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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 : 01292)**

**PROPOSED CHANGE IN NON-EXECUTIVE DIRECTOR AND SHAREHOLDER REPRESENTATIVE SUPERVISOR**

**Proposed Change in Non-executive Director and Shareholder Representative Supervisor**

The Board wishes to announce that,

- (a) Mr. Wu Xiaohua will resign as the non-executive Director of the fourth session of the Board of the Company due to retirement. The resignation of Mr. Wu Xiaohua shall take effect on the date on which the shareholders' meeting of the Company is held for the purposes of, among other things, approving the election of a non-executive Director as his successor;
- (b) Ms. Zhang Tianming will resign as the shareholder representative Supervisor of the fourth session of the Supervisory Committee of the Company due to job relocations. The resignation of Ms. Zhang Tianming shall take effect on the date on which the shareholders' meeting of the Company is held for the purposes of, among other things, approving the election of a shareholder representative Supervisor as her successor.

The Board proposes to elect,

- (a) Mr. Tan Hongbin as a non-executive Director of the Company to fill the vacancy of Mr. Wu Xiaohua; and
- (b) Mr. Tang Yizhong as a shareholder representative Supervisor of the Company to fill the vacancy of Ms. Zhang Tianming.

Each of the election of the proposed non-executive Director and shareholder representative Supervisor is subject to approval by the Shareholders by way of ordinary resolutions at the 2016 AGM.

**GENERAL**

A circular containing further information on the proposed election of the non-executive Director and shareholder representative Supervisor, together with a notice of the 2016 AGM will be despatched to Shareholders as soon as practicable.

The Board wishes to announce that,

- (a) Mr. Wu Xiaohua will resign as the non-executive Director of the fourth session of the Board of the Company due to retirement. The resignation of Mr. Wu Xiaohua shall take effect on the date on which the shareholders' meeting of the Company is held for the purposes of, among other things, approving the election of a non-executive Director as his successor;
- (b) Ms. Zhang Tianming will resign as the shareholder representative Supervisor of the fourth session of the Supervisory Committee of the Company due to job relocations. The resignation of Ms. Zhang Tianming shall take effect on the date on which the shareholders' meeting of the Company is held for the purposes of, among other things, approving the election of a shareholder representative Supervisor as her successor.

Mr. Wu Xiaohua and Ms. Zhang Tianming have confirmed that they have no disagreement with the Board and the Supervisory Committee respectively and there are no matters relating to their resignation that need to be brought to the attention of the holders of the securities of the Company.

The Board would like to take this opportunity to express its gratitude to Mr. Wu Xiaohua and Ms. Zhang Tianming for their contribution to the Company during their tenure of services.

### **Election of the Proposed Non-executive Director and Shareholder Representative Supervisor**

Based on the nomination from Minsheng Industrial, the Board proposes to elect,

- (i) Mr. Tan Hongbin as a non-executive Director of the Company to fill the vacancy of Mr. Wu Xiaohua; and
- (ii) Mr. Tang Yizhong as a shareholder representative Supervisor of the Company to fill the vacancy of Ms. Zhang Tianming.

Each of the election of the proposed non-executive Director and shareholder representative Supervisor is subject to approval by the Shareholders by way of ordinary resolutions at the 2016 AGM.

Biographical details of Mr. Tan Hongbin (candidate for the non-executive Director) are as follows:

**Mr. Tan Hongbin** aged 50, an economist. Mr. Tan was born in October 1967 and graduated from former Southwest China Normal University (renamed to Southwest University) in July 1987 with a bachelor degree in science, majoring in Mathematics. From July 1987 to October 1992, Mr. Tan worked as a teacher in No. 29 Middle School of Chongqing. After that, Mr. Tan joined Minsheng Industrial and from October 1992 to February 2001, Mr. Tan served as the deputy head of the External Affairs Division, assistant general manager & manager of the General Office and manager of the Quality Management Department in Minsheng Industrial. From February 2001 to September 2016, Mr. Tan worked as assistant general manager, assistant president, vice president, executive vice president and director of Minsheng Industrial. Mr. Tan also served concurrently as the executive deputy general manager of Minsheng Shipping, and general manager and chairman of Minsheng International Freight Forwarding Co., Ltd. Since October 2015, Mr. Tan serves as a director in Sichuan Changhong Minsheng Logistics Co., Ltd. (a company listed on the National Equities Exchange and Quotations of the PRC, stock code: 836237). Since September 2016, Mr. Tan serves as a director of Minsheng Industrial and the general manager of Minsheng Shipping. Mr. Tan has rich experience in enterprise management.

Save as disclosed above, Mr. Tan has not held any directorship in any other listed public companies in the last three years. Save as disclosed above, Mr. Tan does not hold any other positions within the Company or other members of the Group and does not have any relationships with any directors, senior management, substantial or controlling Shareholders of the Company, nor had he any interests in the Shares within the meaning of Part XV of the SFO.

If Mr. Tan is elected as a non-executive Director of the fourth session of the Board of the Company at the 2016 AGM, the Company will enter into a service agreement with him in relation to his appointment. Mr. Tan will be entitled to the remuneration which will be determined by the Board from time to time with reference to his duties and responsibilities with the Company, the market benchmark and performance of the Group, subject to the approval by the Shareholders at the AGM. Mr. Tan's term of service will commence from the date on which approval is obtained from the 2016 AGM until the expiry of the term of the fourth session of the Board.

