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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) PROPOSED ELECTION OF DIRECTORS OF THE FOURTH SESSION OF THE BOARD;**
- (2) PROPOSED ELECTION OF SUPERVISORS OF THE FOURTH SESSION OF THE SUPERVISORY COMMITTEE;**
- (3) PROPOSED ANNUAL ALLOWANCE FOR INDEPENDENT NON-EXECUTIVE DIRECTORS; AND**
- (4) PROPOSED ANNUAL ALLOWANCE FOR INDEPENDENT SUPERVISORS**

A letter from the Board of the Company is set out on pages 3 to 7 of this circular.

The EGM will be held at 9:00 a.m. on Friday, 25 September 2015 at Jin Jiang Grand Hall, Jin Jiang Hotel, 59 Maoming Road (South), Shanghai, the PRC. Please refer to the notice of the EGM dated 11 August 2015 published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.jinjianghotels.com.cn).

* *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".*

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions have the following meanings:

“Articles of Association”	the articles of association of the Company (as amended, modified or otherwise supplemented from time to time)
“Board”	the board of Directors
“China” or “PRC”	the People’s Republic of China, excluding, for the purposes of this circular only, Hong Kong, Macau Special Administrative Region of the People’s Republic of China and Taiwan
“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
“Director(s)”	the directors of the Company
“EGM”	the first extraordinary general meeting in 2015 of the Company to be held at 9:00 a.m. on Friday, 25 September 2015 at Jin Jiang Grand Hall, Jin Jiang Hotel, 59 Maoming Road (South), Shanghai, the PRC
“Group”	the Company and its subsidiaries
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	28 August 2015, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information for inclusion in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	ordinary share(s) of RMB1.00 each in the share capital of the Company
“Shareholder(s)”	holder(s) of Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary”	has the same meaning ascribed thereto under the Listing Rules

DEFINITIONS

“Supervisor(s)”	member(s) of the Supervisory Committee of the Company
“Supervisory Committee”	the supervisory committee of the Company

LETTER FROM THE BOARD



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)

Executive Directors:

Mr. Yu Minliang (*Chairman*)
Ms. Guo Lijuan
Ms. Chen Wenjun
Mr. Shao Xiaoming
Mr. Han Min
Mr. Kang Ming

Independent non-executive Directors:

Mr. Ji Gang
Dr. Rui Mingjie
Mr. Yang Menghua
Mr. Sun Dajian
Dr. Tu Qiyu
Mr. Shen Chengxiang

Legal address of the Company:

Room 316-318
No. 24 Yang Xin Dong Road
Shanghai, the PRC

Principal place of business in the PRC:

26/F., Union Building
No. 100 Yan'an East Road
Shanghai, the PRC

Principal place of business in Hong Kong:

Room 3203, 32nd Floor
Shun Tak Centre, West Tower
200 Connaught Road Central
Hong Kong

4 September 2015

To the Shareholders

Dear Sir or Madam,

- (1) PROPOSED ELECTION OF DIRECTORS OF THE FOURTH SESSION OF THE BOARD;**
- (2) PROPOSED ELECTION OF SUPERVISORS OF THE FOURTH SESSION OF THE SUPERVISORY COMMITTEE;**
- (3) PROPOSED ANNUAL ALLOWANCE FOR INDEPENDENT NON-EXECUTIVE DIRECTORS; AND**
- (4) PROPOSED ANNUAL ALLOWANCE FOR INDEPENDENT SUPERVISORS**

LETTER FROM THE BOARD

INTRODUCTION

Reference is made to the announcement of the Company dated 11 August 2015. At the EGM, the Company will propose certain resolutions relating to (among other things): (i) proposed election of Directors of the fourth session of the Board; (ii) proposed election of Supervisors of the fourth session of the Supervisory Committee; (iii) determination of the annual allowance for independent non-executive Directors; and (iv) determination of the annual allowance for independent Supervisors.

