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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: 8217)

# Results Of Annual General Meeting Held On 30 June 2011 Re-designation of Director

### and

### **Change of Compliance Officer and Authorized Representative**

Apart from Resolution No. 8, Resolution No. 9 and Resolution No. 10, other resolutions set out in the AGM Notice were duly passed.

With effect from 30 June 2011, Mr. Zhang Lungang has been re-designated from a non-executive director to an executive director of the Company.

With effect from 30 June 2011, Mr. Zhang Lungang has been appointed as the Compliance Officer of the Company and one of the two Authorized Representatives of the Company.

## **Voting Results of Annual General Meeting**

Reference is made to the notice of annual general meeting and the supplemental notice of annual general meeting (collectively, "AGM Notice") of Changan Minsheng APLL Logistics Co., Ltd. (the "Company") respectively issued on 13 May 2011 and 9 June 2011. Unless otherwise defined, capitalized terms used in this announcement

shall have the same meanings as those defined in the AGM Notice.

The 2010 annual general meeting ("AGM") of the Company was held at Conference Room, No.561, Hongjin Road, Yubei District, Chongqing, the PRC, at 10:00 a.m. on 30 June 2011. The board of directors of the Company announces that apart from Resolution No. 8, Resolution No. 9 and Resolution No. 10, other resolutions set out in the AGM Notice were duly passed.

The voting of all the resolutions set out in the AGM Notice was taken by poll. The poll results were as follows:

Resolutions		No. of votes(%)		Total number of shares held by the shareholders who
		For	Against	attend the AGM and have the right to vote
Resolution No.1	To consider and approve the Report of the Board of	118, 471, 088	0	118, 471, 088
(ordinary resolution)	Directors for the year ended 31 December 2010.	(100%)	(0%)	
<b>Resolution No.2</b>	To consider and approve the Report of the Supervisory	118, 471, 088	0	118, 471, 088
(ordinary resolution)	Committee for the year ended 31 December 2010.	(100%)	(0%)	
Resolution No.3	To consider and approve the audited consolidated	118, 471, 088	0	118, 471, 088
(ordinary resolution)	accounts and the Report of the Auditors for the year ended 31 December 2010.	(100%)	(0%)	
<b>Resolution No.4</b>	To consider and approve the Financial Report for the	118, 471, 088	0	118, 471, 088
(ordinary resolution)	year ended 31 December 2010.	(100%)	(0%)	
<b>Resolution No.5</b>	To decide the declaration of a final dividend of	118, 471, 088	0	118, 471, 088
(ordinary resolution)	RMB0.15 (including tax) per share of the Company for the year ended 31 December 2010.	(100%)	(0%)	
<b>Resolution No.6</b>	To consider and approve the Fixed Assets Investment	118, 471, 088	0	118, 471, 088
(ordinary resolution)	Plan for 2011 and authorize the Board to adjust such annual plans according to the actual situations.	(100%)	(0%)	
<b>Resolution No.7</b>	To approve to re-appoint PricewaterhouseCoopers	118, 471, 088	0	118, 471, 088
(ordinary resolution)	Zhong Tian Certified Public Accountants Ltd., Co. as the Company's 2011 PRC auditor, for a term to expire	(100%)	(0%)	
	until the next annual general meeting; approve to authorize the Board of Directors to decide the			
	remuneration for PricewaterhouseCoopers Zhong Tian Certified Public Accountants Ltd., Co.			
<b>Resolution No.8</b>	To approve to authorize the General Manager of the	11, 407, 088	107,064,000	118, 471, 088
(ordinary resolution)	Company to decide according to the requirements of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited, the current market situation and the process of the transferring to the Main Board of the Stock Exchange of Hong Kong Limited whether to adapt the Hong Kong Financial Reporting Standards to prepare the 2011 Annual Report of the Company; under	(9.63%)	(90. 37%)	
	the condition that the General Manager of the Company decides according to Chapter 18 of the GEM Listing Rules of the Stock Exchange, the current market situation and the process of the transferring to the Main			

