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重慶長安民生物流股份有限公司

Changan Minsheng APLL Logistics Co., Ltd. *

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 08217)

NOTICE OF 2012 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 2012 annual general meeting ("AGM") of Changan Minsheng APLL Logistics Co., Ltd. (the "Company") will be held at the Company's meeting room, No.561, Hongjin Road, Yubei District, Chongqing, the PRC, at 10:00 a.m. on 26 June 2013, to consider and approve (if thinks fit) the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the Report of the Board of Directors for the year ended 31 December 2012;
2. To consider and approve the Report of the Supervisory Committee for the year ended 31 December 2012;
3. To consider and approve the audited consolidated accounts and the Report of the Auditors for the year ended 31 December 2012;
4. To consider and approve the Financial Report for the year ended 31 December 2012;
5. To consider and approve the declaration of a final dividend of RMB0.3 (including tax) per share of the Company for the year ended 31 December 2012;
6. To consider and approve the Fixed Assets Investment Plan for 2013 and authorize the Board to adjust such annual plans according to the actual situations;

7. To consider and approve the re-appointment of PricewaterhouseCoopers as the 2013 international auditor of the Company for a term to expire by the next annual general meeting of the Company, and to authorize the board of directors of the Company (the “Board”) to determine its remuneration; and the re-appointment of PricewaterhouseCoopers Zhong Tian Certified Public Accountants Ltd. Co. as the 2013 PRC auditor of the Company for a term to expire by the next annual general meeting, and to authorize the Board to determine its remuneration.

By Order of the Board of Directors
Changan Minsheng APLL Logistics Co., Ltd.
Zhu Minghui
Executive Director

Chongqing, the PRC
10 May 2013

** For identification purpose only*

Notes:

- (1) Closure of register of members for the AGM

In order to determine the shareholders of H Shares who will be entitled to attend the AGM, the Company will suspend registration of transfer of shares from 27 May 2013 to 26 June 2013, both days inclusive.

In order to qualify to attend the AGM and to vote, shareholders of H Shares of the Company whose transfer documents have not been registered must deposit the transfer documents accompanied by relevant share certificates to the Company’s H Share registrar’s transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong by no later than 4:30 p.m. on 24 May 2013. Holders of H Shares whose names are recorded in the register of members of the Company on 26 June 2013 are entitled to attend and vote at the AGM.

- (2) Closure of register of members for payment of final dividend of 2012

In order to determine the shareholders of H Shares who will be entitled to receive the final dividend for the year ended 31 December 2012, the Company will suspend registration of transfer of shares from 3 July 2013 to 8 July 2013, both days inclusive.

In order to qualify to receive the final dividend for the year ended 31 December 2012, shareholders of H Shares of the Company whose transfer documents have not been registered must deposit the transfer documents accompanied by relevant share certificates to the Company’s H Share registrar’s transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong by no later than 4:30 p.m. on 2 July 2013. Holders of H Shares whose names are recorded in the register of members of the Company on 8 July 2013 are entitled to receive the final dividend for the year ended 31 December 2012.

- (3) Shareholders who intend to attend the AGM will have to return the completed reply slip to the Company’s H share registrar Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Hong Kong (in respect of H Shares) or the office of the Board of the Company at No. 561, Hongjin Road, Yuebei District, Chongqing, the PRC (postal code 401121) (in respect of domestic Shares,

including non-H foreign Shares, same hereinafter) on or before 6 June 2013. The reply slip may be delivered by post, telegram or facsimile (Fax No. for H shareholders is (852) 2865 0990 or Fax No. for domestic shareholders is (8623) 89182265).

- (4) A shareholder who has the right to attend and vote at the AGM is entitled to appoint a proxy or proxies (whether or not a member) to attend and vote on his behalf (if only one proxy is appointed, when voting by show of hands and by poll; and if more than one proxy are appointed, then only when voting by poll). In the event more than one proxy is appointed, the instruments of appointment should indicate the class and number of Shares the proxies are representing.
- (5) Shareholders and their proxies should show their documents of identity when attending the meeting.
- (6) The instrument appointing a proxy must be made in writing under the hand of the appointor or his attorney duly notarized in writing. If the appointor is a legal person, the relevant instrument must bear the chop of the legal person, or submitted in person by a director or duly authorized person.
- (7) The instrument of appointment must be delivered to the Company's share registry Computershare Hong Kong Investor Services Limited (in respect of H Shares) or the office of the Board of the Company (in respect of domestic Shares) 24 hours before the commencement of the AGM.
- (8) After the completion and delivery of the form of proxy, a shareholder may still attend and vote at the AGM.
- (9) Shareholders attending the AGM will be responsible for their own traveling and accommodation expenses.
- (10) The distribution of the final dividend is subject to approval at the AGM. If the AGM approves the ordinary resolution No. 5 (that is to decide the declaration of a final dividend of RMB0.3 (including tax) per share of the Company for the year ended 31 December 2012), the final dividend will be paid to holders of H Shares whose names are recorded in the register of members of the Company on 8 July 2013.

Pursuant to the "Enterprise Income Tax Law of the PRC" 《中華人民共和國企業所得稅法》 and the relevant implementing rules which came into effect on 1 January 2008 and the "Notice of the Issues concerning Withholding the Enterprise Income Tax on the Dividends Paid by Chinese Resident Enterprises to H Share Holders Which are Overseas non-resident Enterprises" 《關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》 issued by the State Administration of Taxation on 6 November 2008, the Company is required to withhold and pay corporate income tax at the rate of 10% before distributing the final dividend to non-resident enterprise shareholders as appearing on the H share register of members of the Company as at the close of business on 8 July 2013. Any shares registered in the names of non-individual registered shareholders (including HKSCC Nominees Limited, other corporate nominees, trustees or other entities and organizations) will be treated as being held by non-resident enterprise shareholder and will therefore be subject to the withholding of the corporate income tax. Shareholders and investors should peruse the contents above carefully. If shareholders' names appear on the H Shares register of members as at the close of business on 2 July 2013, please refer to nominees or trust organization for details of the relevant arrangements. The Company has no obligations and shall not be responsible for confirming the identities of the shareholders.

The Company will strictly comply with the law, and if the AGM approves the ordinary resolution No. 5, the Company will withhold and pay the relevant tax on behalf of the relevant shareholders based on the H Shares register of members of the Company as of the last registration date of equity for issuing the 2012 final dividend. The Company will not accept any requests relating to any delay in confirming the identity of the shareholders or any errors in the identity of the shareholders.

As at the date of this announcement, the board of directors of the Company comprises: (1) Mr. Zhang Lungang, Mr. Gao Peizheng, Mr. Lu Xiaozhong, Mr. Zhu Minghui and Mr. William K Villalon as the Executive Directors; (2) Mr. Lu Guoji, Mr. Li Ming, Mr. Wu Xiaohua, Mr. Zhou Zhengli and Mr. Danny Goh Yan Nan as the Non-executive directors; (3) Mr. Peng Qifa, Mr. Chong Teck Sin, Mr. Poon Chiu Kwok, Mr. Jie Jing, Ms. Zhang Yun and Mr. Goh Chan Peng as Independent non-executive directors.

This notice, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this notice is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this notice misleading.

This announcement will remain on the pages of "Latest Company Announcements" on the GEM website at <http://www.hkgem.com> for at least 7 days from the date of its posting.

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