The purpose of this circular is to provide you with information on the resolutions to be proposed at the EGM, and to provide you with all the information reasonably required to enable you to make an informed decision on whether to vote for or against the above-mentioned proposals at the EGM.

PROPOSED ELECTION OF DIRECTORS OF THE FOURTH SESSION OF THE BOARD

The Board currently consists of twelve Directors, including six executive Directors, namely, Mr. Yu Minliang, Ms. Guo Lijuan, Ms. Chen Wenjun, Mr. Shao Xiaoming, Mr. Han Min and Mr. Kang Ming and six independent non-executive Directors, namely, Mr. Ji Gang, Dr. Rui Mingjie, Mr. Yang Menghua, Mr. Sun Dajian, Dr. Tu Qiyu and Mr. Shen Chengxiang.

In accordance with Article 10.2 of the Articles of Association, Directors shall be elected at a Shareholders' general meeting and shall serve a term of three years from the date on which the election takes effect. A Director shall be eligible for re-election upon completion of the term.

Mr. Yu Minliang, Ms. Guo Lijuan, Mr. Han Min, Mr. Kang Ming, Mr. Ji Gang, Dr. Rui Mingjie and Dr. Tu Qiyu are Directors of the third session of the Board and have offered themselves as the candidates of the fourth session of the Board. Mr. Chen Liming, Mr. Xu Ming, Mr. Zhang Qian, Mr. Zhang Xiaoqiang, Mr. Zhang Dian, Dr. Xu Jianxin, Mr. Xie Hongbing and Dr. He Jianmin have also offered themselves as the candidates of the fourth session of the Board.

Each of Mr. Ji Gang, Dr. Rui Mingjie and Dr. Tu Qiyu has served as an independent non-executive Director of the Company for nearly nine years. During their respective years of appointment, each of Mr. Ji Gang, Dr. Rui Mingjie and Dr. Tu Qiyu has demonstrated his ability to provide an independent view to the Company's matters. The Board considers that each of Mr. Ji Gang, Dr. Rui Mingjie and Dr. Tu Qiyu was not involved in the daily management of the Company, nor was he in any relationship or circumstance which would interfere with the exercise of his independent judgments. Therefore, the Board is of the opinion that each of Mr. Ji Gang, Dr. Rui Mingjie and Dr. Tu Qiyu still has the required integrity and independence to continue fulfilling the role of an independent non-executive Director and thus recommends them for re-election at the EGM. Further, the Company is of the view that each of Mr. Ji Gang, Dr. Rui Mingjie and Dr. Tu Qiyu meets the independence guidelines set out in Rule 3.13 of the Listing Rules and is independent in

LETTER FROM THE BOARD

accordance with the terms of the guidelines. Each of Mr. Ji Gang, Dr. Rui Mingjie and Dr. Tu Qiyu has made an annual confirmation of independence to the Company pursuant to Rule 3.13 of the Listing Rules.

Ms. Chen Wenjun, Mr. Shao Xiaoming, Mr. Yang Menghua, Mr. Sun Dajian and Mr. Shen Chengxiang are Directors of the third session of the Board and will retire upon expiration of the term of office of the third session of the Board (i.e. on the date of the EGM). 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.

The Board would like to take this opportunity to express its sincere gratitude to Ms. Chen Wenjun, Mr. Shao Xiaoming, Mr. Yang Menghua, Mr. Sun Dajian and Mr. Shen Chengxiang for their contributions to the Company during their respective term of office.

At the EGM, resolutions will be proposed to elect the Directors of the fourth session of the Board. Upon the approval of their appointments by the Shareholders at the EGM, the term of office of the Directors of the fourth session of the Board shall commence from the date on which their appointments at the EGM take effect and end at the conclusion of the Company's annual general meeting to be held in 2018.

Upon completion of the transition of the fourth session of the Board, the Board would appoint new members of the senior management in accordance with the relevant requirements in the Articles of Association.

The biographical details of the candidates proposed to be elected as Directors of the fourth session of the Board at the EGM are set out in Appendix I to this circular.

