,425,049 99.966826%	2,000 0.000043%	1,522,000 0.033131%
2.	To approve the report of the supervisory committee of the Company (the “ Supervisory Committee ”) for the year ended 31 December 2018;	4,592,425,049 99.966826%	2,000 0.000043%	1,522,000 0.033131%
3.	To approve the audited financial statements and the auditors’ report of the Company and of the Group as at and for the year ended 31 December 2018;	4,592,425,049 99.966826%	2,000 0.000043%	1,522,000 0.033131%
4.	To approve the proposed profit distribution plan and the final dividend distribution plan of the Company for the year ended 31 December 2018 and to authorise the Board to distribute such dividend to shareholders of the Company;	4,593,847,049 99.997780%	0 0.000000%	102,000 0.002220%
5.	To approve the re-appointment of PricewaterhouseCoopers, Hong Kong Certified Public Accountants as the Company’s international auditors to hold office until the conclusion of the next annual general meeting of the Company and to ratify and confirm the determination of its remuneration by the audit committee of the Board;	4,580,718,862 99.712008%	11,212,187 0.244065%	2,018,000 0.043927%

Summary of Resolutions (abridged)		Number of Votes (approximate %)		
		For	Against	Abstain
Ordinary Resolutions				
6.	To approve the re-appointment of PricewaterhouseCoopers Zhong Tian LLP as the Company's PRC auditors to hold office until the conclusion of the next annual general meeting of the Company and to ratify and confirm the determination of its remuneration by the audit committee of the Board;	4,580,718,862 99.712008%	11,212,187 0.244065%	2,018,000 0.043927%
7.	To approve the appointments of the following candidates as the Directors of the fifth session of the Board, for a term commencing from the date of passing this resolution and ending at the conclusion of the Company's annual general meeting to be held in 2022:			
	(i) Mr. Yu Minliang	4,572,760,269 99.538768%	21,086,780 0.459012%	102,000 0.002220%
	(ii) Ms. Guo Lijuan	4,548,162,669 99.003333%	45,684,380 0.994447%	102,000 0.002220%
	(iii) Mr. Chen Liming	4,588,247,637 99.875893%	5,599,412 0.121887%	102,000 0.002220%
	(iv) Mr. Ma Mingju	4,588,279,637 99.876590%	5,567,412 0.121190%	102,000 0.002220%
	(v) Mr. Sun Yu	4,588,247,637 99.875893%	5,599,412 0.121887%	102,000 0.002220%
	(vi) Ms. Zhou Wei	4,588,279,637 99.876590%	5,567,412 0.121190%	102,000 0.002220%
	(vii) Mr. Ji Gang	4,228,466,740 92.044267%	364,884,309 7.942716%	598,000 0.013017%
	(viii) Dr. Rui Mingjie	4,593,090,549 99.981312%	756,500 0.016468%	102,000 0.002220%
	(ix) Mr. Shen Liqiang	4,593,407,049 99.988202%	440,000 0.009578%	102,000 0.002220%

Summary of Resolutions (abridged)		Number of Votes (approximate %)		
		For	Against	Abstain
Ordinary Resolutions				
8.	To authorise the Board to determine the remuneration of the Directors of the fifth session of the Board;	4,593,845,049 99.997736%	2,000 0.000044%	102,000 0.002220%
9.	To approve the appointments of the following candidates as the supervisors of the fifth session of the Supervisory Committee, for a term commencing from the date of passing this resolution and ending at the conclusion of the Company's annual general meeting to be held in 2022:			
	(i) Mr. Wang Guoxing	4,593,323,277 99.986378%	523,772 0.011402%	102,000 0.002220%
	(ii) Mr. Kuang Ke	4,593,323,277 99.986378%	537,772 0.011402%	102,000 0.002220%
10.	To approve the amendments to the rules of procedure for the Board; and	4,593,845,049 99.997736%	2,000 0.000044%	102,000 0.002220%
11.	To approve the amendments to the rules of procedure for the Supervisory Committee;	4,593,845,049 99.997736%	2,000 0.000044%	102,000 0.002220%
Special Resolutions				
12.	To approve the granting of an unconditional general mandate to the Board to issue, allot and deal with additional shares in the share capital of the Company and to make or grant offers, agreements and options in respect thereof, details of which are set out in the notice of the AGM dated 10 May 2019;	4,248,581,352 92.482117%	345,265,697 7.515663%	102,000 0.002220%
13.	To approve the proposed resolution on the change of company name, details of which are set out in the notice of the AGM dated 10 May 2019; and	4,593,845,049 99.997736%	2,000 0.000044%	102,000 0.002220%

Summary of Resolutions (abridged)		Number of Votes (approximate %)		
		For	Against	Abstain
14.	To approve the proposed resolution on the amendments to the articles of association of the Company, details of which are set out in the notice of the AGM dated 10 May 2019.	4,593,845,049 99.997736%	2,000 0.000044%	102,000 0.002220%

Please refer to the notice of the AGM dated 10 May 2019 for the full version of the above resolutions.

