

*The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) takes no responsibility for the contents of this announcement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**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)  
(Stock Code: 8217)*

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** the extraordinary general meeting (“EGM”) of CMA Logistics Co., Ltd. (the “Company”) will be held at 3rd Floor, Zhong Huan Building, No. 26 Liyu Pond Second Village, Jiangbei District, Chongqing, the PRC, at 10:00 a.m. on Saturday, 30 December 2006, to consider and approve (if thinks fit) the following resolutions:

### **SPECIAL RESOLUTION**

1. To approve to change the English name of the Company to “Changan Minsheng APLL Logistics Co., Ltd.” and to authorise the board of directors of the Company to make the corresponding amendments to the articles of association of the Company to reflect such change of the Company’s English name as it thinks necessary

### **ORDINARY RESOLUTIONS**

2. To appoint Mr. Daniel C. Ryan as the non-executive Director of the Company
3. To approve the revised cap for Changan Ford Connected Transactions
4. To approve the revised cap for Changan Hebei Connected Transactions
5. To approve the conduct of the Non-Exempt Connected Transactions regarding the provision of supply chain management services for car raw materials, components and parts by the Company to Changan Co. and its subsidiaries, and the proposed cap in relation thereto
6. To approve the conduct of the Non-Exempt Connected Transactions regarding the provision of finished vehicle transportation services by the Company to Changan Automobile and its subsidiaries, and the proposed cap in relation thereto

7. To approve the conduct of the Non-Exempt Connected Transactions regarding the provision of supply chain management services for car raw materials, components and parts by the Company to Changan Automobile and its subsidiaries, and the proposed cap in relation thereto
8. To approve the conduct of the Non-Exempt Connected Transactions regarding the provision of transportation services of finished vehicles and car raw materials, components and parts to the Company by Minsheng Industrial and its subsidiaries, and the proposed cap in relation thereto
9. To approve the conduct of the Non-Exempt Connected Transactions regarding the provision of transportation and related ancillary services to the Company by Changan Sanchan and its subsidiaries, and the proposed cap in relation thereto

By Order of the Board of Directors  
**CMA Logistics Co., Ltd.**  
**Shi Chaochun**  
*Executive Director*

Chongqing, the PRC  
14 November 2006

**Notes:**

- (1) For details of the proposed resolutions and the meanings of defined terms used herein, please refer to the circular dated 14 November 2006 issued by the Company.
- (2) The Company's register of members will be closed from Thursday, 30 November 2006 to Friday, 29 December 2006 (both days inclusive), during which period no transfer of H Shares will be registered. Holders of H Shares who wish attend the EGM and vote thereat, will have to return all their instruments of transfer together with the relevant share certificates to Computershare Hong Kong Investor Services Limited before 4 p.m. on Wednesday, 29 November 2006.
- (3) Shareholders who intend to attend the EGM will have to return the completed reply slip to the Company's share registry Computershare Hong Kong Investor Services Limited at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong (in respect of H shares) or the office of the Board of the Company at 3rd Floor, No.26 Liyu Pond Second Village, Jiangbei District, Chongqing, the PRC (postal Code 400020) (in respect of domestic shares, including non-H foreign shares, same hereinafter) on or before Saturday, 9 December 2006. The reply slip may be delivered by post, telegram or facsimile (Fax No.: (852) 28650990 or (8623) 67865983).
- (4) 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) to attend and vote on his behalf (if only one proxy is appointed, when voting by show of hands and by poll; and if more than one proxy are appointed, then only when voting by poll). In the event more than one proxy are appointed, the instruments of appointment should indicate the class and number of shares the proxies are representing.
- (5) Shareholders and their proxies should show their documents of identity when attending the meeting.
- (6) 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.

- (7) The instrument of appointment must be delivered to the Company's share registry Computershare Hong Kong Investor Services Limited (in respect of H shares) or the office of the Board of the Company (in respect of domestic shares) 24 hours before the commencement of the EGM.
- (8) After the completion and delivery of the form of proxy, a shareholder may still attend and vote at the EGM.
- (9) Shareholders attending the EGM will be responsible for their own traveling and accommodation expenses.

As at the date of this notice, 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  
Cao Dongping  
Wu Xiaohua  
Lau Man Yee, Vanessa

*Independent non-executive directors:*

Wang Xu  
Peng Qifa  
Chong Teck Sin

*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 enquiries, confirm that to the best of their knowledge and belief:- (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) 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.*

*This announcement will remain on the pages of "Latest Company Announcements" on the GEM website at <http://www.hkgem.com> for at least 7 days from the date of its posting.*

\* For identification purposes only