PROPOSED ELECTION OF SUPERVISORS OF THE FOURTH SESSION OF THE SUPERVISORY COMMITTEE

The Supervisory Committee currently consists of six Supervisors, including two Shareholders representative Supervisors, namely, Mr. Wang Guoxing and Mr. Ma Mingju, two staff Supervisors, namely, Mr. Wang Xingze and Ms. Chen Junjin, and two independent Supervisors, namely, Mr. Zhou Qiquan and Ms. Zhou Yi.

In accordance with Article 13.2 of the Articles of Association, Supervisors shall be eligible for re-election upon completion of the term. In accordance with Article 13.3 of the Articles of Association, the Supervisory Committee shall consist of two Shareholders representative Supervisors, two staff Supervisors and two independent Supervisors.

Shareholders representative Supervisors and independent Supervisors shall be elected and removed by a Shareholders' general meeting. Staff Supervisors shall be democratically elected and removed by the staff of the Company. The term of a Supervisor elected by Shareholders' general meeting or the staff of the Company to fill a casual vacancy shall commence on the date on which the election takes effect and end on the date on which the term of the session of the Supervisory Committee is concluded.

LETTER FROM THE BOARD

Mr. Wang Guoxing and Mr. Ma Mingju, the Shareholders representative Supervisors, as well as Mr. Zhou Qiquan and Ms. Zhou Yi, the independent Supervisors, are Supervisors of the third session of the Supervisory Committee and have offered themselves for re-election as Supervisors of the fourth session of the Supervisory Committee.

At the EGM, resolutions will be proposed to elect the Shareholders representative Supervisors and independent Supervisors of the fourth session of the Supervisory Committee. Upon the approval of their appointments by the Shareholders at the EGM, the term of office of the Supervisors of the fourth session of the Supervisory Committee shall commence from the date on which their appointments at the EGM take effect and end at the conclusion of the Company's annual general meeting to be held in 2018.

The biographical details of the candidates proposed to be elected as Supervisors of the fourth session of the Supervisory Committee at the EGM are set out in Appendix I to this circular.

PROPOSED ANNUAL ALLOWANCE FOR INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board has proposed at the Board meeting to recommend an annual allowance of RMB120,000 (before taxation) for each independent non-executive Director of the fourth session of the Board.

PROPOSED ANNUAL ALLOWANCE FOR INDEPENDENT SUPERVISORS

The Supervisory Committee has proposed at the Supervisory Committee meeting to recommend an annual allowance of RMB36,000 (before taxation) for each independent Supervisor of the fourth session of the Supervisory Committee.

VOTING BY POLL AT THE EGM

Pursuant to Rule 13.39(4) of the Listing Rules, all votes of the Shareholders at a general meeting must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Therefore, the chairman of the EGM will demand a poll for every resolution to be voted at the EGM pursuant to Article 8.18 of the Articles of Association.

RECOMMENDATION

The Directors believe that the (i) proposed election of Directors of the fourth session of the Board; (ii) proposed election of Supervisors of the fourth session of the Supervisory Committee; (iii) determination of the annual allowance for independent non-executive Directors; and (iv) determination of the annual allowance for independent Supervisors are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend all Shareholders to vote in favour of the relevant resolutions at the EGM as set out in the notice of the EGM dated 11 August 2015.

LETTER FROM THE BOARD

GENERAL INFORMATION

Your attention is drawn to the additional information set out in Appendix I to this circular.

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

* *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”.*

1. BIOGRAPHIES OF CANDIDATES FOR EXECUTIVE DIRECTORS OF THE FOURTH SESSION OF THE BOARD

Mr. Yu Minliang (俞敏亮), aged 57, has been nominated as an executive Director of the Company. Mr. Yu is an economist with a master's degree in economics from Fudan University. He is currently the chairman of the Board and an executive Director. He was the general manager of Shanghai Yangtze Hotel Company Limited, Shanghai New Asia (Group) Co., Ltd. and Shanghai New Asia (Group) Company Limited, chairman of Jin Jiang (Group) Company Limited and chairman, chief executive officer and chairman of the executive committee of the board of Jin Jiang International Holdings Company Limited ("Jin Jiang International"). At present, Mr. Yu is also serving as the chairman of Jin Jiang International, Shanghai Jin Jiang International Hotels Development Company Limited ("Jin Jiang Hotels Development") and Shanghai Yangtze Hotel Company Limited.

