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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)

ANNOUNCEMENT

**(1) PROPOSED ELECTION OF DIRECTORS OF
THE FIFTH SESSION OF THE BOARD; AND**

**(2) PROPOSED ELECTION OF SUPERVISORS OF
THE FIFTH SESSION OF THE SUPERVISORY COMMITTEE**

- (1) The Board proposed to consider and approve the appointments of the following candidates as the Directors of the fifth session of the Board at the AGM: Mr. Yu Minliang, Ms. Guo Lijuan, Mr. Chen Liming, Mr. Ma Mingju, Mr. Sun Yu, Ms. Zhou Wei, Mr. Ji Gang, Dr. Rui Mingjie and Mr. Shen Liqiang. The term of office of the Directors of the fifth session of the Board will commence from the date of passing the resolutions proposed at the AGM and end at the conclusion of the Company's annual general meeting to be held in 2022.
- (2) The Supervisory Committee proposed to consider and approve the appointments of the following candidates as the Supervisors of the fifth session of the Supervisory Committee at the AGM: Mr. Wang Guoxing, Mr. Kuang Ke and Mr. Chen Yinghao. Mr. Chen Yinghao, the Supervisor representing employees, will be democratically elected by the staff of the Company. The term of office of the Supervisors of the fifth session of the Supervisory Committee will commence from the date of passing the resolutions proposed at the AGM and end at the conclusion of the Company's annual general meeting to be held in 2022.

(1) PROPOSED ELECTION OF DIRECTORS OF THE FIFTH SESSION OF THE BOARD

The Board currently consists of eleven Directors, including five executive Directors, namely, Mr. Yu Minliang, Ms. Guo Lijuan, Mr. Chen Liming, Mr. Ma Mingju and Mr. Zhang Qian and six independent non-executive Directors, namely, Mr. Ji Gang, Dr. Rui Mingjie, Dr. Tu Qiyu, Dr. Xu Jianxin, Mr. Xie Hongbing and Dr. He Jianmin.

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. Chen Liming, Mr. Ma Mingju, Mr. Ji Gang and Dr. Rui Mingjie are Directors of the fourth session of the Board and have offered themselves as the candidates of the fifth session of the Board. Mr. Sun Yu, Ms. Zhou Wei and Mr. Shen Liqiang have also offered themselves as the candidates of the fifth session of the Board.

Each of Mr. Ji Gang and Dr. Rui Mingjie has served as an independent non-executive Director for over nine years. During their respective years of appointment, each of Mr. Ji Gang and Dr. Rui Mingjie has demonstrated his ability to provide an independent view to the Company's matters. The Board considers that each of Mr. Ji Gang and Dr. Rui Mingjie 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 and Dr. Rui Mingjie 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 AGM. Further, the Company is of the view that each of Mr. Ji Gang and Dr. Rui Mingjie meets the independence guidelines set out in Rule 3.13 of the Listing Rules and is independent in accordance with the terms of the guidelines. Each of Mr. Ji Gang and Dr. Rui Mingjie has made an annual confirmation of independence to the Company pursuant to Rule 3.13 of the Listing Rules.

Mr. Zhang Qian, Dr. Tu Qiyu, Dr. Xu Jianxin, Mr. Xie Hongbing and Dr. He Jianmin are Directors of the fourth session of the Board and will retire 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. 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, resolutions will be proposed to elect the Directors of the fifth session of the Board. Upon the approval of their appointments

by the Shareholders at the AGM, the term of office of the Directors of the fifth session of the Board will commence from the date of passing the resolutions proposed at the AGM and end at the conclusion of the Company's annual general meeting to be held in 2022.

The biographical details of the candidates proposed to be elected as Directors of the fifth session of the Board at the AGM are set out as follows:

Candidates for Executive Directors

Mr. Yu Minliang (俞敏亮), aged 61, has been nominated as an executive Director. Mr. Yu is an economist with a master's degree in economics. He is a member of the Chinese Communist Party. He is currently the chairman of the Board and an executive Director. He was the general manager of Shanghai New Asia (Group) Co., Ltd., the general manager and the secretary to the Party Committee of Shanghai New Asia (Group) Company Limited, the chairman and the secretary to the Party Committee of Jin Jiang (Group) Company Limited and the chairman, the secretary to the Party Committee and chief executive officer of Jin Jiang International Holdings Company Limited ("**Jin Jiang International**"). At present, Mr. Yu is also serving as the chairman and the secretary to the Party Committee of Jin Jiang International and the chairman of Shanghai Jin Jiang International Hotels Development Company Limited ("**Jin Jiang Hotels Development**").

Ms. Guo Lijuan (郭麗娟), aged 56, has been nominated as an executive Director. Ms. Guo obtained a master's degree in business administration. She is a member of the Chinese Communist Party. She is currently the vice chairperson and an executive Director. 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, the chairperson and the secretary to the Party Committee 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, the chairperson and the secretary to the Party Committee 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, the deputy secretary to the Party Committee and a director of Jin Jiang International and the vice chairperson of Jin Jiang Hotels Development.

