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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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**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.

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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)**

**PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**  
**PROPOSED RE-ELECTION AND APPOINTMENT OF DIRECTORS AND**  
**SHAREHOLDER REPRESENTATIVE SUPERVISORS**  
**AND**  
**SUPPLEMENTAL NOTICE OF 2022 ANNUAL GENERAL MEETING**

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A letter from the Board of Changan Minsheng APLL Logistics Co., Ltd. dated 14 June 2023 is set out on pages 3 to 17 of this circular.

The supplemental notice for convening the AGM to be held at 10:00 a.m. on 30 June 2023 at the Conference Room, No.1881, Jinkai Road, Yubei District, Chongqing, the PRC is set out on pages 18 to 22 of this circular.

Whether or not you intend to attend the AGM you are requested to complete the enclosed Revised 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.1881, Jinkai Road, Yubei District, Chongqing, the PRC (Zip Code: 401122) (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 (i.e. before 10:00 a.m. on 29 June 2023) or any adjournment thereof (as the case maybe). 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.

\* *For identification purpose only*

14 June 2023

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## DEFINITIONS

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

“2022 AGM” or “AGM”	The 2022 annual general meeting to be held by the Company at 10:00 a.m. on 30 June 2023 at the Conference Room, No.1881, Jinkai Road, Yubei District, Chongqing, the PRC to consider and approve, among other things, the proposals regarding the amendments to the Articles of Association and the re-election and appointment of directors and shareholder representative supervisors
“APLL”	APL Logistics Ltd.
“Articles of Association”	the articles of association of the Company, as amended, modified or otherwise supplemented from time to time
“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 the Special Administrative Regions of Hong Kong and Macau, and Taiwan
“Company”	Changan Minsheng APLL Logistics Co., Ltd.* (重慶長安民生物流股份有限公司)
“China Changan”	China Changan Automobile Group Company Limited (中國長安汽車集團有限公司)
“Changan Automobile”	Chongqing Changan Automobile Co., Ltd. (重慶長安汽車股份有限公司), the shares of which are listed in Shenzhen Stock Exchange
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries from time to time
“H Share(s)”	the overseas listed foreign share(s) of the Company, which are listed on the main board of the Stock Exchange (stock code: 01292) and are traded in Hong Kong dollars

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## DEFINITIONS

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“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Minsheng Industrial”	Minsheng Industrial (Group) Co., Ltd. (民生實業(集團)有限公司), a substantial shareholder of the Company, holding 15.90% of the total issued shares of the Company
“Minsheng Shipping”	Minsheng Shipping Co., Ltd. (民生輪船股份有限公司), unlisted and a subsidiary of Minsheng Industrial
“Nomination Committee”	the nomination committee of the Company
“SFO”	the Securities and Futures Ordinance, Cap.571 of the laws of Hong Kong
“Shareholder(s)”	shareholders of the Company
“Shares”	the ordinary shares of the Company, with a par value of RMB1.00 each
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supervisor(s)”	the supervisor(s) of the Company
“Supervisory Committee”	the supervisory committee of the Company

\* For identification purpose only



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)**

***Executive directors:***

Xie Shikang  
Chen Wenbo  
Wan Nianyong

***Registered office:***

No. 1881  
Jinkai Road  
Yubei District  
Chongqing  
The PRC

***Non-executive directors:***

Che Dexi  
Man Hin Wai Paul  
Dong Shaojie

***Principal place of business***

***in Hong Kong:***

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

***Independent non-executive directors:***

Chong Teck Sin  
Poon Chiu Kwok  
Jie Jing  
Zhang Yun

\* *For identification purpose only*

14 June 2023

*To the Shareholders*

Dear Sir or Madam,

**PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION  
PROPOSED RE-ELECTION AND APPOINTMENT OF DIRECTORS AND  
SHAREHOLDER REPRESENTATIVE SUPERVISORS**

**AND**

**SUPPLEMENTAL NOTICE OF 2022 ANNUAL GENERAL MEETING**

**A. INTRODUCTION**

References are made to the announcement of the Company dated 19 January 2023 in relation to the proposed amendments to the Articles of Association and the announcement of the Company dated 5 June 2023 in relation to the proposed re-election and appointment of directors and shareholder

**LETTER FROM THE BOARD**

representative supervisors.

The purpose of this circular is to set out, among other things, details regarding the proposals in relation to (i) the proposed amendments to the Articles of Association and (ii) the re-election and appointment of the members of each of the sixth session of the Board and the Supervisory Committee of the Company in order to allow you to make an informed decision on voting in respect of such resolutions at the AGM.

**B. PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

Reference is made to the announcement of the Company dated 19 January 2023 in relation to the proposed amendments to the Articles of Association. Based on the circumstances of the Company, the Board proposed to amend the relevant articles of the Articles of Association of the Company.

The amendments of the Articles of Association are subject to approval by the Shareholders at the AGM by way of special resolution and approval from the relevant PRC government authorities.

Details of the proposed amendments to the Articles of Association are set out below:

No.	Provisions of the Articles of Association before amendments	Provisions of the Articles of Association after amendments	Note
1.	<p>Article 100</p> <p>.....</p> <p>The Company shall establish a Party Committee as the Party organization of Company. The Party Committee shall consist of one secretary and several other members. In principle, the chairman of the Board of Directors of the Company and the secretary of the Party Committee shall be the same person. In principle, a full-time deputy secretary shall be designated to be in charge of the Party building work of the Company. Eligible members of the Party Committee can join the Board of Directors, the Supervisory Committee and the senior management of the Company through legal procedures, while eligible Party members of the Board of Directors, the Supervisory Committee and the senior management can also join the Party Committee in accordance with relevant rules and procedures. Meanwhile, a commission for discipline inspection shall be established in accordance with relevant requirements.</p>	<p>Article 100</p> <p>.....</p> <p>The Company shall establish a Party Committee as the Party organization of Company. The Party Committee shall consist of one secretary and several other members. In principle, the chairman of the Board of Directors of the Company and the secretary of the Party Committee shall be the same person. In principle, a full-time deputy secretary shall be designated to be in charge of the Party building work of the Company. <u>The Company shall uphold and improve the leadership system of “two-way entry and cross appointment”.</u> Eligible members of the Party Committee can join the Board of Directors, the Supervisory Committee and the senior management of the Company through legal procedures, while eligible Party members of the Board of Directors, the Supervisory Committee and the senior management can also join the Party Committee in accordance with relevant rules and procedures. Meanwhile, a commission for discipline inspection shall be established in accordance with</p>	<p>Updating the provision regarding the requirements of the “Regulation on the Work at Primary-level Party Organizations of State-owned Enterprises (Trial Implementation)” issued by the Communist Party of China Central Committee.</p>

