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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)

- (1) Results of 2014 First Extraordinary General Meeting;**
- (2) Re-election and Appointment of Directors of the Fourth Session of the Board and Supervisors of the Fourth Session of the Supervisory Committee;**
- (3) Re-appointment of Chairman of the Fourth Session of the Board;**
- (4) Appointment of Chairman and Members of the Remuneration Committee, the Audit Committee and the Nomination Committee of the Fourth Session of the Board; and**
- (5) Re-appointment of Chairman of the Fourth Session of the Supervisory Committee**

The Board announces that all resolutions proposed at the EGM held on 14 November 2014 were duly passed.

Member of the fourth session of the Board and the Supervisory Committee (excluding employee representative supervisors who were elected by the Company's employees in democratic way on 14 November 2014) of the Company were elected at the EGM.

With effect from 14 November 2014, Mr. Zhu Minghui was re-appointed as the chairman of the fourth session of the Board.

With effect from 14 November 2014, the chairman and members of the fourth session of the Remuneration Committee, the Audit Committee and the Nomination Committee were appointed respectively.

With effect from 14 November 2014, Ms. Zhu Ying was re-appointed as the chairman of the fourth session of Supervisory Committee.

Results of 2014 First Extraordinary General Meeting

Reference is made to the notice of the 2014 first extraordinary general meeting ("EGM") of Changan Minsheng APLL Logistics Co., Ltd. (the "**Company**") issued on 26 September 2014 ("**EGM Notice**"). Unless otherwise defined, capitalized terms used in this announcement shall have the same meanings as those defined in the EGM Notice.

The EGM of the Company was held at Conference Room, No.561, Hongjin Road, Yubei District, Chongqing, the PRC, at 10:00 a.m. on 14 November 2014. The Board is pleased to announce that all the resolutions set out in the EGM Notice were duly passed.

The voting of the resolutions set out in the notice of the EGM was taken by poll. The poll results were as follows:

Resolutions		No. of votes (%)		Total number of shares held by the Shareholders who attend the EGM and have the right to vote
		For	Against	
1. To consider and approve the re-appointment of the members of the fourth session of the board of directors of the Company.				
Resolution 1.1 (ordinary resolution)	To consider and approve the re-appointment of Mr. Zhu Minghui as the executive director for a term commencing from the conclusion of the EGM until the expiry of the term of the fourth 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. Zhu Minghui 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;	117,249,900 (99.95%)	53,100 (0.05%)	117,303,000
Resolution 1.2 (ordinary resolution)	To consider and approve the re-appointment of Mr. Lu Xiaozhong as the executive director for a term commencing from the conclusion of the EGM until the expiry of the term of the fourth 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. Lu Xiaozhong 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;	117,303,000 (100%)	0 (0%)	117,303,000
Resolution 1.3 (ordinary resolution)	To consider and approve the re-appointment of Mr. William K Villalon as the executive director for a term commencing from the conclusion of the EGM until the expiry of the term of the fourth session of the board of directors and to authorize the board of directors of the Company to fix the remuneration and to enter into the service contract with Mr. William K Villalon 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;	117,249,900 (99.95%)	53,100 (0.05%)	117,303,000
Resolution 1.4 (ordinary resolution)	To consider and approve the re-appointment of Mr. Wang Yang as the executive director for a term commencing from the conclusion of the EGM until the expiry of the term of the fourth 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. Wang Yang 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;	117,303,000 (100%)	0 (0%)	117,303,000
Resolution 1.5 (ordinary resolution)	To consider and approve the re-appointment of Mr. Wu Xiaohua as the non-executive director for a term commencing from the conclusion of the EGM until the expiry of the term of the fourth session of the board of directors of the Company and to authorize the board of directors of the Company to fix the	117,303,000 (100%)	0 (0%)	117,303,000

	remuneration and to enter into the service contract with Mr. Wu Xiaohua 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;			
Resolution 1.6 (ordinary resolution)	To consider and approve the re-appointment of Mr. Danny Goh Yan Nan as the non-executive director for a term commencing from the conclusion of the EGM until the expiry of the term of the fourth 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. Danny Goh Yan Nan 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;	117,303,000 (100%)	0 (0%)	117,303,000
Resolution 1.7 (ordinary resolution)	To consider and approve the re-appointment of Mr. Wang Lin as the non-executive director for a term commencing from the conclusion of the EGM until the expiry of the term of the fourth 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. Wang Lin 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;	117,303,000 (100%)	0 (0%)	117,303,000
Resolution 1.8 (ordinary resolution)	To consider and approve the re-appointment of Mr. Chong Teck Sin as the independent non-executive director for a term commencing from the conclusion of the EGM until the expiry of the term of the fourth 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. Chong Teck Sin 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;	117,303,000 (100%)	0 (0%)	117,303,000
Resolution 1.9 (ordinary resolution)	To consider and approve the re-appointment of Mr. Poon Chiu Kwok as the independent non-executive director for a term commencing from the conclusion of the EGM until the expiry of the term of the fourth 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. Poon Chiu Kwok 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;	117,249,900 (99.95%)	53,100 (0.05%)	117,303,000
Resolution 1.10 (ordinary resolution)	To consider and approve the re-appointment of Mr. Jie Jing as the independent non-executive director for a term commencing from the conclusion of the EGM until the expiry of the term of the fourth 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. Jie Jing 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;	117,303,000 (100%)	0 (0%)	117,303,000

