

# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

---

## SCHEDULE 13G

(Rule 13d-102)

(Amendment No. 1)\*

**Information to be Included in Statements Filed Pursuant to § 240.13-1(b), (c)  
and (d) and Amendments Thereto Filed Pursuant to § 240.13d-2**

**Under the Securities Exchange Act of 1934**

---

### China Lodging Group, Limited

(Name of Issuer)

---

**Ordinary Shares, Par Value \$0.0001 Per Share**  
(Title of Class of Securities)

**G21182 103**  
(CUSIP Number)

**December 31, 2011**  
(Date of Event Which Requires Filing of this Statement)

---

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act, but shall be subject to all other provisions of the Act (however, see the Notes).

1	Names of Reporting Persons  Qi Ji	
2	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Citizenship or Place of Organization  Singapore	
Number of Shares Beneficially Owned by Each Reporting Person With	5	Sole Voting Power  114,824,516
	6	Shared Voting Power  0
	7	Sole Dispositive Power  79,824,516
	8	Shared Dispositive Power  35,000,000
9	Aggregate Amount Beneficially Owned by Each Reporting Person  114,824,516	
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="checkbox"/>	
11	Percent of Class Represented by Amount in Row 9  47.2%	
12	Type of Reporting Person  IN	

1	Names of Reporting Persons <b>Winner Crown Holdings Limited</b>	
2	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Citizenship or Place of Organization <b>British Virgin Islands</b>	
Number of Shares Beneficially Owned by Each Reporting Person With	5	Sole Voting Power <b>0</b>
	6	Shared Voting Power <b>79,607,849</b>
	7	Sole Dispositive Power <b>0</b>
	8	Shared Dispositive Power <b>79,607,849</b>
9	Aggregate Amount Beneficially Owned by Each Reporting Person <b>79,607,849</b>	
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="checkbox"/>	
11	Percent of Class Represented by Amount in Row 9 <b>32.7%</b>	
12	Type of Reporting Person <b>CO</b>	

1	Names of Reporting Persons <b>Sherman Holdings Limited</b>	
2	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Citizenship or Place of Organization <b>Commonwealth of the Bahamas</b>	
Number of Shares Beneficially Owned by Each Reporting Person With	5	Sole Voting Power <b>0</b>
	6	Shared Voting Power <b>79,607,849</b>
	7	Sole Dispositive Power <b>0</b>
	8	Shared Dispositive Power <b>79,607,849</b>
9	Aggregate Amount Beneficially Owned by Each Reporting Person <b>79,607,849</b>	
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="checkbox"/>	
11	Percent of Class Represented by Amount in Row 9 <b>32.7%</b>	
12	Type of Reporting Person <b>CO</b>	

1	Names of Reporting Persons  Credit Suisse Trust Limited, as Trustee of the Ji Family Trust	
2	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Citizenship or Place of Organization  Singapore	
Number of Shares Beneficially Owned by Each Reporting Person With	5	Sole Voting Power  0
	6	Shared Voting Power  79,607,849
	7	Sole Dispositive Power  0
	8	Shared Dispositive Power  79,607,849
9	Aggregate Amount Beneficially Owned by Each Reporting Person  79,607,849	
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="checkbox"/>	
11	Percent of Class Represented by Amount in Row 9  32.7%	
12	Type of Reporting Person  CO	

1	Names of Reporting Persons <b>Tongtong Zhao</b>	
2	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Citizenship or Place of Organization <b>Canada</b>	
Number of Shares Beneficially Owned by Each Reporting Person With	5	Sole Voting Power <b>1,924,671</b>
	6	Shared Voting Power <b>35,000,000</b>
	7	Sole Dispositive Power <b>36,924,671</b>
	8	Shared Dispositive Power <b>0</b>
9	Aggregate Amount Beneficially Owned by Each Reporting Person <b>36,924,671</b>	
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="checkbox"/>	
11	Percent of Class Represented by Amount in Row 9 <b>15.2%</b>	
12	Type of Reporting Person <b>IN</b>	

1	Names of Reporting Persons  East Leader International Limited	
2	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Citizenship or Place of Organization  British Virgin Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	5	Sole Voting Power  0
	6	Shared Voting Power  36,870,504
	7	Sole Dispositive Power  0
	8	Shared Dispositive Power  36,870,504
9	Aggregate Amount Beneficially Owned by Each Reporting Person  36,870,504	
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="checkbox"/>	
11	Percent of Class Represented by Amount in Row 9  15.2%	
12	Type of Reporting Person  CO	