**LETTER FROM THE BOARD**

		<p>relevant requirements.</p> <p><u>Party committee building. By incorporating management expenses, Party dues retention and other fund channels, the Company's Party organization funds are guaranteed, and it is tilted towards the front line of production and operation. The part contributed by management expenses is generally arranged according to the proportion of 1% of the total wages of the employees of the Company in the previous year, and is incorporated in the annual budget by the Company. All kinds of resources shall be integrated and utilized, and Party organization activity platforms shall be built and used well.</u></p>	
<p>2.</p>	<p>Article 102 ..... The Company shall establish a Board of Directors consisting of 11 directors. The Board of Directors shall have 1 Chairman and 1 Vice Chairman.</p> <p>Members of the Board shall have the qualifications pursuant to relevant laws and regulations and the Listing Rules. The number of independent non-executive directors ("independent directors") shall represent at least one third of the total members of the board.</p>	<p>Article 102 ..... The Company shall establish a Board of Directors consisting of 11 directors. The Board of Directors shall have 1 Chairman and 1 Vice Chairman.</p> <p>Members of the Board shall have the qualifications pursuant to relevant laws and regulations and the Listing Rules. The number of independent non-executive directors ("independent directors") shall represent at least one third of the total members of the board. <u>The majority of the board must be external directors of the Company.</u></p>	<p>Amendments made according to the circumstances of the Company.</p>
<p>3.</p>	<p>Article 104 ..... With respect to any matters that are required to be passed by an extraordinary meeting of the Board of Directors and, in the event that such resolution has been distributed in person, by mail, by telegraph or by fax to all the members of the Board of Directors, and in the event that the number of the Directors who have signed the resolution has reached the threshold, an effective resolution shall be passed accordingly, and no meeting of the Board of Directors is required to be convened.</p>	<p>Article 104 ..... With respect to any matters that are required to be passed by an extraordinary meeting of the Board of Directors and, in the event that such resolution has been distributed in person, by mail, by telegraph or by fax to all the members of the Board of Directors, and in the event that the number of the Directors who have signed the resolution has reached the threshold, an effective resolution shall be passed accordingly, and no meeting of the Board of Directors is required to be convened. <u>In</u></p>	<p>Amendments made according to the circumstances of the Company.</p>

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**LETTER FROM THE BOARD**

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	<p><u>accordance with this chapter and circumstances, the Company shall formulate the “Rules of Procedures for the Board of Directors” to clarify the specific procedures for directors’ decision-making. In case of any conflict between the Rules of Procedure of the Board of Directors and the Articles of Association, the Articles of Association shall prevail.</u></p>	
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The amendments to the Articles of Association are subject to consideration and approval at the 2022 AGM. No shareholders are required to abstain from voting on the resolution regarding the amendments to Articles of Association.

The Company has received a written confirmation from its Hong Kong legal adviser, confirming that the proposed amendments to the Articles of Association comply with the applicable provisions under the Listing Rules. The Company has also received a written confirmation from its PRC legal adviser, confirming that the proposed amendments to the Articles of Association comply with the applicable laws and regulations in the PRC.

**C. PROPOSED RE-ELECTION AND APPOINTMENT OF DIRECTORS AND SHAREHOLDER REPRESENTATIVE SUPERVISORS**

Reference is made to the announcement of the Company dated 5 June 2023 regarding the proposed re-election and appointment of directors and shareholder representative supervisors.

Pursuant to the Articles of Association of the Company, the fifth session of the Board and the Supervisory Committee will soon expire and is subject to re-election. The fifth session of the Board comprises (i) Mr. Xie Shikang, Mr. Chen Wenbo and Mr. Wan Nianyong as executive directors; (ii) Mr. Che Dexi, Mr. Man Hin Wai Paul and Mr. Dong Shaojie as non-executive directors; and (iii) Mr. Chong Teck Sin, Mr. Poon Chiu Kwok, Mr. Jie Jing and Ms. Zhang Yun as independent non-executive directors. Among the members of the fifth session of the Board, Mr. Man Hin Wai Paul, Mr. Chong Teck Sin, Mr. Poon Chiu Kwok, Mr. Jie Jing and Ms. Zhang Yun will retire and not stand for re-election as Directors of the sixth session of the Board. The Board has nominated (i) Mr. Xie Shikang and Mr. Wan Nianyong as the executive director candidates; (ii) Mr. Che Dexi, Mr. Chen Wenbo, Ms. Jin Jie and Mr. Dong Shaojie as the non-executive director candidates; and (iii) Mr. Li Ming, Mr. Man Wing Pong and Ms. Chen Jing as the independent non-executive director candidates of the sixth session of the Board for re-election or appointment at the 2022 AGM.

The shareholder representative supervisors of the fifth session of the Supervisory Committee include Mr. Wang Huaicheng, Ms. Jin Jie and Mr. Yang Gang. Mr. Wang Huaicheng and Mr. Yang Gang have confirmed that they will offer themselves for re-election at the 2022 AGM. In addition, the Supervisory Committee has proposed to appoint Ms. Ang Lai Fern as a shareholder representative Supervisor of the sixth session to constitute the Supervisory Committee.

The employee representative Supervisors of the Company of the sixth session of the Supervisory Committee will be elected democratically by the Company’s employee representatives and the Company will publish a separate announcement on the date of the election.



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## LETTER FROM THE BOARD

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To the best of the Directors' knowledge, information and belief, there are no disagreements among the Directors and the Board regarding the retirement of Mr. Man Hin Wai Paul, Mr. Chong Teck Sin, Mr. Poon Chiu Kwok, Mr. Jie Jing and Ms. Zhang Yun as directors of the Company and there are no matters that need to be brought to the attention of the Shareholders.