Resolution 1.11 (ordinary resolution)	To consider and approve the re-appointment of Ms. Zhang Yun as the independent non-executive director for a term commencing from the conclusion of the EGM until the expiry of the term of the fourth 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 Ms. Zhang Yun 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.	117,303,000 (100%)	0 (0%)	117,303,000
2. To consider and approve the appointment or re-appointment of the shareholder representative supervisors of the fourth session of the supervisory committee of the Company.				
Resolution 2.1 (ordinary resolution)	To consider and approve the re-appointment of Ms. Zhu Ying as the shareholder representative supervisor for a term commencing from the conclusion of the EGM until the expiry of the term of the fourth session of the supervisory committee 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 Ms. Zhu Ying 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;	117,249,900 (99.95%)	53,100 (0.05%)	117,303,000
Resolution 2.2 (ordinary resolution)	To consider and approve the appointment of Mr. Steven Ho Kok Keong as the shareholder representative supervisor for a term commencing from the conclusion of the EGM until the expiry of the term of the fourth session of the supervisory committee 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. Steven Ho Kok Keong 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;	117,249,900 (99.95%)	53,100 (0.05%)	117,303,000
Resolution 2.3 (ordinary resolution)	To consider and approve the re-appointment of Ms. Zhang Tianming as the shareholder representative supervisor for a term commencing from the conclusion of the EGM until the expiry of the term of the fourth session of the supervisory committee 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 Ms. Zhang Tianming 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.	117,303,000 (100%)	0 (0%)	117,303,000
Resolution 3 (ordinary resolution)	To authorize the board of directors of the Company to fix the remuneration and to enter into service contracts with the two employees representative supervisors (for a term commencing from the conclusion of the EGM until the expiry of the term of the fourth session of the supervisory committee of the Company) 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.	117,303,000 (100%)	0 (0%)	117,303,000

As at the record date of the EGM, the issued share capital of the Company comprised 162,064,000 shares, which was the total number of shares entitling the holders to attend and vote for or against all the resolutions at the EGM. There were no restrictions on any shareholder casting votes on any of the proposed resolutions at the EGM. None of the holders of the shares of the Company was required to abstain from voting on the above mentioned resolutions at the EGM under the Listing Rules. The Company's share registrar, Computershare Hong Kong Investor Services Limited, and Chongqing Guangxian Law Firm were appointed as the scrutineers for the vote-taking at the EGM.

Re-election and Appointment of Directors of the Fourth Session of the Board and Supervisors of the Fourth Session of the Supervisory Committee

Members of the Fourth Session of the Board and the Supervisory Committee (excluding employee representative supervisors who were elected by the Company's employees in democratic way on 14 November) of the Company were elected at the EGM. Appointment of Directors of the Fourth Session of the Board and Supervisors of the Fourth Session of the Supervisory Committee took effect immediately from the conclusion of the EGM until the expiry of the term of the Fourth Session of the Board and the Supervisory Committee respectively. At the conclusion of the EGM, the Company has held a board meeting to decide that the emolument of each of executive Directors, non-executive Directors and Supervisors is RMB 0 per year and the emolument of each of independent non-executive Directors is RMB 100,000 (after tax) per year.

With effect from 14 November 2014, Mr. Lu Guoji, Mr. Peng Qifa and Mr. Goh Chan Peng will no longer be the Directors of the Company.

To the best of the Directors' knowledge, information and belief, there are no disagreements among the Directors regarding the retirement of Mr. Lu Guoji, Mr. Peng Qifa and Mr. Goh Chan Peng as Directors, and there are no matters that need to be brought to the attention of the Shareholders. The Board would like to take this opportunity to express its gratitude to them for their contributions to the Company during their terms of service.

For the biographical details of members of the Fourth session of the Board and the Supervisory Committee (excluding the employee representative supervisors), please refer to the previous announcement of the Company regarding the proposed re-election and appointment of Directors and shareholder representative Supervisors dated 26 September 2014.

The biographical details of the employee representative Supervisors of the Fourth Session of the Supervisory Committee are set out below:

Mr. Zhou Zhengli

Mr. Zhou Zhengli (周正利), aged 50, is an employee representative supervisor of the fourth session of the Supervisory Committee. He holds a MBA (Chongqing Business and Management Master College). Entered into former Changan Automobile (Group) Company Liability Limited in 1980, Mr. Zhou served as deputy director of automobile technology department, deputy chief of handicraft research institute of technology research centre and Party branch secretary, director of technology planning department and director of science management department under science & technology committee, deputy director and director of science and technology department under science & quality ministry, manager of engineer department of Changan Industry Park Managing Committee, deputy minister of developing and planning department in the former Changan Automobile (Group) Company Liability Limited. Mr. Zhou also served as deputy minister of developing and planning department of Changan Industry Company, non-executive Director of the Company and employee representative supervisor of the third session of the Supervisory Committee. Mr. Zhou is currently the chairman of the Labor Union, Secretary of CPC General Branch and director of Developing and Planning Department of the Company.

