
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action you should take, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Changan Minsheng APLL Logistics Co., Ltd., you should at once hand this circular and the form of proxy to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale was effected for transmission to the purchaser or transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this circular.

This circular, for which the directors of Changan Minsheng APLL Logistics Co., Ltd. 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 Changan Minsheng APLL Logistics Co., Ltd. The directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular 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 circular misleading.



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)

**PROPOSED FURTHER RENEWAL AND EXTENSION OF THE VALIDITY PERIOD OF
THE RESOLUTIONS REGARDING THE PROPOSED TRANSFER OF LISTING**

A letter from the Board of Changan Minsheng APLL Logistics Co., Ltd. dated 17 December 2012 is set out in pages 4 to 7 of this circular.

The notice convening the Extraordinary General Meeting, the class meeting of the holders of the H Shares and the class meeting of the holders of the Domestic Shares of Changan Minsheng APLL Logistics Co., Ltd. to be held at 10:00 a.m. on 4 February 2013 at the meeting room, No.561, Hongjin Road, Yubei District, Chongqing, the PRC is set out on pages 8 to 13 of this circular.

Proxy form for use at the Extraordinary General Meeting, the class meeting of the holders of the H Shares and the class meeting of the holders of the Domestic Shares is enclosed with this circular. Whether or not you intend to attend the Extraordinary General Meeting, the class meeting of the holders of the H Shares and the class meeting of the holders of the Domestic Shares you are requested to complete the accompanying proxy form in accordance with the instructions printed thereon and return the same to the Company's H Shares registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for the holders of the H Shares only) or the office of the Board of the Company at No.561, Hongjin Road, Yubei District, Chongqing, the PRC (Zip Code:401121) (for the holders of the Domestic Shares only (in respect of domestic shares, including non-H foreign shares)), as soon as possible and in any event not less than 24 hours before the time appointed for holding the relevant meeting or any adjournment thereof. Completion and delivery of the proxy form will not preclude you from attending, and voting in person at, the meeting or any adjournment thereof if you so wish.

This circular will remain on the GEM website (www.hkgem.com) on the "Latest Company Announcements" page for at least 7 days from the date of its posting.

* For identification purpose only

17 December 2012

CHARACTERISTICS OF GEM

GEM has been positioned as a market designed to accommodate companies to which a higher investment risk may be attached than other companies listed on the Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration. The greater risk profile and other characteristics of GEM mean that it is a market more suited to professional and other sophisticated investors.

Given the emerging nature of companies listed on GEM, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board and no assurance is given that there will be a liquid market in the securities traded on GEM.

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions have the following meanings:

"Extraordinary General Meeting"	the 2013 first extraordinary general meeting to be held on 4 February 2013 by the Company to consider, inter alia, the proposal regarding the further renewal and extension of the validity period of the resolutions regarding the proposed Transfer of Listing
"Class Meeting of the Holders of the H Shares"	the 2013 first class meeting of the holders of the H Shares of the Company to be held on 4 February 2013 by the Company to consider the proposal regarding the further renewal and extension of the validity period of the resolutions regarding the proposed Transfer of Listing
"Class Meeting of the Holders of the Domestic Shares"	the 2013 first class meeting of the holders of the domestic shares (comprising the domestic shares and the unlisted foreign shares) of the Company to be held by the Company on 4 February 2013 to consider the proposal regarding the further renewal and extension of the validity period of the resolutions regarding the proposed Transfer of Listing
"Board"	the board of directors of the Company
"China" or "PRC"	The People's Republic of China which, for the purpose of this circular, excludes Hong Kong, Macau and Taiwan
"Company"	重慶長安民生物流股份有限公司 (Changan Minsheng APLL Logistics Co., Ltd.)
"Directors"	directors of the Company
"GEM"	The Growth Enterprise Market of the Stock Exchange
"GEM Listing Rules"	Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited

DEFINITIONS

"H Share(s)"	overseas listed foreign share(s) with a nominal value of RMB1.00 each in the share capital of the Company which are listed on GEM and are subscribed for and traded in Hong Kong dollars
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Main Board"	the main board of the Stock Exchange
"Shareholders"	shareholders of the Company
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Transfer of Listing"	the transfer of listing of the H Shares of the Company from GEM to the Main Board



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(Stock Code: 08217)

Executive directors:

Zhang Lungang
Gao Peizheng
Lu Xiaozhong
Zhu Minghui
William K Villalon

Registered Office:

Liangjing Village
Yuanyang Town
Yubei District
Chongqing
The PRC

Non-executive directors:

Lu Guoji
Lau Man Yee, Vanessa
Li Ming
Wu Xiaohua
Zhou Zhengli
Danny Goh Yan Nan

Principal place of business

in Hong Kong:
16/F., 144-151
Singa Commercial Centre
Connaught Road West
Hong Kong

Independent non-executive directors:

Peng Qifa
Chong Teck Sin
Poon Chiu Kwok

* *For identification purpose only*

17 December 2012

To the Shareholders

Dear Sir or Madam,

**PROPOSED FURTHER RENEWAL AND EXTENSION OF THE VALIDITY
PERIOD OF THE RESOLUTIONS REGARDING THE PROPOSED TRANSFER
OF LISTING**

A. Introduction

Reference is made to an announcement published by the Company dated 17 December 2012.

The purpose of this circular is to set out, amongst other things, the information of the proposed further renewal and extension of the validity period of the resolutions regarding the proposed Transfer of Listing in order to allow you to make an informed decision on voting in respect of the special resolution

LETTER FROM THE BOARD

regarding the proposed further renewal and extension of the validity period of the resolutions regarding the proposed Transfer of Listing at the Extraordinary General Meeting, the class meeting of the holders of the H Shares and the class meeting of the holders of the Domestic Shares.

B. Proposed further renewal and extension of the validity period of the resolutions regarding the proposed Transfer of Listing

Pursuant to the extraordinary general meeting, the class meeting of the holders of the H Shares and the class meeting of the holders of the Domestic Shares held by the Company on 19 March 2010 respectively, the resolutions regarding the proposed Transfer of Listing of the H Shares from GEM to the Main Board was approved (the "Resolutions"). The Resolutions would be valid for one year commencing from 19 March 2010, the date on which the approval was obtained at general meetings.

Pursuant to another extraordinary general meeting, the class meeting of the holders of the H Shares and the class meeting of the holders of Domestic Shares held by the Company on 30 June 2011 respectively, the resolution regarding the renewal and extension of the validity period of the Resolutions was approved. Pursuant to the resolution, the validity period of the Resolutions was renewed and extended with retrospective effect for a period to commence on 19 March 2011 and to expire on 31 December 2012.

Given that the Company has only obtained the approval from the China Securities Regulatory Commission for the proposed Transfer of Listing recently (please refer to an announcement published by the Company on 12 October 2012), the Company expects that the work regarding the proposed Transfer of Listing would not be able to complete before 31 December 2012. The Company therefore proposes to convene the Extraordinary General Meeting, the Class Meeting of the Holders of the H Shares and the Class Meeting of the Holders of the Domestic Shares for purpose of further extending the validity period of the Resolutions with retrospective effect for a period to commence on 1 January 2013 and to expire on 31 December 2013 (both days inclusive).

C. Extraordinary General Meeting, the Class Meeting of the Holders of the H Shares and the Class Meeting of the Holders of the Domestic Shares

The Company will convene the Extraordinary General Meeting, the Class Meeting of the Holders of the H Shares and the Class Meeting of the Holders of the Domestic Shares to consider, among other things, the proposed further renewal and extension of the validity period of the resolutions regarding the proposed Transfer of Listing.

So far as the Company is aware, none of the Shareholders of the Company will be required to abstain from voting in the special resolution regarding the further renewal and extension of the validity period of the resolutions regarding the proposed Transfer of Listing at the Extraordinary General Meeting, the Class Meeting of the Holders of the H Shares or the Class Meeting of the Holders of the Domestic Shares.

The notice of Extraordinary General Meeting is set out on pages 8 to 9 of this circular. A proxy form for use at the Extraordinary General Meeting to be held at 10:00 a.m. on 4 February 2013 at the meeting room, No.561, Hongjin Road, Yubei District, Chongqing, the PRC is enclosed. Whether or not you intend to attend the Extraordinary General Meeting, you are requested to complete the accompanying proxy form for use at the Extraordinary General Meeting in accordance with the instructions printed thereon and return the same to the Company's H Share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for the holders of the H Shares only) or the office of the Board of the Company at No.561, Hongjin Road, Yubei District, Chongqing, the PRC (Zip Code:401121) (for the holders of the Domestic

LETTER FROM THE BOARD

Shares, including non-H foreign shares) as soon as possible but in any event not less than 24 hours before the time appointed for holding the Extraordinary General Meeting or at any adjournment thereof. Completion and delivery of the said proxy form will not prevent you from attending, and voting in person at, the Extraordinary General Meeting or at any adjourned meeting if you so wish.