The biographical details of the candidates of the sixth session of the Board and the Supervisory Committee are set out below:

### **Candidates for Executive Directors of the Board**

#### **Mr. Xie Shikang**

**Mr. Xie Shikang** (謝世康), aged 53, professor-level senior economist, is secretary of the CPC Committee of the Company, chairman, executive director, chairman of Strategy and Investment Committee and chairman of Nomination Committee of the fifth session of the Board of the Company. Mr. Xie joined the Group since 2016. Mr. Xie graduated from Chongqing Normal University in 1992. His final academic degree obtained in 2006 was a postgraduate diploma in Master of Business Administration from Chongqing University School of Economics and Business Administration. From July 1992 to August 1998, Mr. Xie worked as secretary in China South Industry Group Corporation Southwest Division\* and after that, he joined the former Changan Automobile (Group) Company Limited Liability\* and served as deputy director of Corporate Office, deputy minister of the Customer Services Department, deputy general manager of the auto parts company, deputy general manager and Party branch secretary of Chongqing Changan Visteon Engine Control System Co., Ltd.\*, a joint venture company. From 2009 to 2016, Mr. Xie worked in Changan Automobile (listed in Shenzhen Stock Exchange) as head of Office and Party branch secretary, press spokesperson, general manager of the High-end Limousine Sales Department, minister of the High-end Limousine Overall Development Department, head of the Strategic Planning Department and assistant general manager. Mr. Xie has extensive experience in strategic development planning, production and operation management and has been in a leadership position in leading enterprises in the automobile industry, thus he has enriched theoretical knowledge and working experiences in enterprise operation management and leading, development planning and customer services.

Save as disclosed above, Mr. Xie has not held any directorship in any other listed public companies in the last three years. Save as disclosed above, Mr. Xie does not hold any other positions with the Company or other members of the Group and does not have any relationships with any Directors, senior management, substantial or controlling Shareholder of the Company, nor does he have any interests in the Shares within the meaning of Part XV of the SFO.

If Mr. Xie is re-elected as the executive Director at the 2022 AGM, the Company will enter into a service agreement with Mr. Xie in relation to his appointment. Mr. Xie will be entitled to Director's emoluments, which are to be determined by the Board with reference to his duties and responsibilities with the Company, the market benchmark and performance of the Group, subject to review by the Board and the Remuneration Committee of the Company from time to time. Save for the adjustment pursuant to the requirements of the relevant applicable laws and regulations, Mr. Xie's term of service will commence from the date on which approval is obtained from the 2022 AGM until the expiry of the term of the sixth session of the Board.

Save as disclosed above, Mr. Xie 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)(h) to 13.51(2)(v) of the Listing Rules.

### **Mr. Wan Nianyong**

**Mr. Wan Nianyong** (萬年勇), aged 47, professor-level senior engineer, is executive director of the fifth session of the Board of the Company, general manager and deputy secretary of the CPC Committee of the Company. Mr. Wan graduated from Shenyang Ligong University majoring in machinery electronic engineering and then obtained a master degree in project management from Chongqing University. Mr. Wan joined Changan Automobile in July 2000 and served in various positions including deputy head of the manufacture logistics department of Changan Automobile, general manager, secretary of the CPC Committee and project supervisor of Heibei Changan Automobile Co., Ltd., a subsidiary of Changan Automobile. Mr. Wan joined the Company in August 2018 and served as deputy general manager of the Company and the chairman of the Labour Union of the Company. Mr. Wan has extensive experience in enterprise production and operation and project management.

Save as disclosed above, Mr. Wan has not held any directorship in any other listed public companies in the last three years. Save as disclosed above, Mr. Wan does not hold any other positions with the Company or other members of the Group and does not have any relationships with any Directors, senior management, substantial or controlling Shareholder of the Company, nor does he have any interests in the Shares within the meaning of Part XV of the SFO.

If Mr. Wan is re-elected as the executive Director at the 2022 AGM, the Company will enter into a service agreement with Mr. Wan in relation to his appointment. Mr. Wan will be entitled to Director's emoluments, which are to be determined by the Board with reference to his duties and responsibilities with the Company, the market benchmark and performance of the Group, subject to review by the Board and the Remuneration Committee of the Company from time to time. Save for the adjustment pursuant to the requirements of the relevant applicable laws and regulations, Mr. Wan's term of service will commence from the date on which approval is obtained from the 2022 AGM until the expiry of the term of the sixth session of the Board.

Save as disclosed above, Mr. Wan 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) (h) to 13.51(2)(v) of the Listing Rules.

### **Candidates for Non-executive Directors of the Board**

#### **Mr. Che Dexi**

**Mr. Che Dexi** (車德西), aged 70, is non-executive director of the fifth session of the Board of the Company. Mr. Che graduated from Chongqing University in 1977, with a major in ironmaking. From 1977 to 1986, Mr. Che Dexi worked in Ngawa Tibetan Autonomous Prefecture Qipangou Ironmaking Plant\* (阿壩藏族自治州七盤溝煉鐵廠) and Science and Technology Commission of Ngawa Prefecture\* (阿壩州科學技術委員會). From 1986 to 1993, Mr. Che served as director of Ngawa Prefecture Ironmaking Plant\* (阿壩州煉鐵廠), director of Ngawa Prefecture Light Industry Bureau No. 2\* (阿壩州工業二輕局), and director of Ngawa Prefecture Planned Economy Committee\* (阿壩州計劃經濟委員會). From 1993 to 2003, Mr. Che served as general manager of Chengdu Branch of Sinotrans Changhang (Group), general manager of Chongqing Branch of Sinotrans Changhang (Group) and general manager of Sichuan Branch of Sinotrans Changhang (Group). Mr. Che joined Minsheng Shipping in December 2003, and since then he has been in many important positions in Minsheng Industrial (Group) Co., Ltd. and its subsidiaries, including the

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## LETTER FROM THE BOARD

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president assistant of Minsheng Industrial (Group) Co., Ltd., deputy general manager of Minsheng Shipping and general manager of Sichuan Minsheng International Freight Forwarding Co., Ltd., etc. Mr. Che is currently executive deputy general manager (in charge of work) in Minsheng Shipping. Mr. Che has extensive experience in the logistics industry and corporate management.

Save as disclosed above, Mr. Che has not held any directorship in any other listed public companies in the last three years. Save as disclosed above, Mr. Che does not hold any other positions with the Company or other members of the Group and does not have any relationships with any Directors, senior management, substantial or controlling Shareholder of the Company, nor does he have any interests in the Shares within the meaning of Part XV of the SFO.

If Mr. Che is re-elected as the non-executive Director at the 2022 AGM, the Company will enter into a service agreement with Mr. Che in relation to his appointment. Mr. Che will be entitled to Director's emoluments, which are to be determined by the Board with reference to his duties and responsibilities with the Company, the market benchmark and performance of the Group, subject to review by the Board and the Remuneration Committee of the Company from time to time. Save for the adjustment pursuant to the requirements of the relevant applicable laws and regulations, Mr. Che's term of service will commence from the date on which approval is obtained from the 2022 AGM until the expiry of the term of the sixth session of the Board.