1	Names of Reporting Persons <b>Perfect Will Holdings Limited</b>	
2	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Citizenship or Place of Organization <b>British Virgin Islands</b>	
Number of Shares Beneficially Owned by Each Reporting Person With	5	Sole Voting Power <b>0</b>
	6	Shared Voting Power <b>36,870,504</b>
	7	Sole Dispositive Power <b>0</b>
	8	Shared Dispositive Power <b>36,870,504</b>
9	Aggregate Amount Beneficially Owned by Each Reporting Person <b>36,870,504</b>	
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="checkbox"/>	
11	Percent of Class Represented by Amount in Row 9 <b>15.2%</b>	
12	Type of Reporting Person <b>CO</b>	



**Item 1 (a). Name of Issuer:**

China Lodging Group, Limited

**Item 1 (b). Address of Issuer's Principal Executive Offices:**

No. 2266 Hongqiao Road, Changning District  
Shanghai 200336, People's Republic of China

**Item 2 (a). Name of Persons Filing:**

- I: Qi Ji
- II: Winner Crown Holdings Limited
- III: Sherman Holdings Limited
- IV: Credit Suisse Trust Limited, as Trustee of the Ji Family Trust
- V: Tongtong Zhao
- VI: East Leader International Limited
- VII: Perfect Will Holdings Limited

**Item 2 (b). Address of Principal Business Office or, if None, Residence:**

- I: The home address for Qi Ji is:  
72 Bayshore Road #24-15  
Costa Del Sol, Singapore 469988
- II: The principal business office for Winner Crown Holdings Limited is:  
No. 2266 Hongqiao Road, Changning District  
Shanghai 200336, People's Republic of China
- III: The principal business office for Sherman Holdings Limited is:  
The Bahamas Financial Centre  
Shirley & Charlotte Streets  
P.O. Box N-3023  
Nassau  
Bahamas
- IV: The principal business office for Credit Suisse Trust Limited is:  
1 Raffles Link, #05-02  
Singapore 039393

- V: The home address for Tongtong Zhao is:  
No. 9 Lane 699 Cuibai Road  
Shanghai 201206, People's Republic of China
- VI: The principal business office for East Leader International Limited is:  
Room 22 C, Building 5, 118 Long Zi Yun Road  
Shanghai 200051, People's Republic of China
- VII: The principal business office for Perfect Will Holdings Limited is:  
c/o Sarasin Trust Company (Singapore) Limited  
77 Robinson Road, #31-00  
Singapore 068896

**Item 2 (c). Citizenship:**

See Item 4 of each cover page.

**Item 2 (d). Title of Class of Securities:**

Ordinary Share, par value US\$0.0001 per share.

**Item 2 (e). CUSIP Number:**

G21182 103

**Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:**

Not Applicable

**Item 4. Ownership:**

## (a) Amount beneficially owned:

- I: Qi Ji beneficially owns 114,824,516 ordinary shares, including 216,667 vested options.
- II: Winner Crown Holdings Limited (“Winner Crown”) owns of record 79,607,849 ordinary shares.
- III: Sherman Holdings Limited owns all of the equity interests in Winner Crown and is wholly owned by Credit Suisse Trust Limited, as Trustee of the Ji Family Trust (“CS Trustee”).
- IV: CS Trustee owns all the equity interests in Winner Crown. It acts as trustee of the Ji Family Trust of which Qi Ji and his family members are the beneficiaries. CS Trustee disclaims beneficial ownership of the ordinary shares. The filing of this Schedule 13G should not be deemed an admission that CS Trustee is the beneficial owner of such ordinary shares for any purpose.
- V: Tongtong Zhao beneficially owns 36,924,671 ordinary shares, including 54,167 vested options.
- VI: East Leader International Limited (“East Leader”) owns of record 36,870,504 ordinary shares, including: (i) 15,000,000 ordinary shares, over which Qi Ji has voting power pursuant to a power of attorney dated February 25, 2010, and (ii) 4,000,000 restricted ADSs representing 16,000,000 ordinary shares, 930,000 ADSs representing 3,720,000 ordinary shares and 280,000 ordinary shares held by East Leader, over which Qi Ji has voting power pursuant to a power of attorney dated March 29, 2011.
- VII: Perfect Will Holdings Limited owns all of the equity interest in East Leader and is wholly owned by Asia Square Holdings Ltd., as nominee for Sarasin Trust Company (Singapore) Limited (“Sarasin Trust”). Sarasin Trust acts as trustee of the Tanya Trust of which Tongtong Zhao, a co-founder and independent director of the Issuer, and her family members are the beneficiaries.

## (b) Percent of class:

See Item 11 of each cover page.