Mr. Yu shall be appointed for a term of three years, subject to termination by no less than three months' notice in writing served by either party. Mr. Yu will not receive any director's fee.

Ms. Guo Lijuan (郭麗娟), aged 52, has been nominated as an executive Director of the Company. Ms. Guo obtained a master's degree in business administration from China Europe International Business School (CEIBS). She is currently the vice chairperson and an executive Director of the Company. Ms. Guo was the deputy head of the suburban department and the rights and interests department of China Communist Youth League Shanghai Committee (共青團上海市委). She was the general manager and the chairperson of Shanghai Advertising Co., Ltd. (上海廣告有限公司). She was a director and the vice president of Shanghai World Expo (Group) Co., Ltd. (上海世博(集團)有限公司). She was an executive director and the chairperson of Shanghai Foreign Service Co., Ltd. (上海對外服務有限公司) as well as the vice president of Shanghai East Best International (Group) Co., Ltd. (上海東浩國際服務貿易(集團)有限公司). Ms. Guo is currently the president and a director of Jin Jiang International and the vice-chairperson of Jin Jiang Hotels Development.

Ms. Guo shall be appointed for a term of three years, subject to termination by no less than three months' notice in writing served by either party. Ms. Guo will not receive any director's fee.

Mr. Chen Liming (陳禮明), aged 55, has been nominated as an executive Director of the Company. Mr. Chen obtained a master's degree in business administration and he is an economist. He is currently a vice president of Jin Jiang International. Mr. Chen was the general manager of Holland Shanghai City Restaurant Co., Ltd. (荷蘭上海城酒家有限公司), the deputy general manager of Shanghai Sofitel Hyland Hotel (上海海倫賓館), the executive manager of Shanghai New Asia (Group) Co., Ltd. (上海新亞(集團)股份有限公司), the secretary general of the executive committee of the board of directors (vice president) of Jin Jiang International. He is currently a director of Jin Jiang Hotels Development.

Mr. Chen shall be appointed for a term of three years, subject to termination by no less than three months' notice in writing served by either party. Mr. Chen will not receive any director's fee.

Mr. Xu Ming (許銘), aged 44, has been nominated as an executive Director of the Company. He holds a bachelor's degree. He is currently an executive president of the Company. He was the vice general manager of Nanjing Hotel of Jin Jiang Hotels Development as well as the general manager of Metropole Hotel of Jin Jiang Hotels Development, Shanghai Jian Guo Hotel, Shanghai Rainbow Hotel and Jin Jiang Hotel. He is also currently a vice president of Jin Jiang International and a director of Interstate (China) Hotels & Resorts Co., Ltd.

Mr. Xu shall be appointed for a term of three years, subject to termination by no less than three months' notice in writing served by either party. Mr. Xu will not receive any director's fee.

Mr. Zhang Qian (張謙), aged 47, has been nominated as an executive Director of the Company. He holds a bachelor's degree. Mr. Zhang is currently a vice president of the Company. He was the director of the Marketing Department of Shanghai Jian Guo Hotel, vice general manager of Shanghai Renaissance Yangtze Hotel and general manager of Shanghai Jin Jiang Tomson Hotel Company Limited. He is also currently a vice president of Jin Jiang International, the general manager of Jin Jiang Hotel and general manager of Shanghai Jin Jiang Tower.

Mr. Zhang shall be appointed for a term of three years, subject to termination by no less than three months' notice in writing served by either party. Mr. Zhang will not receive any director's fee.

