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重慶長安民生物流股份有限公司

CMA Logistics Co., Ltd.*

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

**LISTING ON THE GROWTH ENTERPRISE MARKET OF
THE STOCK EXCHANGE OF HONG KONG LIMITED**

BY WAY OF PLACING OF H SHARES

Number of Placing Shares : 55,000,000 H Shares
(comprising 50,000,000 Placing New Shares
to be issued by the Company and 5,000,000 Sale
H Shares to be sold by the Vendors)

Placing Price : HK\$2.70 per H Share

Nominal value : Rmb1.00 each

Board lot : 1,000 Shares

Stock code : 8217

Sponsor and Arranger

ANGLO CHINESE
CORPORATE FINANCE, LIMITED

Sole Bookrunner and Sole Lead Manager



China Everbright Securities (HK) Limited

SUMMARY

- The Placing Price has been fixed at HK\$2.70 per H Share, excluding brokerage of 1%, Stock Exchange trading fee of 0.005% and SFC transaction levy of 0.005%.
- The total number of 55,000,000 Placing Shares available for subscription pursuant to the Placing were fully subscribed, and have been conditionally allocated to an aggregate of 150 professional, institutional and individual investors.
- All places under the Placing are independent of and not connected with any of the directors, supervisors, chief executive, substantial shareholders and initial management shareholders of the Company, its subsidiaries, or any of their respective associates or any person or group of persons as referred to in Rule 10.12(4) of the GEM Listing Rules except that 40,000 Placing Shares have been placed to a connected client (as referred to in note 2 to Rule 10.12.(4) of the GEM Listing Rules) of a distributor under the Placing. Such distributor and connected client are members of the same group of companies.
- Immediately after the completion of the Placing, the public float of the Company will be 33.94% of the enlarged issued share capital of the Company.
- **Investors should be aware that there is a concentration of Placing Shares held by a small number of shareholders of the Company, which may affect the liquidity of the H Shares in the secondary market. Consequently, shareholders of the Company and potential investors are advised to exercise extreme caution in dealing in the H Shares.**
- Dealings in the H Shares on GEM are expected to commence at 9:30 a.m. on Thursday, 23 February 2006.

Unless otherwise defined herein, the capitalised terms used in this announcement shall have the same meanings as defined in the prospectus of CMA Logistics Co., Ltd. (the “Company”) dated 16 February 2006 (the “Prospectus”).

PLACING PRICE

The Company (for itself and on behalf of the Vendors) and the Lead Manager (for itself and on behalf of the other Underwriters) have entered into the price determination agreement on 17 February 2006, pursuant to which, the Placing Price has been fixed at HK\$2.70 per Share, excluding brokerage of 1%, Stock Exchange trading fee of 0.005% and SFC transaction levy of 0.005%. The net proceeds from the Placing to be received by the Company are approximately HK\$115 million after deduction of expenses payable by us in relation to the Placing.

LEVEL OF INTEREST UNDER THE PLACING

The Directors announce that the total number of 55,000,000 Placing Shares available for subscription under the Placing were fully subscribed and were conditionally allocated to an aggregate of 150 professional, institutional and individual investors.

RESULTS OF ALLOCATION

Subject to satisfaction of the conditions of the Placing set forth in the section headed “Structure and conditions of the Placing” in the Prospectus, the 55,000,000 Placing Shares have been conditionally allocated to 150 professional, institutional and individual investors. The following tables set out the distribution of the Placing Shares under the Placing:

Number of Placing Shares allocated	Number of placees
1 to 9,999	35
10,000 to 49,999	43
50,000 to 99,999	7
100,000 to 499,999	30
500,000 to 999,999	13
1,000,000 to 1,999,999	10
2,000,000 or above	<u>12</u>
Total	<u>150</u>

	Aggregate number of Placing Shares held	Approximate percentage of the total number of Placing Shares	Approximate percentage of shareholding immediately after completion of the Placing
Top placee	2,760,000	5%	2%
Top 5 placees	13,220,000	24%	8%
Top 10 placees	24,810,000	45%	15%
Top 25 placees	41,310,000	75%	25%

All placees under the Placing are independent of and not connected with any of the directors, supervisors, chief executive, substantial shareholders and initial management shareholders of the Company, its subsidiaries, or any of their respective associates or any person or group of persons as referred to in Rule 10.12(4) of the GEM Listing Rules except that 40,000 Placing Shares have been placed to a connected client (as referred to in note 2 to Rule 10.12.(4) of the GEM Listing Rules) of a distributor under the Placing. Such distributor and connected client are members of the same group of companies.

Investors should be aware that there is a concentration of Placing Shares held by a small number of shareholders of the Company, which may affect the liquidity of the H Shares in the secondary market. Consequently, shareholders of the Company and potential investors are advised to exercise extreme caution in dealing in the H Shares.

MINIMUM PUBLIC FLOAT REQUIREMENT

Pursuant to Rule 25.08 of the GEM Listing Rules, the Company is required to maintain a public float of not less than 25% of its issued share capital at the time the H Shares commence dealings on GEM and at all times thereafter. Immediately after completion of the Placing, the public float of the Company will be 33.94% of the enlarged issued share capital of the Company.

DEPOSIT OF SHARE CERTIFICATES INTO CCASS

Subject to the granting of the listing of, and permission to deal in, the H Shares on GEM as well as compliance with the stock admission requirements of HKSCC, the H Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the listing date, which is expected to be Thursday, 23 February 2006, or such other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second trading day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

The share certificates issued in respect of the Placing Shares will be deposited into CCASS on Wednesday, 22 February 2006 (in the case of Placing New Shares) and 23 February 2006 (in the case of Sale H Shares) for credit to the respective CCASS participants' stock accounts or investor participants' stock accounts designated by the Underwriters or the placees. If any events set forth under the paragraph headed "Grounds for termination" in the section headed "Underwriting" in the Prospectus occur at any time at or prior to 8:00 a.m. (Hong Kong time) on the listing date, which is expected to be Thursday, 23 February 2006, the Lead Manager (for itself and on behalf of the other Underwriters) shall be entitled to terminate the Underwriting Agreement by notice in writing to the Company, and should this happen, an announcement will be made accordingly.

COMMENCEMENT OF DEALINGS

Dealings in the H Shares (Stock code: 8217) on GEM are expected to commence at 9:30 a.m. (Hong Kong time) on Thursday, 23 February 2006. The H Shares will be traded in board lots of 1,000 Shares.

By order of the Board
CMA Logistics Co., Ltd.*
Yin Jiayu
Chairman

Hong Kong, 22 February 2006

As at the date of this announcement, the Directors of the Company are:

Executive Directors:

Yin Jiayu
Huang Zhangyun
Lu Xiaozhong
Shi Chaochun
James H McAdam

Non-executive Directors:

Lu Guoji
Zhang Baolin
Koay Peng Yen
Cao Dongping
Wu Xiaohua
Lau Man Yee, Vanessa

Independent Non-executive Directors:

Wang Xu
Peng Qifa
Chong Teck Sin

This announcement and a copy of the Prospectus will remain on the GEM website at www.hkgem.com for at least 7 days from the date of its posting.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquires, confirm that, to the best of their knowledge and belief: (i) the information contained in this announcement is accurate and complete in all material respects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

** for identification purposes only*