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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: 08217)

## Results of 2011 3<sup>rd</sup> Extraordinary General Meeting Held on 13 December 2011

Reference is made to the notice of 2011 3<sup>rd</sup> extraordinary general meeting ("EGM Notice") of Changan Minsheng APLL Logistics Co., Ltd. (the "Company") issued on 28 October 2011. Unless otherwise defined, capitalized terms used in this announcement shall have the same meanings as those defined in the EGM Notice.

The 2011 3<sup>rd</sup> extraordinary general meeting ("EGM") of the Company was held at Conference Room, No.561, Hongjin Road, Yubei District, Chongqing, the PRC, at 10:00 a.m. on 13 December 2011. The Board of Directors (the "Board of Directors") 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 EGM 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 EGM and have the right to vote
Resolution 1	To consider and approve the revision of the cap for Certain Existing	68,742,920	0	68,742,920
(ordinary resolution)	Continuing Connected Transactions regarding the provision of finished vehicle transportation by the Company and its subsidiaries to Chongqing Changan Automobile Company Limited ("Changan Automobile") and its associates for the year ended 31 December 2011.	(100%)	(0%)	
Resolution 2	To consider and approve the connected transactions framework	68,742,920	0	68,742,920
(ordinary resolution)	agreement entered into between the Company and Chongqing Changan Industry Company (Group) Limited ("Changan Industry Co.") on 28 October 2011 and the conduct of the Non-Exempt Continuing Connected Transactions regarding the provision of supply chain management services for vehicles and car raw materials, components and parts & non-vehicle logistics services by the Company and its subsidiaries to Changan Industry Co. and its associates for the three years ended 31 December 2014, and the proposed annual caps in relation thereto.	(100%)	(0%)	

Resolution 3 (ordinary resolution)	To consider and approve the connected transactions framework agreement entered into between the Company and Changan Automobile on 28 October 2011 and the conduct of the Non-Exempt Continuing Connected Transactions regarding the provision of supply chain management services for vehicles and car raw materials, components and parts by the Company and its subsidiaries to Changan Automobile and its associates for the three years ended 31 December 2014, and the proposed annual caps in relation thereto.	68,742,920 (100%)	0 (0%)	68,742,920
Resolution 4 (ordinary resolution)	To consider and approve the connected transactions framework agreement entered into between the Company and Minsheng Industrial (Group) Co., Ltd. ("Minsheng Industrial") on 28 October 2011 and the conduct of the Non-Exempt Continuing Connected Transactions regarding the purchasing of transportation services of vehicles and car raw materials, components and parts by the Company and its subsidiaries from Minsheng Industrial and its associates for the three years ended 31 December 2014, and the proposed caps in relation thereto.	82,793,800 (100%)	0 (0%)	82,793,800
Resolution 5 (ordinary resolution)	To consider and approve the connected transactions framework agreement entered into between the Company and Beijing Changjiu Logistics Co., Ltd. ("Beijing Changjiu") on 28 October 2011 and the conduct of the Non-Exempt Continuing Connected Transactions regarding the purchasing of transportation services of vehicles and car raw materials, components and parts by the Company and its subsidiaries from Beijing Changjiu and its associates for the three years ended 31 December 2014, and the proposed annual caps in relation thereto.	108,568,520 (100%)	0 (0%)	108,568,520
Resolution 6 (ordinary resolution)	To consider and approve the connected transactions framework agreement entered into between the Company and Chongqing Changan Construction Engineering Company Limited ("Changan Construction") on 28 October 2011 and the conduct of the Non-Exempt Continuing Connected Transactions regarding the purchasing of engineering construction services by the Company and its subsidiaries from Changan Construction and its associates for the three years ended 31 December 2014, and the proposed annual caps in relation thereto.	68,742,920 (100%)	0 (0%)	68,742,920
Resolution 7 (ordinary resolution)	To consider and approve the connected transactions framework agreement entered into between the Company and Binqi Zhuangbei Group Financial Limited Liability Company ("Zhuangbei Finance") on 28 October 2011 and the conduct of the Non-Exempt Continuing Connected Transactions between the Company and its subsidiaries and Zhuangbei Finance for the three years ended 31 December 2014, and the proposed annual caps in relation thereto.	63,069,920 (91.75%)	5,673,000 (8.25%)	68,742,920

As at the record date of the EGM, the issued share capital of the Company comprised 162,064,000 shares. The total numbers of shares attending and entitling the holders to vote for or against Proposal 1, Proposal 2, Proposal 3, Proposal 6 and Proposal 7 is 68,742,920 shares, Changan Industry Company, holding 39,825,600 shares in the Company, had abstained from voting on such resolutions at the EGM under the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange of Hong Kong Limited (the "GEM Listing Rules"); the total numbers of shares attending and entitling the holders to vote for or against Proposal 4 is 82,793,800 shares, Minsheng Industrial, holding 25,774,720 shares in the Company, had abstained from voting on such resolution at the EGM under the GEM Listing Rules; none of the shareholders who attend the EGM is required to abstain from voting on Proposal 5. There was no share entitling the shareholder to attend and vote only against the resolutions at the EGM. The Company's share registrar, Computershare Hong Kong Investor Services Limited, and Chongqing Jingtao Law Firm were appointed as the scrutineers for the vote-taking at the EGM.

By Order of the Board

Changan Minsheng APLL Logistics Co., Ltd.

Executive Director

Zhu Minghui

As at the date of this announcement, the board of directors of the Company comprises: (1) Mr. Zhang Lungang, Mr. Gao Peizheng, Mr. Lu Xiaozhong, Mr. Zhu Minghui and Mr. William K Villalon as the Executive Directors; (2) Mr. Lu Guoji, Ms. Vanessa Lau Man Yee, Mr. Li Ming, Mr. Wu Xiaohua, Mr. Zhou Zhengli and Mr. Danny Goh Yan Nan as the Non-executive directors; (3) Mr. Peng Qifa, Mr. Chong Teck Sin and Mr. Poon Chiu Kwok as 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 GEM Listing Rules 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 the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

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.

<sup>\*</sup> For identification purpose only