Mr. Zhang Xiaoqiang (張曉強), aged 46, has been nominated as an executive Director of the Company. He holds a bachelor's degree. Mr. Zhang is currently a vice president of the Company. He was the head of catering of Jin Jiang Tian Cheng Hotel and Wenzhou Dynasty Hotel, general manager of Xinya Lijing Tower Company Limited (新亞麗景大廈有限公司), deputy general manager of Sofitel Shanghai Hyland Hotel, general manager of Shanghai Rainbow Hotel, chief executive officer and director of Jin Jiang Hotels Development. He is also currently the chief executive officer of Jin Jiang International Hotel Management Company Limited and a director of Jin Jiang Hotels Development.

Mr. Zhang shall be appointed for a term of three years, subject to termination by no less than three months' notice in writing served by either party. Mr. Zhang will not receive any director's fee.

Mr. Han Min (韓敏), aged 57, has been nominated as an executive Director of the Company. He holds a master's degree in international law from Fudan University. He is currently an executive Director and the chief investment officer of the Company. Mr. Han was a manager of the Investment Development Division of Jin Jiang (Group) Company Limited, manager of the Merger Division of Jin Jiang International and director of Shanghai Jin Jiang International Travel Co., Ltd. He is also currently the chairman of Kunming Jin Jiang Hotel Company Limited.

Mr. Han shall be appointed for a term of three years, subject to termination by no less than three months' notice in writing served by either party. Mr. Han will not receive any director's fee.

Mr. Kang Ming (康鳴), aged 43, has been nominated as an executive Director of the Company. Mr. Kang is a senior accountant with a master's degree in economics from the Shanghai University of Finance and Economics. He is currently an executive Director, authorized representative, joint company secretary, Board secretary of the Company and chief secretary (vice president) of the executive committee of the Board. He was the board secretary of Jin Jiang Hotels Development. Mr. Kang is also currently a director of Shanghai Jin Jiang International Industrial Investment Company Limited ("Jin Jiang Investment") and Shanghai Jin Jiang International Travel Co., Ltd. as well as a supervisor of Jin Jiang Hotels Development.

Mr. Kang shall be appointed for a term of three years, subject to termination by no less than three months' notice in writing served by either party. Mr. Kang will not receive any director's fee.

2. BIOGRAPHY OF CANDIDATE FOR NON-EXECUTIVE DIRECTOR OF THE FOURTH SESSION OF THE BOARD

Mr. Zhang Dian (張滇), aged 46, has been nominated as a non-executive Director of the Company. He obtained a MBA degree from Wharton School of the University of Pennsylvania. Mr. Zhang is currently a director and the chief executive officer of Hubs1. He was an executive director of The Thayer Group. In addition, Mr. Zhang had worked with a number of international renowned hotel groups, serving as executive positions.

Mr. Zhang shall be appointed for a term of three years, subject to termination by no less than three months' notice in writing served by either party. Mr. Zhang will not receive any director's fee.

3. BIOGRAPHIES OF CANDIDATES FOR INDEPENDENT NON-EXECUTIVE DIRECTORS OF THE FOURTH SESSION OF THE BOARD

Mr. Ji Gang (季崗), aged 57, has been nominated as an independent non-executive Director of the Company. He is a senior economist with a master's degree in economics. Mr. Ji is currently the chairman of the board, president and executive director of Shanghai Industrial Urban Development Group Limited as well as an independent non-executive Director of the Company. Mr. Ji was the general manager of Shanghai Zhongya Hotel, general manager and chairman of Shanghai Everbright City Company Limited, director of Zhabei District Commercial Committee, director of Zhabei District Economic Committee, president of SIIC Investment Company Limited in Hong Kong as well as the vice-chairman and president of Shanghai Industrial Development Company Limited.

Mr. Ji shall be appointed for a term of three years, subject to termination by no less than three months' notice in writing served by either party. Mr. Ji is entitled to an annual director's fee of RMB120,000. Mr. Ji's remuneration was determined by reference to the prevailing market condition and his duties and responsibilities in the Company.

