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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)

(I) CHANGE IN NON-EXECUTIVE DIRECTOR AND SHAREHOLDER REPRESENTATIVE SUPERVISOR; AND

(II) PROPOSED AMENDMENT OF THE ARTICLES OF ASSOCIATION

Change in Non-executive Director and Shareholder Representative Supervisor

The Board wishes to announce that due to job re-location,

- (a) Mr. Danny Goh Yan Nan will resign as the non-executive director of the fourth session of the Board of the Company. The resignation of Mr. Danny Goh Yan Nan shall take effect on the date on which the 2017 AGM of the Company is held for the purposes of, among other things, approving the election of a non-executive director as his successor; and
- (b) Mr. Chen Jianfeng will resign as the shareholder representative supervisor and Chairman of the fourth session of the Supervisory Committee of the Company. The resignation of Mr. Chen Jianfeng shall take effect on the date on which the 2017 AGM of the Company is held for the purposes of, among other things, approving the election of a shareholder representative supervisor as his successor.

The Board proposes to elect:

- (a) Mr. Paul Man as a non-executive director of the Company to fulfil the vacancy of Mr. Danny Goh Yan Nan; and
- (b) Mr. Wang Huaicheng as a shareholder representative supervisor of the Company to fulfil the vacancy of Mr. Chen Jianfeng.

The elections of the non-executive director and shareholder representative supervisor are subject to approval by the Shareholders by way of ordinary resolutions at the 2017 AGM.

Proposed Amendment of the Articles of Association

The Board proposes to amend the Articles of Association. The amendment of the Articles of Association is subject to approval by the Shareholders at the 2017 AGM by way of special resolution and if required, the approval from the relevant PRC government authorities.

A circular containing, among other things, the information in relation to the elections of the non-executive director and shareholder representative supervisor and the proposed amendment of the Articles of Association, and the notice of the 2017 AGM will be despatched to shareholders of the Company as soon as practicable.

(I) CHANGE IN NON-EXECUTIVE DIRECTOR AND SHAREHOLDER REPRESENTATIVE SUPERVISOR

The Board wishes to announce that due to job re-location,

- (i) Mr. Danny Goh Yan Nan will resign as the non-executive director of the fourth session of the Board of the Company. The resignation of Mr. Danny Goh Yan Nan shall take effect on the date on which the 2017 AGM of the Company is held for the purposes of, among other things, approving the election of a non-executive director as his successor; and
- (ii) Mr. Chen Jianfeng will resign as the shareholder representative supervisor and Chairman of the fourth session of the Supervisory Committee of the Company. The resignation of Mr. Chen Jianfeng shall take effect on the date on which the 2017 AGM of the Company is held for the purposes of, among other things, approving the election of a shareholder representative supervisor as his successor.

Each of Mr. Danny Goh Yan Nan and Mr. Chen Jianfeng has confirmed that they have no disagreement with the Board and there are no matters relating to their resignation that needs 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. Danny Goh Yan Nan and Mr. Chen Jianfeng for their contribution to the Group during their tenure of services.

Elections of the Proposed Non-executive Director and Shareholder Representative Supervisor

The Board proposes to elect:

- (a) Mr. Paul Man as a non-executive director of the Company to fulfil the vacancy of Mr. Danny Goh Yan Nan; and
- (b) Mr. Wang Huaicheng as a shareholder representative supervisor of the Company to fulfil the vacancy of Mr. Chen Jianfeng.

The proposed elections of the non-executive director and shareholder representative supervisor are subject to approval by the Shareholders by way of ordinary resolutions at the 2017 AGM.

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

Mr. Paul Man, aged 58, holds a Bachelor's degree in Computer Science from the University of Western Ontario, Canada and a Diploma of Management Studies from Henley Management College in the United Kingdom. He is currently the Regional Vice President, North Asia of APLL, responsible for the APLL's business in mainland China, Hong Kong, Macau, Taiwan, Japan and Korea. Prior to his current appointment, Mr. Paul Man had been in various management roles for APLL across China, including Senior Director of International Logistics Services, and General Manager of APLL in Central & North China. Mr. Paul Man was named by China Federation of Logistics and Purchasing as the supply chain arena's "Top Ten Elite of the Year in China's Logistics". Mr. Paul Man is highly recognized in the industry for having both local expertise and international operation professionalism.

Save as disclosed above, Mr. Paul Man has not held any directorship in any other listed public companies in the last three years. Save as disclosed above, Mr. Paul Man 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. Paul Man is elected as the non-executive director of the fourth session of the Board of the Company at the 2017 AGM, the Company will enter into a service agreement with him in relation to his appointment. Mr. Paul Man 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. Paul Man's term of service will commence from the date on which approval is obtained at the 2017 AGM until the expiry of the term of the fourth session of the Board of the Company.

