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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)

NOTICE OF 2019 FIRST EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 2019 first extraordinary general meeting (“EGM”) of Changan Minsheng APLL Logistics Co., Ltd. (the “Company”) will be held at the Company’s Conference Room, No.1881, Jinkai Road, Yubei District, Chongqing, the People’s Republic of China, at 10:00 a.m. on 20 December 2019, to consider and approve (if thought fit) the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the proposed cap of RMB4,060,000,000 for the year ending 31 December 2020 in relation to the provision of logistics services (including but not limited to the following logistics services: finished vehicle transportation, tire assembly, and supply chain management for car raw materials, components and parts) by the Company and its subsidiaries to Chongqing Changan Automobile Co., Ltd. (“Changan Automobile”) and its associates contemplated under the framework agreement entered into between the Company and Changan Automobile on 30 October 2017 and that the said framework agreement is hereby confirmed and ratified (note 7);
2. To consider and approve the proposed cap of RMB95,000,000 for the year ending 31 December 2020 in relation to the provision of logistics services (including but not limited to the following logistics services: finished vehicle transportation, tire assembly, supply chain management for car raw materials, components and parts; and logistics services for non-automobile products, such as transformer, steel, optical product and specialty product) by the Company and its subsidiaries to China Changan Automobile Group Company Limited (“China Changan”) and its associates contemplated under the framework agreement entered into between the Company and China Changan on 30 October 2017 and that the said framework agreement is hereby confirmed and ratified (note 7);

3. To consider and approve the proposed cap of RMB265,000,000 for the year ending 31 December 2020 in relation to the purchase of logistics services from Minsheng Industrial (Group) Co., Ltd. (“Minsheng Industrial”) and its associates by the Company and its subsidiaries contemplated under the framework agreement entered into between the Company and Minsheng Industrial on 30 October 2017 for the purpose of purchasing logistics services from Minsheng Industrial and its associates and that the said framework agreement is hereby confirmed and ratified (note 7);
4. To consider and approve proposed maximum daily balance on the deposits (i.e. RMB200,000,000) for the year ending 31 December 2020 in relation to the provision of deposit services by Binqi Zhuangbei Group Financial Limited Liability Company (“Zhuangbei Finance”) to the Company and its subsidiaries contemplated under the framework agreement entered into between the Company and Zhuangbei Finance on 30 October 2017 and that the said framework agreement is hereby confirmed and ratified (note 7);
5. To consider and approve the proposed cap of RMB23,000,000 for the year ending 31 December 2020 in relation to the provision of logistics services by the Company and its subsidiaries to Minsheng Industrial and its associates contemplated under the framework agreement entered into between the Company and Minsheng Industrial on 30 October 2017 for the purpose of provision of logistics services to Minsheng Industrial and its associates and that the said framework agreement is hereby confirmed and ratified (note 7).

SPECIAL RESOLUTION

6. To consider and approve the amendments to the Articles of Association of the Company (note 7).

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

Chongqing, the PRC
4 November 2019

Notes:

- (1) In order to determine the shareholders of H shares who will be entitled to attend the EGM, the Company will suspend registration of transfer of shares from 19 November 2019 to 20 December 2019, both days inclusive. In order to qualify to attend the EGM and to vote thereat,

non-registered holders of H shares of the Company whose transfer documents have not been registered must deposit the transfer documents accompanied by relevant share certificates with 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 18 November 2019. Holders of H shares whose names are recorded in the register of members of the Company on 20 December 2019 are entitled to attend and vote at the EGM.

- (2) Shareholders who intend to attend the EGM will have to return the completed reply slip to the Company's H share registrar Computershare Hong Kong Investor Services Limited at 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (in respect of H Shares) or the office of the Board of the Company at No. 1881, Jinkai Road, Yuebei District, Chongqing, the PRC (postal code: 401122) (in respect of domestic Shares, including non-H foreign Shares, same hereinafter) on or before 29 November 2019. 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) 8918 2265).
- (3) A shareholder who has the right to attend and vote at the EGM is entitled to appoint a proxy or proxies (whether or not a member) in writing to attend and vote on his behalf. 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.

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.

The instrument of appointment must be delivered to the Company's H share registrar Computershare Hong Kong Investor Services Limited (in respect of H shares) or the office of the board of directors of the Company (in respect of domestic shares, including non-H foreign Shares) 24 hours before the commencement of the EGM (i.e. before 10:00 a.m. on 19 December 2019).

- (4) Shareholders and their proxies should show their documents of identity when attending the EGM.
- (5) After the completion and delivery of the form of proxy, a shareholder may still attend and vote at the EGM.
- (6) Shareholders attending the EGM will be responsible for their own travelling and accommodation expenses.

(7) For details, please refer to the announcement of the Company dated 4 November 2019 and the circular of the Company which is expected to be despatched to shareholders on or before 4 December 2019.

(8) Time and dates in this notice are Hong Kong time and dates.

As at the date of this notice, the board of directors of the Company comprises: (1) Mr. Xie Shikang, Mr. Chen Wenbo, Mr. William K Villalon and Mr. Shi Jinggang as the executive directors; (2) Mr. Chen Xiaodong, Mr. Man Hin Wai Paul (also known as Paul Man) 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 the independent non-executive directors.

** For identification purpose only*