Dr. Rui Mingjie (芮明杰), aged 61, has been nominated as an independent non-executive Director of the Company. He is a professor and an instructor for doctoral candidates with a doctoral degree. He is currently the head of the Department of Industrial Economics, a member of the academic standards committee, member of the degree committee, chairman of the degree committee of the School of Management, discipline leader in the national key discipline of Industrial Economics, deputy director of the Yangtze Delta Research Institute and person-in-charge of the post-doctoral mobile station in business administration at Fudan University as well as an independent non-executive Director of the Company. He was formerly the head of the Department of Business Administration of the School of Management, deputy dean of the School of Management and discipline leader in Business Administration at Fudan University, training professor for the senior management of China Enterprises Affairs Commission (中央企業工委) and State-owned Assets Supervision and Administration Commission, vice president of Shanghai Institute of Management Science and independent director of a number of listed companies.

Dr. Rui shall be appointed for a term of three years, subject to termination by no less than three months' notice in writing served by either party. Dr. Rui is entitled to an annual director's fee of RMB120,000. Dr. Rui's remuneration was determined by reference to the prevailing market condition and his duties and responsibilities in the Company.

Dr. Tu Qiyu (屠啓宇), aged 45, has been nominated as an independent non-executive Director of the Company. He holds a doctoral degree. He is currently an independent non-executive Director of the Company. Dr. Tu is currently the vice chairman and researcher of the City and Population Development Research Institute of the Shanghai Social Science Academy and part-time professor and an instructor for doctoral candidates at East China Normal University, specializing in international economics and urban studies. Dr. Tu was formerly Fulbright Professor of Bard College, New York, the United States from 2001 to 2002 and a visiting scholar at Harvard University, University of Cambridge, Fondation Nationale des Sciences Politiques and Hamburg Institute for Economic Research. Dr. Tu has received 4 awards for policy-making advisory work and researches from the Shanghai Municipal Government since 2003. He was named among the "Top Ten Young Economists of Shanghai" in 2003 by Shanghai Youths Federation and was conferred the title of "Outstanding Returning Talents from Overseas of Shanghai" in 2004. Since 2011, Dr. Tu has been the chief editor of "The Blue Paper of International Cities".

Dr. Tu shall be appointed for a term of three years, subject to termination by no less than three months' notice in writing served by either party. Dr. Tu will not receive any director's fee.

Dr. Xu Jianxin (徐建新), aged 59, has been nominated as an independent non-executive Director of the Company. He holds a doctoral degree in economics, a professor level senior accountant and a Certified Public Accountant in the PRC. Dr. Xu is currently a senior vice president of Shanghai Puyi Investment Management Co., Ltd.* (上海樸易投資管理有限公司) and an independent director of Jin Jiang Hotels Development. He was a lecturer and vice professor at Shanghai University of Finance and Economics, practicing Certified Public Accountant of Dahua Accountants' Firm (大華會計師事務所), deputy general manager of Shanghai Brilliance Credit Rating and Investors Service Company Limited* (上

* *For identification purpose only*

海新世紀投資服務公司), deputy chief accountant, director, financial controller and chief economist of Orient International (Holding) Company Limited, vice chairman of Orient International Enterprise Limited and a director of Shanghai Pudong Development Bank. He has been named as “Outstanding Accountant in Shanghai”.

Dr. Xu shall be appointed for a term of three years, subject to termination by no less than three months’ notice in writing served by either party. Dr. Xu is entitled to an annual director’s fee of RMB120,000. Dr. Xu’s remuneration was determined by reference to the prevailing market condition and his duties and responsibilities in the Company.

Mr. Xie Hongbing (謝紅兵), aged 65, has been nominated as an independent non-executive Director of the Company. He holds a bachelor’s degree. Mr. Xie served as a branch manager of Jingan Sub-branch and branch manager of Yangpu Branch of Bank of Communications, general manager of Fund Custody Department of Bank of Communications, the chairman of Bank of Communications Schroder Fund Management Co., Ltd., the vice chairman of China BOCOM Insurance Co., Ltd. (Hong Kong).