Save as disclosed above, Mr. Che 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) (h) to 13.51(2)(v) of the Listing Rules.

### **Mr. Chen Wenbo**

**Mr. Chen Wenbo** (陳文波), aged 55, is executive director of the fifth session of the Board. Mr. Chen joined the Group in December 2018. Mr. Chen graduated from Kunming Engineering College (now known as Kunming University of Science and Technology) in July 1987. Mr. Chen obtained a master's degree in business administration in The Open University of Hong Kong in 2005. Mr. Chen joined Minsheng Shipping Limited Company\* in December 1989 and assumed several important roles in Minsheng Shipping Limited Company\* and its subsidiaries, including manager of the Intermodal Department of Minsheng International Freight Forwarding Co., Ltd.\*, and general manager of Minsheng Logistics Limited Company\*. Mr. Chen is director and deputy general manager of Minsheng Shipping and general manager of Minsheng Logistics Company Limited\*. Mr. Chen has extensive experience in finished vehicle logistics and enterprise management.

Save as disclosed above, Mr. Chen has not held any directorship in any other listed public companies in the last three years. Save as disclosed above, Mr. Chen does not hold any other positions with the Company or other members of the Group and does not have any relationships with any Directors, senior management, substantial or controlling Shareholder of the Company, nor does he have any interests in the Shares within the meaning of Part XV of the SFO.

If Mr. Chen is elected as the non-executive Director at the 2022 AGM, the Company will enter into a service agreement with Mr. Chen in relation to his appointment. Mr. Chen will be entitled to Director's emoluments, which are to be determined by the Board with reference to his duties and responsibilities with the Company, the market benchmark and performance of the Group, subject to review by the Board and the Remuneration Committee of the Company from time to time. Save for the adjustment pursuant to the requirements of the relevant applicable laws and regulations, Mr. Chen's term of service will commence from the date on which approval is obtained from the 2022

AGM until the expiry of the term of the fifth session of the Board.

Save as disclosed above, Mr. Chen 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) (h) to 13.51(2)(v) of the Listing Rules.

**Ms. Jin Jie**

**Ms. Jin Jie** (金潔), aged 43, is shareholder representative supervisor of the fifth session of the Supervisory Committee. Ms. Jin joined the Group in 2018. She graduated from Shanghai University of Finance and Economics in 2001 and is member of Associated Chartered Certified Accountant of the UK. Ms. Jin was appointed Corporate Finance Director of APLL Singapore since April 2018. In this role, her primary accountabilities include: consolidating group accounts, reengineered the group's financial system, reviewing and developing product costing structures, group strategy, driving the group's budget and forecast processes, operational risk, information system implementation and overseeing the departments staffing and recruitment activities. Prior to joining APLL, she was working for TNT International Express (headquarter in Amsterdam) from 2005 to 2018 as the Regional Financial Controller with coverage spanning across Asia Pacific to Middle East regions. During her decade long stay at TNT International Express, she was responsible for financial performance reporting, planning, forecasting and budgeting, etc. Ms. Jin is now based in Singapore.

Save as disclosed above, Ms. Jin has not held any directorship in any other listed public companies in the last three years. Save as disclosed above, Ms. Jin does not hold any other positions with the Company or other members of the Group and does not have any relationships with any Directors, senior management, substantial or controlling Shareholder of the Company, nor does she have any interests in the Shares within the meaning of Part XV of the SFO.

If Ms. Jin is elected as the non-executive Director at the 2022 AGM, the Company will enter into a service agreement with Ms. Jin in relation to her appointment. Ms. Jin will be entitled to Director's emoluments, which are to be determined by the Board with reference to her duties and responsibilities with the Company, the market benchmark and performance of the Group, subject to review by the Board and the Remuneration Committee of the Company from time to time. Save for the adjustment pursuant to the requirements of the relevant applicable laws and regulations, Ms. Jin's term of service will commence from the date on which approval is obtained from the 2022 AGM until the expiry of the term of the sixth session of the Board.

Save as disclosed above, Ms. Jin 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) (h) to 13.51(2)(v) of the Listing Rules.

**Mr. Dong Shaojie**

**Mr. Dong Shaojie** (董紹杰), aged 59, professor-level senior engineer, is non-executive Director of the fifth session of the Board of the Company. Mr. Dong graduated from Beijing Institute of Technology (former name: Beijing Engineering College) in 1986, with a major in metal materials and heat treatment. From July 1986 to November 2022, Mr. Dong worked at Yunnan Xiyi Industrial Co., Ltd (a company listed on the Shenzhen Stock Exchange), as chairman of the board and secretary of the party committee, deputy chief engineer, deputy general manager, secretary of the discipline inspection committee, and chairman of the labour union, etc. Mr. Dong has extensive experience in corporate management.

Save as disclosed above, Mr. Dong has not held any directorship in any other listed public companies in the last three years. Save as disclosed above, Mr. Dong does not hold any other positions with the Company or other members of the Group and does not have any relationships with any Directors, senior management, substantial or controlling Shareholder of the Company, nor had he any interests in the Shares within the meaning of Part XV of the SFO.

If Mr. Dong is re-elected as the non-executive Director at the 2022 AGM, the Company will enter into a service agreement with Mr. Dong in relation to his appointment. Mr. Dong will be entitled to Director's emoluments, which are to be determined by the Board from time to time with reference to his duties and responsibilities with the Company, the market benchmark and performance of the Group, subject to review by the Board and the Remuneration Committee of the Company from time to time. Save for the adjustment pursuant to the requirements of the relevant applicable laws and regulations, Mr. Dong's term of service will commence from the date on which approval is obtained from the 2022 AGM until the expiry of the term of the sixth session of the Board.

Save as disclosed above, Mr. Dong 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) (h) to 13.51(2)(v) of the Listing Rules.

### **Candidates for Independent Non-executive Directors of the Board**

#### **Mr. Li Ming**

**Mr. Li Ming** (黎明), aged 59, a CPA in China, is now a professor and postgraduate instructor of the Accounting School of Chongqing University of Technology. Mr. Li graduated from Chongqing Industrial School majoring in industrial accounting in 1980 and graduated from the Accounting Department of Southwestern University of Finance and Economics with a master's degree majoring in accounting in 1989. Mr. Li used to serve as the deputy dean, secretary of the party branch and dean of the School of Accounting of Chongqing University of Technology. At present, Mr. Li serves as an independent director in the following listed companies: Chongqing Port Co., Ltd. (listed on the Shanghai Stock Exchange, stock code: 600279), Huapont Life Sciences Co., Ltd. (listed on the Shenzhen Stock Exchange, stock code: 002004), Chongqing Wangbian Electric (Group) Corp., Ltd. (listed on the Shanghai Stock Exchange, stock code: 603191), and Seres Group Co., Ltd. (listed on the Shanghai Stock Exchange, stock code: 601127). Mr. Li used to serve as an independent director in Jinke Property Group Co., Ltd., Fuan Pharmaceutical (Group) Co., Ltd., Chongqing Fuling Electric Power Industrial Co., Ltd., Dencare (Chongqing) Oral Care Co., Ltd. and China Automotive Engineering Research Institute Co., Ltd.