Save as disclosed above, Mr. Paul Man 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. Wang Huaicheng (candidate for the shareholder representative supervisor) are as follows:

Mr. Wang Huaicheng, aged 52, a senior engineer. Mr. Wang holds a Master's degree in industrial engineering of Chongqing University. From August 1989 to January 2000, Mr. Wang worked in Pingshan Machinery Factory, a state-owned enterprise. From January 2000 to December 2000, Mr. Wang served as a Deputy Head of the one of the factories of Chongqing Dajiang Automobile General Factory. From January 2000 to August 2014, Mr. Wang served as the Deputy General Manager, General Manager and Director of Chongqing Dajiang Industry Co., Ltd., and the Deputy General Manager, General Manager and Director of Chongqing Dajiang Xinda Automobile Co., Ltd. From August 2014 to October 2014, Mr. Wang served as the Chairman of the supervisory committee of Chongqing Changfeng Machinery Limited Liability Company. From October 2014 to March 2016, Mr. Wang served as Chairman of the supervisory committee of Hubei Huazhong Precision Instrument Factory. From April 2016 to October 2017, Mr. Wang served as Chairman of the supervisory committee of CDGM Glass Co., Ltd., Supervisor of Chengdu Huachuan Electric Equipment Co., Ltd. and Supervisor of Yunnan Xiyi Industrial Co., Ltd. Mr. Wang is currently the Chairman of the supervisory committee of Wanyou Automobile Investment Co., Ltd. and the Supervisor of Southwest Ordnance Industry Cooperation.

Save as disclosed above, Mr. Wang has not held any directorship in any other listed public companies in the last three years. Save as disclosed above, Mr. Wang 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. Wang is elected as a shareholder representative supervisor of the fourth session of the Supervisory Committee of the Company at the 2017 AGM, the Company will enter into a service agreement with him in relation to his appointment. Mr. Wang 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. Wang's term of service will commence from the date on which approval is obtained from the 2017 AGM until the expiry of the term of the fourth session of the Supervisory Committee of the Company.

Save as disclosed above, Mr. Wang 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.

(II) PROPOSED AMENDMENT OF THE ARTICLES OF ASSOCIATION

The Board proposes to amend (a) paragraph 1 and paragraph 2 of Article 3; and (b) paragraph 2 of Article 13 of the Articles of Association of the Company to update the information on residence of the Company and to expand business scope to explore new businesses.

The proposed amendment of the Articles of Association is set out below:

(a) The original paragraph 1 and paragraph 2 of Article 3 is:

“Address: Liangjing Village, Yuanyang Town, Yubei District, Chongqing, China
Postal Code: 401121”

which is proposed to be amended as follows:

“Address: No. 1881, Jinkai Road, Yubei District, Chongqing, China
Postal Code: 401122”

(b) The original paragraph 2 of Article 13 is:

“The Company’s scope of business covers: general freight transport, multimodal transport, national shipping forwarder service, storage, distribution, packing, sub-packaging, developing logistics software and information service as well as logistics planning, management and consulting service; import and export business or agent service; forwarding for imported and exported cargos by sea, air and land including cargo canvass, consignment, booking, storage, transshipment, container FCL and LCL, settling freight, customs clearance, inspection application and insurance and relevant service for short-distance transport and consulting. It also engages in packing, assembling and selling auto raw materials and parts as well as manufacturing and selling packaging for auto parts. In addition, the Company provides service of containers freight stations, such as cargo storage, stowage, tally, forwarding, information service, handling, loading and unloading.”

which is proposed to be amended as follows:

“The Company’s scope of business covers: general freight transport, road transport of dangerous goods, transport of large-sized objects, multimodal transport, cargo transport agent, non-vessel carrier business, storage of dangerous goods; storage, distribution, packing, sub-packaging, developing logistics software and information service as well as logistics planning, management and consulting service, Internet-based life service platform and Internet-based cars and accessories retail; import and export business or agent service; forwarding for imported and exported cargos by sea, air and land including cargo canvass, consignment, booking, storage, transshipment, container FCL and LCL, settling freight, customs clearance, inspection application and insurance and relevant service for short-distance transport and consulting. It also engages in packing, assembling and selling auto raw materials and parts as well as manufacturing, selling, leasing and maintaining packaging for auto parts; maintenance of automobiles and parts and components; auto sales; automobile leasing; used automobiles brokerage; machinery equipment leasing. In addition, the Company provides service of containers freight stations, such as cargo storage, stowage, tally, forwarding, information service, handling, loading and unloading; house leasing, property management; waste materials recycling.”

The proposed amendment of the Articles of Association is subject to approval by the Shareholders at the 2017 AGM by way of special resolution and if required, the approval from the relevant PRC government authorities.

A circular containing, among other things, the information in relation to the elections of the non-executive director and shareholder representative supervisor and the proposed amendment of the Articles of Association, and the notice of the 2017 AGM will be despatched to shareholders of the Company as soon as practicable.

DEFINITIONS

“2017 AGM or AGM”	the 2017 annual general meeting to be held by the Company to consider and approve, among other things, the proposals regarding the elections of non-executive director and shareholder representative supervisor and the amendment of the Articles of Association of the Company
“APLL”	APL Logistics Ltd.
“Articles of Association”	the Articles of Association of the Company, as amended, modified or supplemented from time to time
“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)
“Group”	the Company and its subsidiaries from time to time
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“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
“Shareholders”	Shareholders of the Company
“shares”	ordinary shares of the Company, with a par value of RMB1.00 each

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

Chongqing, the PRC
29 March 2018

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. Tan Hongbin, 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*