Mr. Xie shall be appointed for a term of three years, subject to termination by no less than three months’ notice in writing served by either party. Mr. Xie is entitled to an annual director’s fee of RMB120,000. Mr Xie’s remuneration was determined by reference to the prevailing market condition and his duties and responsibilities in the Company.

Dr. He Jianmin (何建民), aged 58, has been nominated as an independent non-executive Director of the Company. He obtained a doctorate in economics from Fudan University. Dr. He is currently the head and a professor in Tourism Management at the Shanghai University of Finance & Economics (上海財經大學), an instructor for doctoral candidates in tourism management, an adjunct instructor of the post-doctoral mobile station in tourism management at the School of Business Administration at Shanghai University of Finance & Economics and an independent director of New Century Real Estate Investment Trust. He has been named as the State Council Expert for Special Allowance and National Outstanding Instructor. He has made long-term commitment to conduct research in tourism development and management.

Dr. He shall be appointed for a term of three years, subject to termination by no less than three months’ notice in writing served by either party. Dr. He is entitled to an annual director’s fee of RMB120,000. Dr. He’s remuneration was determined by reference to the prevailing market condition and his duties and responsibilities in the Company.

As at the Latest Practicable Date, Mr. Yu Minliang was beneficially interested in 14,305 shares (long position) of Jin Jiang Hotels Development, representing 0.0024% of the total share capital of Jin Jiang Hotels Development.

Save as disclosed above, each of the candidates for the Directors of the fourth session of the Board confirms for himself/herself that: (i) he/she has not held any other directorships in the last three years in any public companies, the securities of which are listed on any securities market in Hong Kong and/or overseas, nor held any other major appointment and professional qualification; (ii) he/she does not have any relationship with

any Directors, senior management or substantial or controlling Shareholders; and (iii) he/she does not have any interests in the shares or securities of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, the Board is of the view that there are no other matters in relation to the proposed appointment of the Directors of the fourth session of the Board that need to be brought to the attention of the Shareholders, nor is there any other information in relation to the proposed appointment of the Directors of the fourth session of the Board that need to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

4. BIOGRAPHIES OF CANDIDATES FOR SHAREHOLDERS REPRESENTATIVE SUPERVISORS OF THE FOURTH SESSION OF THE SUPERVISORY COMMITTEE

Mr. Wang Guoxing (王國興), aged 52, has been nominated as a Shareholders representative Supervisor. He is currently a Supervisor of the Company. Mr. Wang is a senior accountant with a master's degree in economics from Shanghai University of Finance and Economics. He was a lecturer of the School of Finance of Shanghai University of Finance and Economics, board secretary of Jin Jiang Hotels Development, board secretary and deputy financial director of Shanghai New Asia (Group) Company Limited as well as deputy financial director of Jin Jiang International and the chief secretary (vice president) of the executive committee of the board of Jin Jiang International. He is currently a vice president of Jin Jiang International and a supervisor of Jin Jiang Investment.

Mr. Wang shall be appointed for a term of three years, subject to termination by no less than three months' notice in writing served by either party. Mr. Wang will not receive any supervisor's fee.

Mr. Ma Mingju (馬名駒), aged 54, has been nominated as a Shareholders representative Supervisor. He is currently a Supervisor of the Company. He holds a master's degree in business administration from the Asia International Open University (Macau) and is a senior accountant. Mr. Ma was a director of Jin Jiang Inn. Mr. Ma is currently the vice president, manager of Planning and Finance Division and general manager of the Finance Business Division of Jin Jiang International, chairman of Shanghai Jin Jiang International Investment and Management Company Limited as well as a director of Jin Jiang Investment, Beijing Kunlun Hotel Company Limited and Jin Jiang International Finance Company Limited.

Mr. Ma shall be appointed for a term of three years, subject to termination by no less than three months' notice in writing served by either party. Mr. Ma will not receive any supervisor's fee.

