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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 EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** the 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 on Thursday, 19 January 2023 at 10:00 a.m., to consider and approve (if thought fit) the following resolutions:

### **ORDINARY RESOLUTIONS**

1. To consider and approve the proposed cap of RMB7,000,000,000 for the year ending 31 December 2023 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. \* 重慶長安汽車股份有限公司 (“**Changan Automobile**”) and its associates contemplated under the framework agreement entered into between the Company and Changan Automobile on 4 November 2020 and that the said framework agreement is hereby confirmed and ratified (note 6);
2. To consider and approve the proposed cap of RMB210,000,000 for the year ending 31 December 2023 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\* 中國長安汽車集團有限公司 (“**China Changan**”) and its associates contemplated under the framework agreement entered into between the Company and China Changan on 4 November 2020 and that the said framework agreement is hereby confirmed and ratified (note 6);

3. To consider and approve the proposed cap of RMB450,000,000 for the year ending 31 December 2023 in relation to the purchase of logistics services from Minsheng Industrial (Group) Co., Ltd.\* 民生實業(集團)有限公司 (“**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 4 November 2020 and that the said framework agreement is hereby confirmed and ratified (note 6);
4. To consider and approve proposed maximum daily balance on the deposits (i.e. RMB190,000,000) for the year ending 31 December 2023 in relation to the provision of deposit services by China South Industries Group Finance Co., Ltd. (formerly China South Industries Group Finance Co., Ltd. )\* 兵器裝備集團財務有限責任公司 (“**Zhuangbei Finance**”) to the Company and its subsidiaries contemplated under the framework agreement entered into between the Company and Zhuangbei Finance on 4 November 2020 and that the said framework agreement is hereby confirmed and ratified (note 6); and
5. To consider and approve the election of Mr. Dong Shaojie as non-executive director of the Company for a term commencing from the conclusion of the EGM until the expiry of the term of the fifth session of the board of directors of the Company and to authorize the board of directors of the Company to fix the remuneration and to enter into the service contract with Mr. Dong Shaojie on and subject to such terms and conditions as the board of directors of the Company shall think fit and to do all such acts and things to give effect to such matters (note 7).

### **SPECIAL RESOLUTION**

6. To consider and approve the amendment to the Articles of Association of the Company (note 8).

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

Chongqing, the PRC  
4 January 2023

## 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 Monday, 16 January 2023 to Thursday, 19 January 2023, 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, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by no later than 4:30 p.m. on Friday, 13 January 2023. Holders of H shares whose names are recorded in the register of members of the Company on Thursday, 19 January 2023 are entitled to attend and vote at the EGM.

(2) 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 Wednesday, 18 January 2023).

(3) Shareholders and their proxies should show their documents of identity when attending the EGM.

(4) After the completion and delivery of the form of proxy, a shareholder may still attend and vote at the EGM.

(5) Shareholders attending the EGM will be responsible for their own travelling and accommodation expenses.

(6) For details, please refer to the announcement of the Company dated 21 October 2022 and the circular of the Company dated 4 January 2023.

(7) For details, please refer to the announcement of the Company dated 25 November 2022 and the circular of the Company dated 4 January 2023.

(8) For details, please refer to the announcement of the Company dated 7 November 2022 and the circular of the Company dated 4 January 2023.

(9) 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 and Mr. Wan Nianyong as the executive directors; (2) Mr. Che Dexi, Mr. Man Hin Wai Paul (also known as Paul Man) and Mr. Xia Lijun 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*