The notices of the Class Meetings for the holders of the H Shares and the Domestic Shares are set out on pages 10 to 13 of this circular. Proxy forms for use at the Class Meetings for the holders of the H Shares and Domestic Shares to be held in sequence at 10:00 a.m. (or immediately after the conclusion or adjournment of the Extraordinary General Meeting) on 4 February 2013 at the meeting room, No.561, Hongjin Road, Yubei District, Chongqing, the PRC are enclosed. Whether or not you intend to attend the Class Meetings for the holders of the H Shares and, where applicable, the Domestic Shares, you are requested to complete the accompanying proxy form for use at the Class Meeting for the holders of the H Shares (for the holders of the H Shares only) or proxy form for use at the Class Meeting for the holders of the domestic shares (for the holders of the domestic shares, including non-H foreign shares) in accordance with the instructions printed thereon and return the same to the Company's H Share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for the holders of the H Shares only) or the office of the Board of the Company at No.561, Hongjin Road, Yubei District, Chongqing, the PRC (Zip Code: 401121) (for the holders of the domestic shares, including non-H foreign shares) as soon as possible but in any event not less than 24 hours before the time appointed for holding the Class Meetings for the holders of the H Shares and, where applicable, domestic shares or at any adjournment thereof. Completion and delivery of the said proxy form will not prevent you from attending, and voting in person at, the Class Meetings for the holders of the H Shares and, where applicable, the domestic shares or at any adjourned meeting if you so wish.

Reply slips for each of the Extraordinary General Meeting and the Class Meetings are also enclosed. You are reminded to complete and sign the relevant reply slips (if you are entitled to attend the relevant meetings) and return the signed slips to the Company's H Share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for the holders of the H Shares only) or the office of the Board of the Company at No.561, Hongjin Road, Yubei District, Chongqing, the PRC (Zip Code: 401121) (for the holders of the Domestic Shares, including non-H foreign shares) on or before 15 January 2013 in accordance with the instructions printed thereon.

Completion and return of the form of proxy will not preclude you from attending and voting in person at the Extraordinary General Meeting and Class Meetings or at any adjourned meetings should you wish.

D. Closure of Register of Members

The register of members in Hong Kong will be closed from 5 January 2013 to 4 February 2013, both days inclusive, during which period no transfer of the Shares of the Company will be effected. In order to be eligible to attend the Extraordinary General Meeting and the Class Meeting of the Holders of the H Shares and to vote as the Shareholders, all transfers of the H Shares together with the relevant share certificates must be delivered at the Company's H Share registrar's transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on 4 January 2013.

LETTER FROM THE BOARD

E. Recommendations

The Board is of the view that the proposed further renewal and extension of the validity period of the resolutions regarding the proposed Transfer of Listing is in the interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders vote in favour of the special resolution to be proposed at the Extraordinary General Meeting and the Class Meetings.

F. Responsibility Statement

This circular, for which the directors of the Company 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 the information contained in this circular 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 in this circular misleading.

On behalf of the Board
Changan Minsheng APLL Logistics Co., Ltd.
Zhu Minghui
Executive Director

Notice of Extraordinary General Meeting



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)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the extraordinary general meeting ("EGM") of Changan Minsheng APLL Logistics Co., Ltd. (the "Company") will be held at the Company's meeting room, No.561, Hongjin Road, Yubei District, Chongqing, the PRC, at 10:00 a.m. on 4 February 2013, to consider and approve (if thinks fit) the following resolution:

SPECIAL RESOLUTION

To approve the proposed Renewal and Extension of the Validity Period of the Resolutions Regarding the 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 1 January 2013 and to expire on 31 December 2013 (both days inclusive).