Save as disclosed above, Mr. Tan is not aware of any other matters that need to be brought to the attention of the holders of securities of the Company, nor any information needed to be disclosed under Rules 13.51(2)(h) to (v) of the Listing Rules.

Biographical details of Mr. Tang Yizhong (candidate for the shareholder representative Supervisor) are as follows:

**Mr. Tang Yizhong** aged 54, a senior accountant. From July 1987 to May 1992, Mr. Tang worked as ship manager in Minsheng Shipping and deputy director of Finance Department in Shanghai Branch of Minsheng Shipping. From May 1992 to January 1994, Mr Tang served as the deputy director of Finance Department in Guangzhou Branch of Minsheng Industrial. From January 1994 to May 2003, Mr. Tang worked as the deputy manager and director of Planning and Finance Division in Minsheng Industrial. From May 2003 to February 2011, Mr. Tang worked as deputy head and head of Planning and Finance Department in Minsheng Industrial, and the head of Planning and Finance Department in Minsheng Shipping. From March 2011 to March 2012, Mr. Tang worked in Chongqing Vansign Investment Co., Ltd. as a finance director. From March 2012 to March 2017, Mr. Tang served as the deputy general manager & the chief accountant in Chongqing Qianneng Industry (Group) Co., Ltd. and as a director in Hebei Potential Gas Co., Ltd. (a company listed on the National Equities Exchange and Quotations of the PRC, stock code: 836116). Since March 2017, Mr. Tang serves as a finance director in Minsheng Shipping. Mr. Tang has rich experience in financial management. During the period from 8 December 2004 to 30 September 2011, Mr. Tang served as the shareholder representative Supervisor of the Company.

Save as disclosed above, Mr. Tang has not held any directorship in any other listed public companies in the last three years. Save as disclosed above, Mr. Tang does not hold any other positions within the Company or other members of the Group and does not have any relationships with any directors, senior management, substantial or controlling Shareholders of the Company, nor had he any interests in the Shares within the meaning of Part XV of the SFO.

If Mr. Tang is elected as a shareholder representative Supervisor of the fourth session of the Supervisory Committee of the Company at the 2016 AGM, the Company will enter into a service agreement with him in relation to his appointment. Mr. Tang will be entitled to the remuneration which will be determined by the Board from time to time with reference to his duties and responsibilities with the Company, the market benchmark and performance of the Group, subject to the approval by the Shareholders at the AGM. Mr. Tang's term of service will commence from the date on which approval is obtained from the 2016 AGM until the expiry of the term of the fourth session of the Supervisory Committee.

Save as disclosed above, Mr. Tang is not aware of any other matters that need to be brought to the attention of the holders of securities of the Company, nor any information needed to be disclosed under Rules 13.51(2)(h) to (v) of the Listing Rules.

## GENERAL

A circular containing further information on the proposed election of the non-executive Director and Shareholder Representative Supervisor, together with a notice of the 2016 AGM will be despatched to Shareholders as soon as practicable.

## DEFINITIONS

“2016 AGM” or “AGM”	the 2016 annual general meeting to be held by the Company at 10:00 a.m. on 30 June 2017 at the Conference Room, No.1881, Jinkai Road, Yubei District, Chongqing, the PRC to consider, inter alia, the proposals regarding the election of non-executive Director and shareholder representative Supervisor of the Company
“APLL”	APL Logistics Ltd.
“Board”	the board of directors of the Company
“Company”	Changan Minsheng APLL Logistics Co., Ltd. (重慶長安民生物流股份有限公司)
“Director(s)”	director(s) of the Company
“Group”	the Company and its subsidiaries from time to time
“ Listing Rules”	the Rules Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited
“Minsheng Industrial”	Minsheng Industrial (Group) Co; Ltd. (民生實業(集團)有限公司), one of the substantial shareholders of the Company
“Minsheng Shipping”	Minsheng Shipping Co., Ltd. (民生輪船股份有限公司)
“PRC” or “China”	the People’s Republic of China which, for the purpose of this announcement, excludes Hong Kong, Macau and Taiwan
“SFO”	the Securities and Futures Ordinance, Cap.571 of the laws of Hong Kong
“Share(s)”	ordinary share(s) of the Company, with a par value of RMB1.00 each
“Shareholder(s)”	shareholder(s) of the Company

“Supervisor(s)”

supervisor(s) of the Company

“Supervisory Committee”

the supervisory committee of the Company

*By Order of the Board*  
**Changan Minsheng APLL Logistics Co., Ltd.**  
**Xie Shikang**  
*Chairman*

Chongqing, the PRC  
10 May 2017

*As at the date of this announcement, the board of directors of the Company comprises: (1) Mr. Xie Shikang, Mr. Lu Xiaozhong, Mr. William K Villalon and Mr. Shi Jinggang as the executive directors; (2) Mr. Wu Xiaohua, Mr. Danny Goh Yan Nan and Mr. Li Xin as the non-executive directors; (3) Mr. Chong Teck Sin, Mr. Poon Chiu Kwok, Mr. Jie Jing, and Ms. Zhang Yun as independent non-executive directors.*

*\* For identification purpose only*