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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)

**NOTICE OF 2013 SECOND EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** the 2013 second extraordinary general meeting ("EGM") of Changan Minsheng APLL Logistics Co., Ltd. (the "Company") will be held at the meeting room, No.561, Hongjin Road, Yubei District, Chongqing, the People's Republic of China, at 11:00 a.m. on 12 November 2013, to consider and approve (if thinks fit) the passing of following resolutions:

**ORDINARY RESOLUTIONS**

To approve the appointment of the members of the third session of the Board of the Company (for biographies of candidates for directorship, please refer to note 9 to this notice)

- 1 to approve the appointment of Mr. Wang Yang as the executive director of the Company with a term commencing from the conclusion of the EGM 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 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.
- 2 to approve the appointment of Mr. Du Bin as the non-executive director of the Company with a term commencing from the conclusion of the EGM 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 contract with Mr. Du Bin 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.

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

Chongqing, the PRC  
25 September 2013

**Notes:**

- (1) In order to determine the Shareholders who are entitled to attend and vote at the EGM, the Company's register will be closed from 13 October 2013 to 12 November 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, Wanchai, Hong Kong not later than 4:30 p.m. on 11 October 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, Wanchai, 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 23 October 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).
- (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) in writing to attend and vote on his behalf. 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 EGM.
- (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.
- (9) Biographies of the candidates for directors are set out in the Circular dated 25 September 2013.

As at the date of this notice, the board of the Company comprises: (1) Mr. Zhu Minghui, Mr. Lu Xiaozhong and Mr. William K Villalon as the Executive directors; (2) Mr. Lu Guoji, Mr. Wu Xiaohua and Mr. Danny Goh Yan Nan as the Non-executive directors; (3) Mr. Peng Qifa, Mr. Chong Teck Sin, Mr. Poon Chiu Kwok, Mr. Jie Jing, Ms. Zhang Yun and Mr. Goh Chan Peng as the Independent non-executive directors.

*\* For identification purpose only*