As more than half of the votes were cast in favour of each of resolutions 1 to 11 and more than two-thirds in favour of each of resolutions 12 to 14, all resolutions were duly passed as ordinary resolutions and special resolutions, respectively.

In accordance with the Listing Rules, Computershare Hong Kong Investor Services Limited, the H share registrar of the Company, was appointed as the scrutineer at the AGM.

(2) APPOINTMENT OF DIRECTORS AND SUPERVISORS

At the AGM, Mr. Yu Minliang, Ms. Guo Lijuan, Mr. Chen Liming, Mr. Ma Mingju, Ms. Zhou Wei and Mr. Sun Yu were elected as executive Directors of the fifth session of the Board; Mr. Ji Gang, Dr. Rui Mingjie and Mr. Shen Liqiang were elected as independent non-executive Directors of the fifth session of the Board. The term of office of the Directors of the fifth session of the Board shall commence from the date of passing the resolution, and end at the conclusion of the Company's annual general meeting to be held in 2022. For biographical details of the Directors of the fifth session of the Board and other information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, please refer to the announcement of the Company dated 7 May 2019 and the circular of the Company dated 10 May 2019.

Mr. Zhang Qian, Dr. Tu Qiyu, Dr. Xu Jianxin, Mr. Xie Hongbing and Dr. He Jianmin, being Directors of the fourth session of the Board, retired upon expiration of the term of office of the fourth session of the Board (i.e. on the date of the AGM). Each of them confirms that there is no disagreement between him and the Board, and there is no matter that needs to be brought to the attention of the shareholders of the Company. The Board would like to take this opportunity to express its sincere gratitude to Mr. Zhang Qian, Dr. Tu Qiyu, Dr. Xu Jianxin, Mr. Xie Hongbing and Dr. He Jianmin for their outstanding contributions to the Company during their respective term of office.

At the AGM, Mr. Wang Guoxing and Mr. Kuang Ke were elected as supervisors of the fifth session of the Supervisory Committee. Mr. Chen Yinghao was elected as an employee representative supervisor of the fifth session of the Supervisory Committee through democratic election by the employees of the Company. The term of office of the supervisors of the fifth session of the Supervisory Committee shall commence from the date of passing the resolution, and end at the conclusion of the Company's annual general meeting to be held in 2022. For biographical details of the supervisors of the fifth session of the Supervisory Committee and other information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, please refer to the announcement of the Company dated 7 May 2019 and the circular of the Company dated 10 May 2019.

Mr. Zhou Qiquan, Ms. Zhou Yi and Mr. He Yichi, being the supervisors of the fourth session of the Supervisory Committee, retired upon expiration of the term of office of the fourth session of the Supervisory Committee (i.e. on the date of the AGM). Each of them confirms that there is no disagreement between him/her and the Board, and there is no matter that needs to be brought to the attention of the shareholders of the Company. The Supervisory Committee would like to take this opportunity to express its sincere gratitude to Mr. Zhou Qiquan, Ms. Zhou Yi and Mr. He Yichi for their outstanding contributions to the Company during their respective term of office.

(3) APPOINTMENT OF THE CHAIRMAN AND THE VICE CHAIRMEN OF THE FIFTH SESSION OF THE BOARD

The Board is pleased to announce that at the Board meeting held immediately following the AGM, it was unanimously approved by the Board that Mr. Yu Minliang (being an executive Director) was appointed as the chairman of the fifth session of the Board and Ms. Guo Lijuan (being an executive Director) and Mr. Chen Liming (being an executive Director) were appointed as the vice chairmen of the fifth session of the Board.

(4) APPOINTMENT OF THE MEMBERS OF THE FIFTH SESSION OF THE BOARD COMMITTEES

The Board is pleased to announce that the resolution in relation to the change of name of the audit committee of the Board to the audit and risk control committee of the Board, the resolution in relation to the change of name of the remuneration committee of the Board to the remuneration and appraisal committee of the Board, and the appointments of the following members of the nomination committee, the strategic investment committee, the audit and risk control committee and the remuneration and appraisal committee under the fifth session of the Board were unanimously approved by the Board at the Board meeting held immediately following the AGM:

Mr. Yu Minliang, Dr. Rui Mingjie and Mr. Ji Gang were appointed as members of the fifth session of the nomination committee with Mr. Yu Minliang appointed as the chairman of the committee.

Mr. Chen Liming, Mr. Ma Mingju and Dr. Rui Mingjie were appointed as members of the fifth session of the strategic investment committee with Mr. Chen Liming appointed as the chairman of the committee.