By Order of the Board of Directors
Changan Minsheng APLL Logistics Co., Ltd.
Zhu Minghui
Executive Director

Chongqing, the PRC
17 December 2012

** For identification purpose only*

Notes:

- (1) The Company's register of members will be closed from 5 January 2013 to 4 February 2013 (both days inclusive), during which period no transfer of H Shares will be registered. Holders of H Shares who wish to be eligible for voting at the EGM will have to return all their instruments of transfer together with the relevant Share certificates to 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) before 4:30 p.m. on 4 January 2013.
- (2) Shareholders who intend to attend the EGM will have to return the completed reply slip to the Company's H share registrar Computershare Hong Kong Investor Services Limited at 17M 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 No. 561, Hongjin Road, Yuebei District, Chongqing, the PRC (postal code 401121) (in respect of domestic Shares, including non-H foreign Shares, same hereinafter) on or before 15 January 2013. The reply slip may be delivered by post, telegram or facsimile (Fax No. for H shareholders is (852) 2865 0990 or Fax No. for domestic shareholders is (8623) 89182265).

Notice of Extraordinary General Meeting

- (3) 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 is appointed, the instruments of appointment should indicate the class and number of Shares the proxies are representing.
- (4) Shareholders and their proxies should show their documents of identity when attending the meeting.
- (5) 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.
- (6) 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.
- (7) After the completion and delivery of the form of proxy, a shareholder may still attend and vote at the EGM.
- (8) Shareholders attending the EGM will be responsible for their own traveling and accommodation expenses.

As at the date of this notice, the board of directors of the Company comprises:

Executive Directors:

Mr. Zhang Lungang

Mr. Gao Peizheng

Mr. Lu Xiaozhong

Mr. Zhu Minghui

Mr. William K Villalon

Non-executive directors:

Mr. Lu Guoji

Ms. Vanessa Lau Man Yee

Mr. Li Ming

Mr. Wu Xiaohua

Mr. Zhou Zhengli

Mr. Danny Goh Yan Nan

Independent non-executive directors:

Mr. Peng Qifa

Mr. Chong Teck Sin

Mr. Poon Chiu Kwok



重慶長安民生物流股份有限公司

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(Stock Code: 08217)

**NOTICE OF THE 2013 FIRST CLASS MEETING
FOR HOLDERS OF THE H SHARES**

NOTICE IS HEREBY GIVEN THAT the 2013 first class meeting of the holders of the H Shares (the "**Class Meeting for Holders of the H Shares**") of Changan Minsheng APLL Logistics Co., Ltd. (the "Company") will be held at the Company's meeting room, No.561, Hongjin Road, Yubei District, Chongqing, the PRC, at 10:00 a.m. (or immediately after the conclusion or adjournment of the Extraordinary General Meeting of the Company) on 4 February 2013, to consider and approve (if thinks fit) the following resolution:

SPECIAL RESOLUTION

To approve the proposed Renewal and Extension of the Validity Period of the Resolutions Regarding the 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 1 January 2013 and to expire on 31 December 2013 (both days inclusive).

By Order of the Board of Directors
Changan Minsheng APLL Logistics Co., Ltd.
Zhu Minghui
Executive Director

Chongqing, the PRC
17 December 2012

** For identification purpose*

Notes:

- (1) In order to determine the Shareholders who are entitled to attend and vote at the Class Meeting for Holders of the H Shares, the Company's register of H Shareholders will be closed from 5 January 2013 to 4 February 2013 (both days inclusive), during which period no transfer of H Shares will be registered. Holders of H Shares who wish to be eligible for voting will have to return all their instruments of transfer together with the relevant Share certificates to Computershare Hong Kong Investor Services Limited at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 4:30 p.m. on 4 January 2013.

Notice of Class Meeting for Holders of the H Shares

- (2) Shareholders who intend to attend the Class Meeting for Holders of the H Shares will have to return the completed reply slip to the Company's H share registrar Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong on or before 15 January 2013. The reply slip may be delivered by post, telegram or facsimile (Fax No. for H shareholders is (852) 28650990).
- (3) A shareholder who has the right to attend and vote at the Class Meeting for Holders of the H Shares 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 is appointed, the instruments of appointment should indicate the class and number of Shares the proxies are representing.
- (4) Shareholders and their proxies should show their documents of identity when attending the Class Meeting for Holders of the H Shares.
- (5) 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.
- (6) The instrument of appointment must be delivered to the Company's share registry Computershare Hong Kong Investor Services Limited 24 hours before the commencement of the Class Meeting for Holders of the H Shares.
- (7) After the completion and delivery of the form of proxy, a shareholder may still attend and vote at the Class Meeting for Holders of the H Shares.
- (8) Shareholders attending the Class Meeting for Holders of the H Shares will be responsible for their own traveling and accommodation expenses.