Mr. Chen Liming (陳禮明), aged 58, has been nominated as an executive Director. Mr. Chen obtained a master's degree in business administration and he is an economist. He is a member of the Chinese Communist Party. He is currently the vice chairman of the Board and an executive Director. 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 (上海海侖賓館), 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) and the vice president of Jin Jiang International. He is currently the vice chairman of Jin Jiang International, a director of Jin Jiang Hotels Development, the chairman and the president of Groupe du Louvre (GDL) and the chairman of Radisson Hospitality Inc. (U.S.).

Mr. Ma Mingju (馬名駒), aged 58, has been nominated as an executive Director. He is a senior accountant with a master's degree in business administration. He is a member of the Chinese Communist Party. He is currently an executive Director and the chief executive officer of the Company. Mr. Ma was the manager of accounting and finance department of Jin Jiang International and the Supervisor of the Company. He is currently the vice president and general manager of the Finance Business Division of Jin Jiang International, chairman of Shanghai Jin Jiang International Investment and Management Company Limited ("**Jin Jiang International Investment and Management**"), director of Shanghai Jin Jiang International Industrial Investment Company Limited ("**Jin Jiang Investment**"), the chairman of Jin Jiang International Finance Company Limited and the chairman of Radisson Hospitality AB (publ), respectively.

Mr. Sun Yu (孫瑜), aged 45, has been nominated as an executive Director. He is a senior accountant with a master's degree in accounting. He is a member of the Chinese Communist Party. He is currently the vice president and deputy financial director of Jin Jiang International. He was the financial director of Shanghai Diesel Engine Co., Ltd. (上海柴油機股份有限公司). He is the deputy general manager and financial director of the Finance Business Division of Jin Jiang International, a director of Jin Jiang Investment and the chief financial officer of Jin Jiang International Investment and Management.

Ms. Zhou Wei (周維), aged 38, has been nominated as an executive Director. She holds master's degrees in business administration and arts respectively. She is a member of the Chinese Communist Party. She is currently the vice president of Jin Jiang International. She was the deputy chief director of the department of translation and interpretation of Foreign Affairs Office of the Shanghai Municipal People's Government, the deputy manager of the Investment Development Division of Jin Jiang International, the director and the chief investment officer of the Investment Development Division of the Company, the deputy chief executive

officer of Jin Jiang GDL Asia Co., Ltd., and is currently a director of Jin Jiang Hotels Development, Radisson Hospitality Inc. (U.S.) and Radisson Hospitality AB(publ).

Candidates for Independent Non-executive Directors

Mr. Ji Gang (季崗), aged 61, has been nominated as an independent non-executive Director. He is a senior economist with a master's degree in economics. Mr. Ji is currently an independent non-executive Director. 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, the vice chairman and president of Shanghai Industrial Development Company Limited, the chairman of the board, president and executive director of Shanghai Industrial Urban Development Group Limited.

Dr. Rui Mingjie (芮明杰), aged 64, has been nominated as an independent non-executive Director. He is a professor and an instructor for doctoral candidates with a doctoral degree. Dr. Rui is currently the head of the Department of Industrial Economics, director of the Center for Business Development and Management Innovation, discipline leader in the national key discipline of Industrial Economics, and person-in-charge of the post-doctoral mobile station in applied economics at Fudan University, as well as an independent non-executive Director of the Company. He is also the vice president of China Society of Industrial Economics, chief specialist of Shanghai Innovative Research Base of Social Sciences (Industry Structural Adjustment) (上海市社會科學創新研究基地(產業結構調整)), and a leading figure of Rui Mingjie's Office of Government Policy Counselling and Research Base of Shanghai Municipal Government (上海市政府決策諮詢研究基地芮明杰工作室).

Mr. Shen Liqiang (沈立強), aged 62, has been nominated as an independent non-executive Director. He is a senior accountant with a master's degree in business administration. He is currently the president of Shanghai Jindin Financial, Historical and Cultural Development Foundation and the head of Shanghai Bank Museum. He was the national representative of the 13th and 14th Shanghai Municipal People's Congress and one of the first Top 10 Shanghai Financiers. With dozens of years in the financial industry, he worked in People's Bank of China and Industrial and Commercial Bank of China. He worked in Industrial and Commercial Bank of China, as the deputy branch manager and the deputy secretary to the Party Committee of Zhejiang Provincial Branch, the branch manager and the secretary to the Party Committee of Hangzhou Municipal Branch, Hebei Provincial Branch and Shanghai Municipal Branch. He was the chairman of ICBC Credit Suisse Asset Management Co., Ltd. and Shanghai Banking Association, a director of the University Council of Shanghai University of Finance and Economics and an independent director of SINOPEC Shanghai Petrochemical Company Limited.

