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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)

(I) Resignation of Directors and Employee Representative Supervisor
 (II) Appointment of the Chairman of the Third Session of Board of Directors
 (III) Appointment of Member of the Remuneration Committee and Member and
 Chairman of the Nomination Committee of the Third Session of Board of Directors

 (IV) Change of General Manager
 (V) Change of Authorized Representative, and
 (VI) Election of Directors

The Board hereby announced the following changes in relation to the compositions of the Board, the Remuneration Committee, the Nomination Committee and the management of the Company, all with effect from 6 September 2013:

**Resignations:** 

- Mr. Zhang Lungang resigned from the positions of (i) chairman and executive director of the Board; (ii) authorized representative of the Company; (iii) member of the Remuneration Committee; and (iv) member and chairman of the Nomination Committee due to change of work allocation in Changan Industry Co.;
- Mr. Gao Peizheng resigned from the position of executive director of the Board due to change of his work arrangement in Changan Industry Co.;
- Mr. Li Ming resigned from the position of non-executive director of the Board due to change of work arrangement in Changan Industry Co.;
- Mr. Zhou Zhengli resigned from the position of non-executive director of the Board due to change of work arrangement in Changan Industry Co.;
- Mr. Liu Yue resigned from the position of employee representative supervisor of the Company due to change of internal work arrangement.

Appointments:

-To fill in the vacancies due to Mr Zhang Lungang's departure, Mr. Zhu Minghui, an existing executive director of the Company, was appointed as (i) the new chairman of the third session of the Board of the Company; (ii) a member of the Remuneration Committee; and (iii) a member and chairman of the Nomination Committee;

- Mr. Wang Yang was appointed as the general manager of the Company;

- Mr. Lu Xiaozhong was appointed as authorized representative of the Company.

Election:

The Board proposes to elect Mr. Wang Yang and Mr. Du Bin as executive director and non-executive director of the Company, respectively. The election is required to be approved by the shareholders of the Company by way of ordinary resolutions in the forthcoming general meeting.

The board of directors ("the Board") of Changan Minsheng APLL Logistics Co., Ltd. ("the Company") hereby announced the following changes in relation to the compositions of the Board, the Remuneration Committee, the Nomination Committee and the management of the Company, all with effect from 6 September 2013.

### **Resignations:**

Due to change of work allocation in Chongqing Changan Industry Company (Group) Limited ("Changan Industry Co."), Mr. Zhang Lungang resigned from the positions of (i) chairman and executive director of the Board; (ii) authorized representative of the Company; (iii) member of the Remuneration Committee; and (iv) member and chairman of the Nomination Committee. Changan Industry Co. is the largest shareholder of the Company holding approximately 25.44% total issued share capital of the Company.

Mr. Gao Peizheng resigned from the position of executive director of the Board due to change of his work arrangement in Changan Industry Co..

Mr. Li Ming resigned from the position of non-executive director of the Board due to change of work arrangement in Changan Industry Co..

Mr. Zhou Zhengli resigned from the position of non-executive director of the Board due to change of work arrangement in Changan Industry Co..

Mr. Liu Yue resigned from the position of employee representative supervisor of the Company due to change of internal work arrangement.

All of the resignations of Mr. Zhang Lungang, Mr. Gao Peizheng, Mr. Li Ming, Mr. Zhou Zhengli and Mr. Liu Yue were effective from 6 September 2013. Each of Mr. Zhang Lungang, Mr. Gao Peizheng, Mr. Li Ming, Mr. Zhou Zhengli and Mr. Liu Yue has confirmed that he has no disagreement with the Board and that there are no matters relating to his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its gratitude to Mr. Zhang Lungang, Mr. Gao Peizheng, Mr. Li Ming, Mr. Zhou Zhengli and Mr. Liu Yue for their contribution to the Company during their terms of services.

# Appointments

To fill in the vacancies due to Mr Zhang Lungang's departure, Mr. Zhu Minghui, an existing executive director of the Company, was appointed as (i) the new chairman of the third session of the Board of the Company; (ii) a member of the Remuneration Committee; and (iii) a member and chairman of the Nomination Committee.

Mr. Zhu Minghui stepped down from the position of the general manager of the Company as he has taken up the position of the new chairman of the Board, with effect from 6 September 2013. To fill in his vacancy, Mr. Wang Yang was appointed as the general manager of the Company.