	Board to adapt Hong Kong Financial Reporting			
	Standards to make out the 2011 Annual Report, the			
	Board of Directors of the Company shall submit the			
	proposal regarding the appointment of the auditor (Hong			
	Kong Financial Reporting Standards) for approval at the			
	extraordinary general meeting.			
Resolution No.9	To approve the appointment of the member of the Board	5, 734, 088	112, 737, 000	118, 471, 088
(ordinary	of the Company: to approve the appointment of Mr. Cao	(4.84%)		
resolution)	Yang as the non-executive director of the Company with	(4.84%)	(95.16%)	
	a term commencing from the conclusion of the AGM			
	until the expiry of the term of the current session of the			
	Board of Directors and to authorize the Board of			
	Directors of the Company to fix the remuneration and to			
	enter into service or employment contracts with Mr. Cao			
	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.			
Resolution No.10	To approve the appointment of the member of the	11, 407, 088	107, 064, 000	118, 471, 088
(ordinary	Supervisory Committee of the Company: to approve the			110, 471, 000
resolution)	appointment of Mr. Wu Xiaohua as the shareholder	(9.63%)	(90.37%)	
	representative supervisor of the Company with a term			
	commencing from the conclusion of the AGM until the			
	expiry of the term of the current session of the			
	Supervisory Committee and to authorize the board of			
	directors of the Company to fix the remuneration and to			
	enter into service or employment contracts 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			
Resolution No.11	matters.	110 451 000	0	110 471 000
	To approve the redesignation of Mr. Zhang Lungang	118, 471, 088	0	118, 471, 088
(ordinary resolution)	from the non-executive director to the executive director	(100%)	(0%)	
	of the Company and to authorize the Board of Directors			
	to enter into supplemental service contract with Mr.			
	Zhang Lungang in capacity as the executive director of			
	the Company.			
Resolution No.12	To approve the proposed Renewal and Extension of the	118, 471, 088	0	118, 471, 088
(special resolution)	Validity Period of the Resolutions Regarding the	(100%)	(0%)	
	Proposed Transfer of Listing of the H Shares from the			
	Growth Enterprise Market of The Stock Exchange of			
	Hong Kong Limited to the Main Board of The Stock			
	Exchange of Hong Kong Limited: to approve the			
	validity of the relevant resolutions with retrospective			
	effect for a period to commence on 19 March 2011 and			
	to expire on 31 December 2012.			
	To approve to re-appoint PricewaterhouseCoopers as the	115, 511, 088	0	115, 511, 088
Resolution No.13	to approve to re-appoint r neewaternousecoopers as the			1
(ordinary	Company's 2011 international auditor, for a term to	(100%)	(0%)	
		(100%)	(0%)	
(ordinary	Company's 2011 international auditor, for a term to	(100%)	(0%)	
	Growth Enterprise Market of The Stock Exchange of Hong Kong Limited to the Main Board of The Stock Exchange of Hong Kong Limited: to approve the validity of the relevant resolutions with retrospective effect for a period to commence on 19 March 2011 and to expire on 31 December 2012.	115, 511, 088	-	115, 511, 088

As at the record date of the AGM (i.e. 29 June 2011), 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 the resolutions at the AGM. None of these 162,064,000 shares entitling the holders to attend and vote only against the resolution at the AGM. None of the holders of the shares of the Company shall

abstain from voting on the above mentioned resolutions at the AGM under the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange of Hong Kong Limited. The Company's share registrar, Computershare Hong Kong Investor Services Limited, and Zhonghao Law Group (Chongqing) Firm were appointed as the scrutineer for the vote-taking at the AGM.

### **Re-designation of Director**

With effect from 30 June 2011, Mr. Zhang Lungang has re-designated from a non-executive director to an executive director of the Company. Biography of Mr. Zhang was set out in the Company's announcement dated 25 April 2011.

### **Change of Compliance Officer and Authorized Representative**

With effect from 30 June 2011, the Board has appointed the executive director of the Company Mr. Zhang Lungang as the Compliance Officer of the Company and one of the two Authorized Representatives of the Company.

By Order of the Board Changan Minsheng APLL Logistics Co., Ltd. Chairman Zhang Lungang

Chongqing, the PRC 30 June 2011

As at the date of this announcement, the board of directors of the Company comprises: (1) Mr. Zhang Lungang (Chairman of the Board), Mr. Gao Peizheng, Mr. Lu Xiaozhong and Mr. William K Villalon as the Executive directors; (2) Mr. Lu Guoji (Vice Chairman of the Board), Ms. Lau Man Yee, Vanessa, Mr. Li Ming, Mr. Wu Xiaohua and Mr. Danny Goh Yan Nan as the Non-executive directors; (3) Ms. Wang Xu, Mr. Peng Qifa and Mr. Chong Teck Sin as the Independent non-executive directors

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited 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 GEM website at http://www.hkgem.com on the "Latest Company Announcements" page for at least 7 days from the day of its posting.

\* For identification purpose only