Save as disclosed above, Mr. Zhou has not held any directorship in any other listed public companies in the last three years. Save as disclosed above, Mr. Zhou does not hold any other positions with the

Company or other members of the Group and does not have any relationships with any Directors, senior management, substantial or controlling Shareholder of the Company, nor had he any interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, Mr. Zhou 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 13.51(2)(v) of the Listing Rules.

Mr. Deng Gang

Mr. Deng Gang (鄧剛), aged 42, is an employee representative supervisor of the fourth session of the Supervisory Committee of the Company. He was graduated from College of Business and Management of Chongqing University, holding a master degree, engineer. Since graduated in July 1992, Mr. Deng served as technical engineer of domestic large automobile group; responsible for joint government affairs in Enterprise & Industry Committee under Chongqing State-owned Property Committee. Since December 2001, Mr. Deng entered into former Changan Automobile (Group) Company Liability Limited and worked in the general manager office, holding the post of comprehensive administration assistant, deputy director of secretary office, which mainly responsible for the administrative assists for the strategic development planning and international business. Mr. Deng joined the Company in March 2004. From December 2007 to end of 2012, Mr. Deng served as director of Development & Planning Department in the headquarter, taking the lead to make out the developing planning schemes, to establish the market planning system and to improve the Company's operation and management system, and also served as employee representative supervisor of the third session of the Supervisory Committee. Mr. Deng now serves as the general manager of Shanghai Branch of the Company.

Save as disclosed above, Mr. Deng has not held any directorship in any other listed public companies in the last three years. Save as disclosed above, Mr. Deng does not hold any other positions with the Company or other members of the Group and does not have any relationships with any Directors, senior management, substantial or controlling Shareholder of the Company, nor had he any interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, Mr. Deng 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 13.51(2)(v) of the Listing Rules.

Re-appointment of Chairman of the Fourth Session of the Board

With effect from 14 November 2014, Mr. Zhu Minghui was re-appointed as the chairman of the Fourth Session of the Board.

Appointment of Chairman and Members of the Fourth Session of the Remuneration Committee, the Audit Committee and the Nomination Committee

With effect from 14 November 2014, Mr. Jie Jing was appointed as the chairman and Mr. Zhu Minghui, Mr. Poon Chiu Kwok and Ms. Zhang Yun were appointed as the members of the Fourth Session of the Remuneration Committee.

With effect from 14 November 2014, Ms. Zhang Yun was appointed as the chairman and Mr. Chong Teck Sin, Mr. Poon Chiu Kwok and Mr. Jie Jing were appointed as the members of the Fourth Session of the Audit Committee.

With effect from 14 November 2014, Mr. Zhu Minghui was appointed as the chairman and Mr. Chong Teck Sin, Mr. Poon Chiu Kwok, Mr. Jie Jing and Ms. Zhang Yun were appointed as the members of the Fourth Session of the Nomination Committee.

Re-appointment of Chairman of the Fourth Session of the Supervisory Committee

With effect from 14 November 2014, Ms. Zhu Ying was re-appointed as the chairman of the Fourth Session of Supervisory Committee.

Definitions

“Audit Committee”	the audit committee of the Company
“Board”	board of directors of the Company
“Changan Industry Company”	Chongqing Changan Industry (Group) Co., Ltd., a limited liability company established in China on 28 October 1996, formerly known as Changan Automobile Company (Group) Limited (長安汽車(集團)有限責任公司)
“China” or “PRC”	The People’s Republic of China which, for the purpose of this announcement, excludes Hong Kong, Macau and Taiwan
“Company”	Changan Minsheng APLL Logistics Co., Ltd.
“EGM”	the 2014 first extraordinary general meeting of the Company held on 14 November 2014
“Group”	the Company and its subsidiaries from time to time
“Listing Rules”	the Rules Governing the Listing of Securities of the Stock Exchange of Hong Kong Limited
“Nomination Committee”	the nomination committee of the Company
“Remuneration Committee”	the remuneration committee of the Company
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	the shareholder(s) of the Company
“Supervisor(s)”	the supervisor(s) of the Company
“Supervisory Committee”	the supervisory committee of the Company

By Order of the Board
Changan Minsheng APLL Logistics Co., Ltd.
Zhu Minghui
Chairman

Chongqing, the PRC
14 November 2014

As at the date of this announcement, the Board comprises: (1) Mr. Zhu Minghui, Mr. Lu Xiaozhong, Mr. William K Villalon and Mr. Wang Yang as the executive directors; (2) Mr. Wu Xiaohua, Mr. Danny Goh Yan Nan and Mr. Wang Lin 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*