5. BIOGRAPHIES OF CANDIDATES FOR INDEPENDENT SUPERVISORS OF THE FOURTH SESSION OF THE SUPERVISORY COMMITTEE

Mr. Zhou Qiquan (周啓全), aged 64, has been nominated as an independent Supervisor of the Company. He is currently a Supervisor of the Company. He holds a post-secondary diploma and is an accountant. Mr. Zhou was the person-in-charge of the Finance

Department of Shanghai Luwan Residential Corporation, section head of the Planning and Finance Department, deputy manager and manager of the Finance Department of Shanghai Minhang United Development Company Limited.

Mr. Zhou shall be appointed for a term of three years, subject to termination by no less than three months' notice in writing served by either party. Mr. Zhou is entitled to an annual supervisor's fee of RMB36,000. Mr. Zhou's remuneration was determined by reference to the prevailing market condition and his duties and responsibilities in the Company.

Ms. Zhou Yi (周怡), aged 56, has been nominated as an independent Supervisor of the Company. She is currently a Supervisor of the Company. She holds a bachelor's degree. Ms. Zhou was the person-in-charge of the Marketing Division of the Credit Card Department, associate director of the Saving Division and Finance and Accounting Division, general manager of the Marketing Department and Corporate Department, and senior manager of the Retail Credit Management Department of Shanghai Branch of Bank of Communications.

Ms. Zhou shall be appointed for a term of three years, subject to termination by no less than three months' notice in writing served by either party. Ms. Zhou is entitled to an annual supervisor's fee of RMB36,000. Ms. Zhou's remuneration was determined by reference to the prevailing market condition and her duties and responsibilities in the Company.

6. BIOGRAPHIES OF STAFF SUPERVISORS OF THE FOURTH SESSION OF THE SUPERVISORY COMMITTEE ⁺

Ms. Zhang Wei (張偉), aged 48. She is now the deputy secretary to the communist party committee of the Company. She holds a bachelor's degree. She was the vice general manager of Metropole Hotel, the vice general manager of Nanjing Hotel, vice general manager of Eastern Asia Hotel, executive vice manager of Peace Hotel, general manager of Jin Jiang World Expo Apartment and a vice president of the Company.

Ms. Zhang shall be appointed for a term of three years, subject to termination by no less than three months' notice in writing served by either party. Ms. Zhang will not receive any supervisor's fee.

⁺ *Staff Supervisors of the fourth session of the Supervisory Committee were democratically elected by the staff on 5 August 2015 and are not subject to the election at the Shareholders' general meeting.*

Ms. Chen Junjin (陳君瑾), aged 54, a Staff Supervisor of the Company. She is an accountant with a bachelor's degree. Ms. Chen was an accountant of Finance Department of Cypress Hotel, head of Finance Department at the headquarters of Jin Jiang (Group) Company Limited, deputy financial director of Jin Jiang International Hotel Management Company Limited, general manager and head of Finance Department of Shanghai Jin Jiang International Hotels Group (HK) Company Limited. Ms. Chen is currently the head of Auditing Department and the supervisor of Jin Jiang Hotels Development.

Ms. Chen shall be appointed for a term of three years, subject to termination by no less than three months' notice in writing served by either party. Ms. Chen will not receive any supervisor's fee.

Save as disclosed above, each of the candidates for the Supervisors of the fourth session of the Supervisory Committee confirms for himself/herself that: (i) he/she has not held any other directorships in the last three years in any public companies, the securities of which are listed on any securities market in Hong Kong and/or overseas, nor held any other major appointment and professional qualification; (ii) he/she does not have any relationship with any Directors, senior management or substantial or controlling Shareholders; and (iii) he/she does not have any interests in the shares or securities of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, the Board is of the view that there are no other matters in relation to the proposed appointment of the Supervisors of the fourth session of the Supervisory Committee that need to be brought to the attention of the Shareholders, nor is there any other information in relation to the proposed appointment of the Supervisors of the fourth session of the Supervisory Committee that need to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.