As at the date of this announcement, Mr. Yu Minliang was beneficially interested in 14,305 shares (long position) of Jin Jiang Hotels Development, representing 0.0015% of the total share capital of Jin Jiang Hotels Development.

Save as disclosed above, each of the candidates for the Directors of the fifth 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 of the Company; 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 fifth 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 fifth 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.

The remuneration of each of the Directors of the fifth session of the Board will be determined by the Board according to the authorization to be granted by the Shareholders at the AGM and in accordance with the Company's remuneration policies regarding the executive Directors and independent non-executive Directors, respectively. Upon completion of the transition of the fifth session of the Board, the Board would appoint new members of the senior management of the Company in accordance with the relevant requirements in the Articles of Association.

(2) PROPOSED ELECTION OF SUPERVISORS OF THE FIFTH SESSION OF THE SUPERVISORY COMMITTEE

The Supervisory Committee currently consists of five Supervisors, including one Supervisor representing the Shareholders, namely, Mr. Wang Guoxing, two Supervisors representing employees, namely, Mr. Chen Yinghao and Mr. He Yichi, 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, Supervisors representing the Shareholders and independent Supervisors shall be elected and removed by a Shareholders' general meeting. Supervisors representing employees 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.

Mr. Wang Guoxing, the Supervisor representing the Shareholders, is a Supervisor of the fourth session of the Supervisory Committee and has offered himself for re-election as Supervisor of the fifth session of the Supervisory Committee. Mr. Kuang Ke, the Supervisor representing the Shareholders, has also offered himself as a candidate of the fifth session of the Supervisory Committee.

Mr. Zhou Qiquan, Ms. Zhou Yi and Mr. He Yichi are Supervisors of the fourth session of the Supervisory Committee and will retire upon expiration of the term of office (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. 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.

At the AGM, resolutions will be proposed to elect the Supervisors representing the Shareholders and independent Supervisors of the fifth session of the Supervisory Committee. Upon the approval of their appointments by the Shareholders at the AGM, the term of office of the Supervisors of the fifth session of the Supervisory Committee will commence from the date of passing the resolutions proposed at the AGM and end at the conclusion of the Company's annual general meeting to be held in 2022.

The biographical details of the candidates proposed to be elected as Supervisors of the fifth session of the Supervisory Committee at the AGM are set out as follows:

Candidates for Supervisors Representing the Shareholders

Mr. Wang Guoxing (王國興), aged 55, has been nominated as a Supervisor representing the Shareholders. Mr. Wang is a senior accountant with a master's degree in economics. He is a member of the Chinese Communist Party. He is currently the chairman of the Supervisory Committee. 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 the chairman of the supervisory committee of Jin Jiang Hotels Development, Jin Jiang Investment and Shanghai Jin Jiang International Travel Co., Ltd..

Mr. Kuang Ke (匡克), aged 40, as been nominated as Supervisor representing the Shareholders. He holds a bachelor's degree in economics. He is currently the deputy head of the audit office of Jin Jiang International. He was the head of audit of Shanghai Hongqiao Parkson Trading Company (上海虹橋百盛商貿有限公司) and the audit manager of New World Department Store China Limited (新世界百貨中國有限公司).

Candidate for Supervisor Representing Employees +

Mr. Chen Yinghao (陳英豪), aged 45, holds a bachelor's degree. He is a Supervisor representing employees of the Company and a member of the Chinese Communist Party. He is currently a Supervisor and the deputy secretary to the Party Committee of the Company. He was the department head and commander (deputy regimental commander) of a brigade of Shanghai Fire Bureau, and assistant to the manager of the security department of Jin Jiang International.

- + Supervisor representing employees of the fifth session of the Supervisory Committee will be democratically elected by the staff and is not subject to the election at the Shareholders' general meeting. The Company will fulfill its disclosure obligations timely in accordance with relevant requirements under the Listing Rules.

Save as disclosed above, each of the candidates for the Supervisors of the fifth session of the Supervisory Committee confirms for himself that: (i) he 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 does not have any relationship with any Directors, senior management or substantial or controlling Shareholders of the Company; and (iii) he 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 fifth 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 fifth 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.

The Supervisors of the fifth session of the Supervisory Committee will not receive any Supervisor's fee.

DEFINITIONS

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

“AGM”	the annual general meeting for the year 2018 of the Company to be held at 1:30 p.m. on 28 June 2019 at Room Haihua, 5/F, Shanghai Hyland, 505 Nanjing Road East, Huangpu District, Shanghai, the PRC
“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 announcement only, Hong Kong, Macau Special Administrative Region 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 director(s) of the Company
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“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
“Supervisor(s)”	member(s) of the Supervisory Committee of the Company

“Supervisory
Committee”

the supervisory committee of the Company

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

Shanghai, the PRC, 7 May 2019

As at the date of this announcement, the executive Directors are Mr. Yu Minliang, Ms. Guo Lijuan, Mr. Chen Liming, Mr. Ma Mingju and Mr. Zhang Qian; 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**”.*