Save as disclosed above, Mr. Li has not held any directorship in any other listed public companies in the last three years. Save as disclosed above, Mr. Li does not hold any other positions with the Company or other members of the Group and does not have any relationships with any Directors, senior management, substantial or controlling Shareholder of the Company, nor does he have any interests in the Shares within the meaning of Part XV of the SFO.

If Mr. Li is elected as the independent non-executive Director at the 2022 AGM, the Company will enter into a service agreement with Mr. Li in relation to his appointment. Mr. Li will be entitled to Director's emoluments, which are to be determined by the Board from time to time with reference to his duties and responsibilities with the Company, the market benchmark and performance of the Group, subject to review by the Board and the Remuneration Committee of the Company from time

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## LETTER FROM THE BOARD

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to time. Save for the adjustment pursuant to the requirements of the relevant applicable laws and regulations, Mr. Li's term of service will commence from the date on which approval is obtained from the 2022 AGM until the expiry of the term of the sixth session of the Board.

Save as disclosed above, Mr. Li 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) (h) to 13.51(2)(v) of the Listing Rules.

### **Mr. Man Wing Pong**

**Mr. Man Wing Pong** (文永邦), aged 52, is the Chief Risk Officer of Silverstone Investments Limited and is licensed under the SFO as a responsible officer to carry out Type 4 (Advising on Securities), Type 6 (Advising on Corporate Finance) and Type 9 (Asset Management) regulated activities. Mr. Man is a fellow of CPA Australia, a fellow of Institute of Public Accountants, a fellow of Institute of Financial Accountants, a member of the Hong Kong Securities and Investment Institute and a member of The Hong Kong Institute of Directors. Mr. Man has over 20 years of working experience in corporate management, investment banking and asset management. From April 2020 to June 2021, Mr. Man worked at League Capital Limited as Managing Director. From January 2019 to February 2020, he worked at Mason Global Capital Limited as Director, Investment Banking. From September 2014 to April 2018, he worked at ABCI Capital Limited with his last position as Senior Vice President, Investment Banking Department. From June 2011 to September 2014, he worked at RHB OSK Capital Hong Kong Limited with his last position as Director, Corporate Finance. From October 2007 to June 2011, he worked at China Merchants Securities (HK) Co., Limited with his last position as Manager, Investment Banking Department. Mr. Man currently serves as the independent non-executive director of Board Ware Intelligence Technology Limited, a company listed on the Hong Kong Stock Exchange (stock code: 01204) and serves as a member of China Committee of the Hong Kong Securities and Investment Institute. Mr. Man obtained a bachelor's degree of social science from The Chinese University of Hong Kong in December 1993, obtained a master's degree of financial management from Rotterdam School of Management, Erasmus University in August 2004, and obtained a postgraduate diploma in professional accountancy from Graduate School, The Chinese University of Hong Kong in November 2018.

Save as disclosed above, Mr. Man has not held any directorship in any other listed public companies in the last three years. Save as disclosed above, Mr. Man does not hold any other positions with the Company or other members of the Group and does not have any relationships with any Directors, senior management, substantial or controlling Shareholder of the Company, nor does he have any interests in the Shares within the meaning of Part XV of the SFO.

If Mr. Man is elected as the independent non-executive Director at the 2022 AGM, the Company will enter into a service agreement with Mr. Man in relation to his appointment. Mr. Man will be entitled to Director's emoluments, which are to be determined by the Board with reference to his duties and responsibilities with the Company, the market benchmark and performance of the Group, subject to review by the Board and the Remuneration Committee of the Company from time to time. Save for the adjustment pursuant to the requirements of the relevant applicable laws and regulations, Mr. Man's term of service will commence from the date on which approval is obtained from the 2022 AGM until the expiry of the term of the sixth session of the Board.

Save as disclosed above, Mr. Man 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) (h) to 13.51(2)(v) of the Listing Rules.

**Ms. Chen Jing**

**Ms. Chen Jing** (陳靜), aged 47, is now the principal of CO-EFFORT (Chongqing) Law Firm LLP. Ms. Chen obtained the degree of Bachelor of Laws from Xi'an Jiaotong University majoring in Economic Law in 1999 and the degree of Master of Laws from Chicago-Kent School of Law of Illinois Institute of Technology majoring in Advocacy in 2019. From 2009 to 2020, Ms. Chen served as the founding partner of Shanghai Hehua Lisheng (Chongqing) Law Firm, which had been merged into Grandall (Chongqing) Law Firm. From 2006 to 2009, Ms. Chen served as the director of Haobang Law Firm. From 1999 to 2006, Ms. Chen successively worked in the Zhuhai Waterway Bureau, the Legal Department of Loncin Group Co., Ltd. and Chongqing Dingsheng Law Firm. Ms. Chen is good at professional legal services in the logistics and shipping industries, especially in the field of maritime affairs.

Save as disclosed above, Ms. Chen has not held any directorship in any other listed public companies in the last three years. Save as disclosed above, Ms. Chen does not hold any other positions with the Company or other members of the Group and does not have any relationships with any Directors, senior management, substantial or controlling Shareholder of the Company, nor does she have any interests in the Shares within the meaning of Part XV of the SFO.

If Ms. Chen is elected as the independent non-executive Director at the 2022 AGM, the Company will enter into a service agreement with Ms. Chen in relation to her appointment. Ms. Chen will be entitled to Director's emoluments, which are to be determined by the Board with reference to her duties and responsibilities with the Company, the market benchmark and performance of the Group, subject to review by the Board and the Remuneration Committee of the Company from time to time. Save for the adjustment pursuant to the requirements of the relevant applicable laws and regulations, Ms. Chen's term of service will commence from the date on which approval is obtained from the 2022 AGM until the expiry of the term of the sixth session of the Board.

Save as disclosed above, Ms. Chen 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) (h) to 13.51(2)(v) of the Listing Rules.