### **Appointment of authorized representative of the company**

To fill in the vacancy due to the resignation of Mr. Zhang Lungang, Mr. Lu Xiaozhong (an existing executive director of the Company) was appointed as an authorized representative of the Company, with effect from 6 September 2013.

## **Election of Directors**

The Board proposes to elect Mr. Wang Yang ("Mr. Wang") and Mr. Du Bin ("Mr. Du') as executive director and non-executive director of the Company, respectively. The election is required to be approved by the shareholders of the Company by way of ordinary resolutions in the forthcoming general meeting.

A circular containing, among other things, the proposal to elect Mr. Wang and Mr. Du as executive director and non-executive director of the Company respectively will be issued to shareholders as soon as practicable.

#### **Biography of Mr. Wang is as follows:**

Mr. Wang Yang, born in May 1971, is a senior engineer with master's degree in engineer. Graduated from China Jiliang University in August 1991, Mr. Wang was assigned to former Changan Automobile (Group) Company Liability Limited. Mr. Wang worked as deputy head of Jiliang Department, manager of distribution center, deputy head of Technology Department, head of Technology Department, deputy general engineer of the plant, deputy plant manager etc from 1996, and during this period, Mr. Wang led to develop a lot number of components and parts of Automobile and its engines, and organized to build the Heilongjiang Distribution Center of Changan Automobile. Since 2006, Mr. Wang has been transferred to the Headquarters, served as vice minister of Produce and Manufacture Department, vice minister of Quality Management Department, and minister of Quality Management Department. In April 2011, Mr. Wang was assigned to set up Yubei Auto Components and Parts Company("Yubei Company") and served as general manager and Party Branch Secretary, and vigorously promoted the internal management and actively expanded the market, so Yubei Company became the first-class supplier of Changan Automobile and Changan Suzuki and the output value of the company doubled. From July 2012 to July 2013, Mr. Wang served as general manager of Auto Components and Parts Company ("the New Components and Parts Company") formed by integrating the related industries of Headquarters of Changan Industrial Co.. Mr. Wang actively pushed forward the business with Changan Automobile, Changan Ford and Changan Suzuki, and the New Components and Parts Company finally also became the fist-class supplier of Finished Vehicle Plant of SAIC-IVECO HONGYAN (上汽依維柯紅岩) and BAIC YINXIANG (北汽 銀翔) etc. Mr. Wang has engaged for a long period in manufacturing and operation management and leading in the key position of large enterprise. Mr. Wang has rich theoretical knowledge and working experience in enterprise operation management, marketing, technology research and development, lean manufacturing, quality management and control, supply chain management and service guarantee etc.

#### **Biography of Mr. Du is as follows:**

Mr. Du Bin, born in April 1970, is a researcher-level senior engineer with master's degree. Graduated from Beijing Institute of Technology in July 1993, Mr. Du was assigned to former Changan Automobile (Group) Company Liability Limited, worked as deputy head of Technology Department, minister assistant of Technology Department of Retreat Into The City Suburbs (退城進郊) Headquarters, head of Technology Planning Department and Party Branch Secretary. Currently, Mr. Du serves as vice minister (presiding work) of Development Planning Department and Party Branch Secretary of Changan Industry Co., director of Sichuan Hongguang Electromechanical Company Limited and executive director of Chengdu Yuchang Photoelectric Company Limited, etc. Mr. Du is provided with rich working experience in development planning, project and investing management, technology development and engineering construction, etc. Save as disclosed above, Mr. Wang and Mr. Du have not held any directorship in any other listed public companies in the last three years. Save as disclosed above, each of Mr. Wang and Mr. Du does not hold any other positions with the Company or other members of the Group (i.e. the Company and its subsidiaries) and does not have any relationships with any directors, senior management, substantial or controlling shareholder of the Company, nor had they any interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance.

If Mr. Wang and Mr. Du are elected as executive director and non-executive director respectively in the forthcoming general meeting, the Company will enter into a service agreement with each of Mr. Wang and Mr. Du in relation to their respective appointment. Mr. Wang (as an executive director) and Mr. Du (as a non executive director) will be entitled to director's emoluments which are determined by the Board from time to time with reference to their duties and responsibilities with the Company, the market benchmark and performance of the Group, subject to the approval by the shareholders at the general meeting.

Save as disclosed above, each of Mr. Wang and Mr. Du 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) of the Rules Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited.

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

Chongqing, the PRC 6 September 2013

As at the date of this announcement, the board of directors 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 Independent non-executive directors.

\* For identification purpose only