Mr. Shen Liqiang, Mr. Ji Gang and Dr. Rui Mingjie were appointed as members of the fifth session of the audit and risk control committee with Mr. Shen Liqiang appointed as the chairman of the committee.

Mr. Ji Gang, Ms. Guo Lijuan and Mr. Shen Liqiang were appointed as members of the fifth session of the remuneration and appraisal committee with Mr. Ji Gang appointed as the chairman of the committee.

The updated terms of reference of the audit and risk control committee of the Board and that of the remuneration and appraisal committee of the Board have been disclosed on the websites of The Stock Exchange of Hong Kong Limited and the Company.

(5) APPOINTMENT OF THE CHAIRMAN OF THE FIFTH SESSION OF THE SUPERVISORY COMMITTEE

The Board is pleased to announce that the appointment of Mr. Wang Guoxing as the chairman of the fifth session of the Supervisory Committee was unanimously approved by the Supervisory Committee at the meeting of the Supervisory Committee held immediately following the AGM.

(6) FURTHER INFORMATION ON THE PAYMENT OF THE 2018 FINAL DIVIDEND

The proposed final dividend of RMB8.0 cents per share (inclusive of tax) for the year ended 31 December 2018 has been approved by the shareholders of the Company at the AGM. The register of members of the Company will be closed from Friday, 5 July 2019 to Wednesday, 10 July 2019 (both dates inclusive), during which period no share transfers will be registered. The dividend is expected to be paid on 9 August 2019 to those shareholders of the Company whose names appear on the register of members of the Company on Wednesday, 10 July 2019.

In order to qualify for the final dividend, holders of the Company's H shares shall lodge all transfer documents together with the relevant share certificates with Computershare Hong Kong Investor Services Limited, the Company's H share registrar and transfer office, not later than 4:30 p.m. on Thursday, 4 July 2019. The address of Computershare Hong Kong Investor Services Limited is as follows: Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

The final dividend payable to holders of H shares of the Company shall be converted to and paid in Hong Kong dollars based on the average of the closing benchmark exchange rates of Hong Kong dollars against Renminbi announced by the People's Bank of China for the week immediately before the date of the AGM at which the dividend was declared, namely HK\$1.00 to RMB0.879056. Based on the above exchange rate, the amount of final dividend is payable of HK\$0.09101 per H share.

Pursuant to the Corporate Income Tax Law of the PRC and its implementing regulations (hereinafter collectively referred to as the "CIT Law") which took effect on 1 January 2008 and the Notice on Issues relating to the Recognition of Overseas Registered PRC-invested Enterprises as Resident Enterprises based on Actual Management Organisation Standards issued by the State Administration of Taxation on 22 April 2009, the tax rate of the corporate income tax applicable to the income derived from the PRC of a non-resident enterprise is 10%. For this purpose, any H shares registered under the name of a non-individual enterprise, including those registered under the name of HKSCC Nominees Limited, other nominees or trustees such as securities firms and banks, or other organizations or entities, shall be deemed as shares held by non-resident enterprise shareholders (as defined under the CIT Law). The Company will distribute the final dividend to the non-resident enterprise shareholders subject to a deduction of 10% corporate income tax withheld and paid by the Company on their behalf.

Any resident enterprise (as defined under the CIT Law) which has been legally incorporated in the PRC or which has established de facto administrative entities in the PRC pursuant to the laws of foreign countries (regions) and whose name appears on the Company's H share register on Wednesday, 10 July 2019 must deliver an legal opinion issued by a lawyer qualified to practice in the PRC (and endorsed with the

law firm's chop) and relevant document(s) certifying that it is a resident enterprise to Computershare Hong Kong Investor Services Limited not later than 4:30 p.m. on Thursday, 4 July 2019, if they do not wish to have the 10% corporate income tax withheld and paid on their behalf by the Company.

The 10% corporate income tax will not be withheld and paid from the final dividend payable to any natural person shareholders whose names appear on the H share register of the Company on Wednesday, 10 July 2019. Any natural person investor whose H shares are registered under the name of a non-individual shareholder and who does not wish to have any corporate income tax to be withheld and paid on their behalf by the Company may consider transferring the legal title of the relevant H shares into his or her name and duly lodge all transfer documents with the relevant H share certificates with the Company's H share registrar and transfer office for registration on or before 4:30 p.m. on Thursday, 4 July 2019.

The Company will not take any responsibility arising from any delay in, or inaccurate determination of the status of the shareholders or any disputes over the mechanism of withholding and no action will be taken in this regard.

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

Shanghai, the PRC, 28 June 2019

As at the date of this announcement, the executive Directors are Mr. Yu Minliang, Ms. Guo Lijuan, Mr. Chen Liming, Mr. Ma Mingju, Ms. Zhou Wei and Mr. Sun Yu; and the independent non-executive Directors are Mr. Ji Gang, Dr. Rui Mingjie and Mr. Shen Liqiang.

* *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".*