The Nomination Committee has considered the wide range of skills, knowledge and experience of Mr. Li, Mr. Man and Ms. Chen in accounting, law, risk management and corporate governance. The nomination of Mr. Li, Mr. Man and Ms. Chen was made in accordance with the board diversity policy. If they have been appointed as independent non-executive directors successfully, it will have a positive impact on the diversity of the Board.

Considering the background and professional experience of Mr. Li, Mr. Man and Ms. Chen, the Nomination Committee is satisfied that they have the relevant attributes, integrity and experience expected of independent non-executive directors. The Board is not aware of any circumstance that might influence the independence of Mr. Li, Mr. Man and Ms. Chen.

Based on the above-mentioned considerations, the Board, on the recommendation of the Nomination Committee, would recommend Mr. Li, Mr. Man and Ms. Chen for election as independent non-executive directors at the 2022 AGM.

**Candidates for Shareholder Representative Supervisors of the Supervisory Committee**

**Mr. Wang Huaicheng**

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## LETTER FROM THE BOARD

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**Mr. Wang Huaicheng** (王懷成), aged 57, senior engineer, is shareholder representative supervisor and chairman of the fifth session of the Supervisory Committee. Mr. Wang joined the Group since 2018. Mr. Wang holds a Master's degree in industrial engineering of Chongqing University. From August 1989 to January 2000, Mr. Wang worked at Pingshan Machinery Factory, a state-owned enterprise. From January 2000 to December 2000, Mr. Wang served as deputy head of the one of the factories of Chongqing Dajiang Automobile General Factory. From January 2000 to August 2014, Mr. Wang served as deputy general manager, general manager and director of Chongqing Dajiang Industry Co., Ltd.\*, and deputy general manager, general manager and director of Chongqing Dajiang Xinda Automobile Co., Ltd.\*. From August 2014 to October 2014, Mr. Wang served as chairman of the Supervisory Committee of Chongqing Changfeng Machinery Limited Liability Company\*. From October 2014 to March 2016, Mr. Wang served as chairman of the Supervisory Committee of Hubei Huazhong Precision Instrument Factory\*. From April 2016 to October 2017, Mr. Wang served as chairman of the Supervisory Committee of CDGM Glass Co., Ltd., supervisor of Chengdu Huachuan Electric Equipment Co., Ltd.\* and supervisor of Yunnan Xiyi Industrial Co., Ltd. (a company listed on the SME board of Shenzhen Stock Exchange, Stock Code: 002265). Mr. Wang is currently supervisor of Wanyou Automobile Investment Co., Ltd.\* and supervisor of Southwest Ordnance Industry Cooperation\*.

Save as disclosed above, Mr. Wang has not held any directorship in any other listed public companies in the last three years. Save as disclosed above, Mr. Wang does not hold any other positions with the Company or other members of the Group and does not have any relationships with any Directors, senior management, substantial or controlling Shareholder of the Company, nor does he have any interests in the Shares within the meaning of Part XV of the SFO.

If Mr. Wang is re-elected as the shareholder representative supervisor at the 2022 AGM, the Company will enter into a service agreement with Mr. Wang in relation to his appointment. Mr. Wang will be entitled to supervisor's emoluments, which are to be determined by the Board with reference to his duties and responsibilities with the Company, the market benchmark and performance of the Group, subject to review by the Board and the Remuneration Committee of the Company from time to time. Save for the adjustment pursuant to the requirements of the relevant applicable laws and regulations, Mr. Wang's term of service will commence from the date on which approval is obtained from the 2022 AGM until the expiry of the term of the sixth session of the Supervisory Committee.

Save as disclosed above, Mr. Wang 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) (h) to 13.51(2)(v) of the Listing Rules.

### **Ms. Ang Lai Fern**

**Ms. Ang Lai Fern** (洪萊芬), aged 41, a member of Malaysian Institute of Accountants and Malaysian Institute of Certified Public Accountants, is now working as Senior Manager of Financial Accounting and Reporting in APLL Global Support Services (M) Sdn. Bhd. Ms. Ang graduated from University of Malaya with bachelor's degree in Accounting (First Class Honours) in 2005. From April 2005 to August 2010, Ms. Ang worked as Audit Associate, Senior Audit Associate and Assistant Manager of audit assurance department in Ernst & Young, Kuala Lumpur. From September 2010 to October 2014, Ms. Ang worked as Manager of Professional Standards and Practices department in Malaysian Institute of Accountants. Ms. Ang joined APLL in October 2014, working as Manager of Financial Accounting and Reporting in APLL Global Support Services (M) Sdn. Bhd.



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## LETTER FROM THE BOARD

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Save as disclosed above, Ms. Ang has not held any directorship in any other listed public companies in the last three years. Save as disclosed above, Ms. Ang does not hold any other positions with the Company or other members of the Group and does not have any relationships with any Directors, senior management, substantial or controlling Shareholder of the Company, nor does she have any interests in the Shares within the meaning of Part XV of the SFO.

If Ms. Ang is elected as the shareholder representative supervisor at the 2022 AGM, the Company will enter into a service agreement with Ms. Ang in relation to her appointment. Ms. Ang will be entitled to supervisor's emoluments, which are to be determined by the Board with reference to her duties and responsibilities with the Company, the market benchmark and performance of the Group, subject to review by the Board and the Remuneration Committee of the Company from time to time. Save for the adjustment pursuant to the requirements of the relevant applicable laws and regulations, Ms. Ang's term of service will commence from the date on which approval is obtained from the 2022 AGM until the expiry of the term of the sixth session of the Supervisory Committee.

Save as disclosed above, Ms. Ang 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) (h) to 13.51(2)(v) of the Listing Rules.

### **Mr. Yang Gang**

**Mr. Yang Gang** (楊剛), aged 48, senior accountant, is shareholder representative supervisor of the fifth session of the Supervisory Committee. Mr. Yang joined the Group since 2019. Mr. Yang graduated from Liaoning Technical University majoring in accounting. Mr. Yang joined Minsheng Industrial Limited Company\* in July 2000 and since then has served in various important roles such as manager of the Financial Department in Guangzhou Branch of Minsheng Shipping Limited Company\*, and manager of the Financial Department in Guangzhou Minsheng International Freight Co., Ltd.\* (a subsidiary of Minsheng Shipping Limited Company\*) and as deputy general manager of Sichuan Minsheng International Freight Co., Ltd.\* (a subsidiary of Minsheng Shipping Limited Company\*). Mr. Yang currently serves as director of Financial Department in Minsheng Shipping, supervisor of Sichuan Changhong Minsheng Co., Ltd.\* (listed on National Equities Exchange and Quotations, Stock Code: 836237) and deputy general manager of Minsheng Logistics Sichuan Co., Ltd.\* (a subsidiary of Minsheng Shipping). Mr. Yang has extensive experience in accounting and financial management.