## (c) Number of shares as to which such person has:

- (i) Sole power to vote or to direct the vote  
See Item 5 of each cover page.
- (ii) Shared power to vote or to direct the vote  
See Item 6 of each cover page.
- (iii) Sole power to dispose or direct the disposition  
See Item 7 of each cover page.
- (iv) Shared power to dispose or direct the disposition  
See Item 8 of each cover page.

**Item 5. Ownership of 5 Percent or Less of a Class:**

Not applicable

**Item 6. Ownership of More than 5 Percent on Behalf of Another Person:**

Not applicable

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person:**

Not applicable

**Item 8. Identification and Classification of Members of the Group:**

Not applicable

**Item 9. Notice of Dissolution of Group:**

Not applicable

**Item 10. Certification:**

Not applicable

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Statement is true, complete and correct.

QI JI

By: /s/ Qi Ji

Name: Qi Ji

WINNER CROWN HOLDINGS LIMITED

By: /s/ Qi Ji

Name: Qi Ji

Title: Sole Director

SHERMAN HOLDINGS LIMITED

By: /s/ Serene Chew /s/ Dominik Birri

Authorized Signatories, for and on behalf of Bukit Merah Limited as Corporate Director of Sherman Holdings Limited

CREDIT SUISSE TRUST LIMITED

By: /s/ Serene Chew /s/ Dominik Birri

Authorized Signatories of Credit Suisse Trust Limited as Trustee of The JI Family Trust

TONGTONG ZHAO

By: /s/ Qi Ji

Name: Qi Ji

Title: Attorney-in-Fact

EAST LEADER INTERNATIONAL LIMITED

By: /s/ Qi Ji

Name: Qi Ji

Title: Attorney-in-Fact

PERFECT WILL HOLDINGS LIMITED

By: /s/ Qi Ji

Name: Qi Ji

Title: Attorney-in-Fact

**EXHIBITS**

<b><u>Exhibit Number</u></b>	<b><u>Title</u></b>
1	Joint Filing Agreement, dated February 14, 2012, among Qi Ji, Winner Crown Holdings Limited, Sherman Holdings Limited, Credit Suisse Trust Limited, Tongtong Zhao, East Leader International Limited and Perfect Will Holdings Limited
2	Power of Attorney, dated February 14, 2012, granted by Tongtong Zhao

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) of the Securities Exchange Act of 1934, as amended, the undersigned agree to the joint filing on behalf of each of them of a Statement on Schedule 13G (including any and all amendments thereto) with respect to the ordinary shares of China Lodging Group, Limited and further agree that this Joint Filing Agreement shall be included as an Exhibit to such joint filing. In evidence thereof, the undersigned, being duly authorized, hereby execute this Joint Filing Agreement as of February 14, 2012.

QI JI

By: /s/ Qi Ji

Name: Qi Ji

WINNER CROWN HOLDINGS LIMITED

By: /s/ Qi Ji

Name: Qi Ji

Title: Sole Director

SHERMAN HOLDINGS LIMITED

By: /s/ Serene Chew /s/ Dominik Birri

Authorized Signatories, for and on behalf of Bukit Merah Limited as Corporate Director of Sherman Holdings Limited

CREDIT SUISSE TRUST LIMITED

By: /s/ Serene Chew /s/ Dominik Birri

Authorized Signatories of Credit Suisse Trust Limited as Trustee of The JI Family Trust

TONGTONG ZHAO

By: /s/ Qi Ji

Name: Qi Ji

Title: Attorney-in-Fact

---

EAST LEADER INTERNATIONAL LIMITED

By: /s/ Qi Ji  
Name: Qi Ji  
Title: Attorney-in-Fact

PERFECT WILL HOLDINGS LIMITED

By: /s/ Qi Ji  
Name: Qi Ji  
Title: Attorney-in-Fact



POWER OF ATTORNEY

Know all men by these presents that Tongtong Zhao does hereby make, constitute and appoint Qi Ji or any other person acting at the direction of him, as a true and lawful attorney-in-fact of the undersigned with full powers of substitution and revocation, for and in the name, place and stead of the undersigned to execute and deliver such forms as may be required to be filed from time to time with the Securities and Exchange Commission with respect to: Sections 13(d) of the Securities Exchange Act of 1934, as amended, including without limitation, Schedule 13D, Schedule 13G and any and all amendments thereto. In evidence thereof, the undersigned, being duly authorized, hereby execute this Power of Attorney as of February 14, 2012.

TONGTONG ZHAO

By: /s/ Tongtong Zhao  
Name: Tongtong Zhao