As at the date of this notice, the board of directors of the Company comprises:

Executive Directors:

Mr. Zhang Lungang

Mr. Gao Peizheng

Mr. Lu Xiaozhong

Mr. Zhu Minghui

Mr. William K Villalon

Non-executive directors:

Mr. Lu Guoji

Ms. Vanessa Lau Man Yee

Mr. Li Ming

Mr. Wu Xiaohua

Mr. Zhou Zhengli

Mr. Danny Goh Yan Nan

Independent non-executive directors:

Mr. Peng Qifa

Mr. Chong Teck Sin

Mr. Poon Chiu Kwok



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)

**NOTICE OF THE 2013 FIRST CLASS MEETING
FOR HOLDERS OF THE DOMESTIC SHARES**

NOTICE IS HEREBY GIVEN THAT the 2013 first class meeting of the holders of the Domestic Shares (the "**Class Meeting for Holders of the Domestic Shares**") of Changan Minsheng APLL Logistics Co., Ltd. (the "Company") will be held at the Company's meeting room, No.561, Hongjin Road, Yubei District, Chongqing, the PRC, at 10:00 a.m. (or immediately after the conclusion or adjournment of the Extraordinary General Meeting and the 2013 first class meeting for Holders of the H Share of the Company) on 4 February 2013, to consider and approve (if thinks fit) the following resolution:

SPECIAL RESOLUTION

To approve the proposed Renewal and Extension of the Validity Period of the Resolutions Regarding the 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 1 January 2013 and to expire on 31 December 2013 (both days inclusive).

By Order of the Board of Directors
Changan Minsheng APLL Logistics Co., Ltd.
Zhu Minghui
Executive Director

Chongqing, the PRC
17 December 2012

** For identification purpose*

Notes:

- (1) In order to determine the Shareholders who are entitled to attend and vote at the Class Meeting for Holders of the Domestic Shares, the Company's register of Domestic Shareholders will be closed from 5 January 2013 to 4 February 2013 (both days inclusive), during which period no transfer of Domestic Shares will be registered. In order to be eligible to attend the Class Meeting for Holders of the Domestic Shares and to vote as the Shareholders, all transfers of the Domestic Shares of the Company should be finalised before the close of business on 4 January 2013.

Notice of Class Meeting for Holders of the Domestic Shares

- (2) Shareholders who intend to attend the Class Meeting for Holders of the Domestic Shares will have to return the completed reply slip to the office of the Board of the Company at No. 561 Hongjin Road, Yuebei District, Chongqing, the PRC (postal code 401121) (in respect of domestic Shares, including non-H foreign Shares, same hereinafter) on or before 15 January 2013. The reply slip may be delivered by post, telegram or facsimile (Fax No. for domestic shareholders is (8623) 89182265).
- (3) A shareholder who has the right to attend and vote at the Class Meeting for Holders of the Domestic Shares 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 is appointed, the instruments of appointment should indicate the class and number of Shares the proxies are representing.
- (4) Shareholders and their proxies should show their documents of identity when attending the Class Meeting for Holders of the Domestic Shares.
- (5) 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.
- (6) The instrument of appointment must be delivered to the office of the Board of the Company 24 hours before the commencement of the Class Meeting for Holders of the Domestic Shares.
- (7) After the completion and delivery of the form of proxy, a shareholder may still attend and vote at the Class Meeting for Holders of the Domestic Shares.
- (8) Shareholders attending the Class Meeting for Holders of the Domestic Shares will be responsible for their own traveling and accommodation expenses.

As at the date of this notice, the board of directors of the Company comprises:

Executive Directors:

Mr. Zhang Lungang

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Mr. Lu Xiaozhong

Mr. Zhu Minghui

Mr. William K Villalon

Non-executive directors:

Mr. Lu Guoji

Ms. Vanessa Lau Man Yee

Mr. Li Ming

Mr. Wu Xiaohua

Mr. Zhou Zhengli

Mr. Danny Goh Yan Nan

Independent non-executive directors:

Mr. Peng Qifa

Mr. Chong Teck Sin

Mr. Poon Chiu Kwok