Save as disclosed above, Mr. Yang has not held any directorship in any other listed public companies in the last three years. Save as disclosed above, Mr. Yang does not hold any other positions with the Company or other members of the Group and does not have any relationships with any Directors, senior management, substantial or controlling Shareholder of the Company, nor does he have any interests in the Shares within the meaning of Part XV of the SFO.

If Mr. Yang is re-elected as the shareholder representative supervisor at the 2022 AGM, the Company will enter into a service agreement with Mr. Yang in relation to his appointment. Mr. Yang will be entitled to supervisor's emoluments, which are to be determined by the Board with reference to his duties and responsibilities with the Company, the market benchmark and performance of the Group, subject to review by the Board and the Remuneration Committee of the Company from time to time. Save for the adjustment pursuant to the requirements of the relevant applicable laws and regulations, Mr. Yang's term of service will commence from the date on which approval is obtained from the 2022 AGM until the expiry of the term of the fifth session of the Supervisory Committee.

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## LETTER FROM THE BOARD

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Save as disclosed above, Mr. Yang 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) (h) to 13.51(2)(v) of the Listing Rules.

### D. 2022 AGM

The Company will convene the 2022 AGM at 10:00 a.m. on 30 June 2023 at the Conference Room, No. 1881, Jinkai Road, Yubei District, Chongqing, the PRC, to consider and approve, inter alia, the proposals regarding (i) amendments to the Articles of Association and (ii) the re-election and appointment of directors and shareholder representative supervisors. Whether or not you are able to attend the AGM, you are requested to complete and return the form of proxy in accordance with the instructions printed thereon as soon as possible and, in any event, not less than 24 hours before the time appointed for holding the AGM (i.e. before 10:00 a.m. on 29 June 2023).

**ATTENTION:** If the shareholder(s) of the Company have/has not yet lodged the original proxy form for the AGM (issued by the Company along with, among other things, the notice of the AGM on 31 May 2023) (the “**Original Proxy Form**”) with the Company or the Company’s H Share Registrar, shareholders are requested to lodge only this Proxy Form (the “**Revised Proxy Form**”), and if the Original Proxy Form has already been lodged, then please note that:

- (i) The Revised Proxy Form lodged with the Company’s H Share Registrar by the shareholder not less than 24 hours before the time appointed for the holding of the Meeting will revoke and supersede the Original Proxy Form previously lodged by him/her. The Revised Proxy Form will be treated as a valid proxy form lodged by the shareholder if correctly completed.
- (ii) If no Revised Proxy Form is lodged with the Company’s H Share Registrar by the shareholder, the lodged Original Proxy Form will remain valid and effective to the fullest extent applicable if correctly completed. The authorized proxy of the shareholder holding the Original Proxy Form will be entitled to vote at his/her discretion on resolutions 9, 10 and 11 which were not set out in the Original Proxy Form.

Completion and return of the Revised Proxy Form shall not preclude you from attending and voting in person at the 2022 AGM nor at any adjourned meetings should you wish.

All votes of resolution(s) at the 2022 AGM will be taken by poll pursuant to the Listing Rules.

### E. CLOSURE OF REGISTER OF MEMBERS

In order to determine the shareholders of H shares who will be entitled to attend and vote at the AGM, the Company will suspend registration of transfer of shares from 27 June 2023 to 30 June 2023, both days inclusive.

In order to qualify to attend the AGM and to vote thereat, non-registered holders of H shares of the Company whose transfer documents have not been registered must deposit the transfer documents accompanied by relevant share certificates with the Company’s H share registrar’s transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong by no later than 4:30 p.m. on 26 June 2023. Holders of H shares whose names are recorded in the register of members of the Company on 30 June 2023 are entitled to attend and vote at the AGM.

**F. RECOMMENDATIONS**

The Directors consider that the proposals regarding the amendments to the Articles of Association by way of special resolution and the re-election and appointment of directors and shareholder representative supervisors by way of ordinary resolution are in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend that all Shareholders vote in favor of the resolutions to be proposed at the 2022 AGM.

**G. RESPONSIBILITY STATEMENT**

This circular, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquires, 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.**  
**Xie Shikang**  
*Chairman*

\* *For identification purpose only*



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)

## SUPPLEMENTAL NOTICE OF 2022 ANNUAL GENERAL MEETING

Reference is made to the **NOTICE OF 2022 ANNUAL GENERAL MEETING** dated 31 May 2023 (the “**Original Notice**”) of Changan Minsheng APLL Logistics Co., Ltd. (the “**Company**”) which sets out the details of the 2022 Annual General Meeting (the “**AGM**”) of the Company to be held at the Company’s Conference Room, No.1881, Jinkai Road, Yubei District, Chongqing, the People’s Republic of China (the “**PRC**”), at 10:00 a.m. on 30 June 2023 for considering and approving (if thinks fit) the resolutions set out in the Original Notice. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those used in the Original Notice.

**SUPPLEMENTAL NOTICE IS HEREBY GIVEN** that the AGM of the Company will be held and the following resolutions will be considered and approved at the AGM.

### ORDINARY RESOLUTIONS

1. To consider and approve the Report of the Board of Directors of the Company for the year ended 31 December 2022;
2. To consider and approve the Report of the Supervisory Committee of the Company for the year ended 31 December 2022;
3. To consider and approve the audited consolidated accounts and the Report of the Auditors of the Company for the year ended 31 December 2022;
4. To consider and approve the Financial Report of the Company for the year ended 31 December 2022;
5. To consider and approve the declaration of a final dividend of RMB0.15 per share of the Company for the year ended 31 December 2022;
6. To consider and approve the Fixed Assets Investment Plan for 2023 and authorize the Board of Directors of the Company to adjust such annual plan according to the actual situations;
7. To consider and approve the re-appointment of PKF Hong Kong Limited as the 2023 international auditor and WUYIGE Certified Public Accountants LLP as the 2023 PRC auditor of the Company for a term to expire by the next annual general meeting of the Company, and to

authorize the Board of Directors of the Company to determine the remuneration of external auditors.

**SPECIAL RESOLUTION**

8. To consider and approve the amendments to the Articles of Association (*Note 6*).

**ORDINARY RESOLUTIONS**

9. To consider and approve the appointment and re-appointment of the members of the sixth session of the board of directors of the Company (for biographies of candidates for directorship, please refer to note 7 to this notice);
- 9.1 To consider and approve the re-appointment of Mr. Xie Shikang as the executive director for a term commencing from the conclusion of the AGM until the expiry of the term of the sixth session of the board of directors of the Company and to authorize the board of directors of the Company to fix the remuneration and to enter into the service contract with Mr. Xie Shikang 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;
- 9.2 To consider and approve the re-appointment of Mr. Wan Nianyong as the executive director for a term commencing from the conclusion of the AGM until the expiry of the term of the sixth session of the board of directors of the Company and to authorize the board of directors of the Company to fix the remuneration and to enter into the service contract with Mr. Wan Nianyong 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;
- 9.3 To consider and approve the re-appointment of Mr. Che Dexi as the non-executive director for a term commencing from the conclusion of the AGM until the expiry of the term of the sixth session of the board of directors of the Company and to authorize the board of directors of the Company to fix the remuneration and to enter into the service contract with Mr. Che Dexi 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;
- 9.4 To consider and approve the appointment of Mr. Chen Wenbo as the non-executive director for a term commencing from the conclusion of the AGM until the expiry of the term of the sixth session of the board of directors of the Company and to authorize the board of directors of the Company to fix the remuneration and to enter into the service contract with Mr. Chen Wenbo 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;
- 9.5 To consider and approve the appointment of Ms. Jin Jie as the non-executive director for a term commencing from the conclusion of the AGM until the expiry of the term of the sixth session of the board of directors of the Company and to authorize the board of directors of the Company to fix the remuneration and to enter into the service contract with Ms. Jin Jie

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;

- 9.6 To consider and approve the re-appointment of Mr. Dong Shaojie as the non-executive director for a term commencing from the conclusion of the AGM until the expiry of the term of the sixth session of the board of directors of the Company and to authorize the board of directors of the Company to fix the remuneration and to enter into the service contract with Mr. Dong Shaojie 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;
- 9.7 To consider and approve the appointment of Mr. Li Ming as the independent non-executive director for a term commencing from the conclusion of the AGM until the expiry of the term of the sixth session of the board of directors of the Company and to authorize the board of directors of the Company to fix the remuneration and to enter into the service contract with Mr. Li Ming 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;
- 9.8 To consider and approve the appointment of Mr. Man Wing Pong as the independent non-executive director for a term commencing from the conclusion of the AGM until the expiry of the term of the sixth session of the board of directors of the Company and to authorize the board of directors of the Company to fix the remuneration and to enter into the service contract with Mr. Man Wing Pong 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;
- 9.9 To consider and approve the appointment of Ms. Chen Jing as the independent non-executive director for a term commencing from the conclusion of the AGM until the expiry of the term of the sixth session of the board of directors of the Company and to authorize the board of directors of the Company to fix the remuneration and to enter into the service contract with Ms. Chen Jing 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.
10. To consider and approve the appointment and re-appointment of the shareholder representative supervisors of the sixth session of the supervisory committee of the Company (for biographies of candidates for shareholder representative supervisors, please refer to note 7 to this notice);
- 10.1 To consider and approve the re-appointment of Mr. Wang Huaicheng as the shareholder representative supervisor for a term commencing from the conclusion of the AGM until the expiry of the term of the sixth session of the supervisory committee of the Company and to authorize the board of directors of the Company to fix the remuneration and to enter into the service contract with Mr. Wang Huaicheng 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;

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**SUPPLEMENTAL NOTICE OF 2022 ANNUAL GENERAL MEETING**

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- 10.2 To consider and approve the appointment of Ms. Ang Lai Fern as the shareholder representative supervisor for a term commencing from the conclusion of the AGM until the expiry of the term of the sixth session of the supervisory committee of the Company and to authorize the board of directors of the Company to fix the remuneration and to enter into the service contract with Ms. Ang Lai Fern 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;
- 10.3 To consider and approve the re-appointment of Mr. Yang Gang as the shareholder representative supervisor for a term commencing from the conclusion of the AGM until the expiry of the term of the sixth session of the supervisory committee of the Company and to authorize the board of directors of the Company to fix the remuneration and to enter into the service contract with Mr. Yang Gang 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.
11. To authorize the board of directors of the Company to fix the remuneration and to enter into service contracts with the two employees representative supervisors (for a term commencing from the conclusion of the AGM until the expiry of the term of the sixth session of the supervisory committee of the Company) 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.**  
**Xie Shikang**  
*Chairman*

Chongqing, the PRC  
14 June 2023

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## SUPPLEMENTAL NOTICE OF 2022 ANNUAL GENERAL MEETING

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### Notes:

- (1) Save for the inclusion of the additional resolutions 9, 10 and 11, there are no other changes to the resolutions set out in the Original Notice.
- (2) Since the form of proxy for use at the AGM enclosed with the Original Notice dated on 31 May 2023 (the “**Original Proxy Form**”) did not contain the additional resolutions 9, 10 and 11 as set out in this supplemental notice, a new form of proxy (the “**Revised Proxy Form**”) has been prepared and is enclosed with this supplemental notice.
- (3) The Revised Proxy Form for use at the AGM enclosed with this supplemental notice is also published on the website of the Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)). Whether or not you propose to attend the AGM, you are requested to complete the accompanying Revised Proxy Form in accordance with the instructions printed thereon and return the same 24 hours before the designated time for holding the AGM or any adjournment thereof (as the case may be).
- (4) Shareholders are reminded that completion and return of the Revised Proxy Form will not preclude them from attending and voting in person at the AGM or any adjournment thereof should they so wish.
- (5) Shareholders are reminded to refer to other notes contained in the Original Notice.
- (6) For the details of the proposed amendment to the Articles of the Association, please refer to the circular of the Company dated 14 June 2023.
- (7) For biographies of candidates for directorship and shareholder representative supervisors, please refer to the circular of the Company dated 14 June 2023.

*As at the date of this notice, the board of directors of the Company comprises: (1) Mr. Xie Shikang, Mr. Chen Wenbo and Mr. Wan Nianyong as the executive directors; (2) Mr. Che Dexi, Mr. Man Hin Wai Paul (also known as Paul Man) and Mr. Dong Shaojie as the non-executive directors; (3) Mr. Chong Teck Sin, Mr. Poon Chiu Kwok, Mr. Jie Jing and Ms. Zhang Yun as the independent non-executive directors.*

*\* For identification purpose only*