

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, 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 announcement.*



**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)

**THE H SHARE FULL CIRCULATION  
LISTING APPROVAL GRANTED BY THE STOCK EXCHANGE**

**INTRODUCTION**

Reference is made to the announcement (the “**Announcement**”) of Changan Minsheng APLL Logistics Co., Ltd. (the “**Company**”) dated 23 June 2022 in relation to the Conversion and Listing. Unless the context requires otherwise, capitalized terms used herein shall have the same meanings as those defined in the Announcement.

**LISTING APPROVAL GRANTED BY THE STOCK EXCHANGE**

The Company has applied to the Listing Committee of the Stock Exchange for the approval (the “**Listing Approval**”) of the listing of and the permission to deal in 74,844,800 H shares (the “**Converted H Shares**”), representing the maximum number of unlisted domestic shares of the Company (the “**Unlisted Shares**”) to be converted under the Conversion and Listing. The Company is pleased to announce that the Listing Approval was granted by the Stock Exchange on 27 September 2022.

**SHAREHOLDING STRUCTURE**

The Conversion and Listing will involve a total of 2 participating holders of 74,844,800 Unlisted Shares who will, after the Conversion and Listing, hold approximately 46.18% of total issued Shares of the Company.

Set out below is the percentage holding of the 2 participating shareholders of the Unlisted Shares in the Company immediately upon completion of the Conversion and Listing.

Name of the participating shareholders of the Unlisted Shares	Number of Unlisted Shares converted to H shares	Approximate percentage of total issued H Shares immediately upon completion of the Conversion and Listing
China Changan Automobile Group Co., Ltd.	41,225,600	25.44%
APL LOGISTICS LTD	33,619,200	20.74%
<b>Total</b>	<b>74,844,800</b>	<b>46.18%</b>

Set out below the share capital structure of the Company before and immediately upon completion of the Conversion and Listing:

Class of shares	As at the date of this announcement		Immediately upon completion of the Conversion and Listing	
	Number of shares	Approximate percentage	Number of shares	Approximate percentage
H shares	55,000,000	33.94%	129,844,800	80.12%
Domestic shares	67,000,320	41.34%	25,774,720	15.90%
non-H foreign shares	40,063,680	24.72%	6,444,480	3.98%
<b>Total</b>	<b>162,064,000</b>	<b>100%</b>	<b>162,064,000</b>	<b>100%</b>

## CONVERSION AND TRADING PROCEDURES

### Conversion

The Company has completed the following procedures in connection with the Conversion:

With their authorisation and on behalf of the participating unlisted domestic shareholders, the Company will cancel the registration procedure for converted Unlisted Shares held by the participating unlisted domestic shareholders in China Securities Depository and Clearing Corporation Limited (“**China Clearing**”) Shenzhen Branch so that the participating shareholders holding in aggregate 74,844,800 Unlisted Shares will be removed from the register of members of Unlisted Shares maintained by China Clearing.

The Company will complete the following procedures in connection with the Conversion:

- (i) With their authorisation and on behalf of the participating unlisted domestic shareholders, the Company will appoint China Clearing as the nominee to deposit the relevant securities at China Securities Depository and Clearing (Hong Kong) Company Limited (“**China Clearing HK**”). China Clearing HK in its own name will deposit the relevant securities at Hong Kong Securities Clearing Company Limited (“**HKSCC**”). China Clearing as the nominee of the participating shareholders of the Unlisted Shares will handle all custody, maintenance of detailed records, cross-border settlement and corporate actions etc. relating to the Converted H Shares for the participating unlisted domestic shareholders.
- (ii) The Company will instruct the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, in relation to the issue of the relevant share certificates of the Converted H Shares.
- (iii) The Company will make arrangements to enable the Converted H Shares be accepted as eligible securities by HKSCC for deposit, clearance and settlement in the Central Clearing and Settlement System (“**CCASS**”).

## **Trading**

The holders of the Converted H Shares may only conduct trading of the Converted H Shares after completion of the following arrangements:

- (i) The Company will apply to China Clearing, Shenzhen Branch for the maintenance of the detailed records of the initial holding of the Converted H Shares held by the relevant holders. Meanwhile, the Company will submit applications for a domestic transaction commission code and abbreviation, which will be confirmed by China Clearing, Shenzhen Branch pursuant to the authorisation of the Shenzhen Stock Exchange (the “**Shenzhen Stock Exchange**”).
- (ii) The Shenzhen Stock Exchange authorises Shenzhen Securities Communication Co., Ltd. to provide services relating to trading entrustment orders and transmission of trading messages between a domestic securities company (the “**Domestic Securities Company**”) and a Hong Kong securities company (the “**Hong Kong Securities Company**”) for the Converted H Shares, and the real-time market forwarding services of the relevant Converted H Shares.
- (iii) According to the “Circular of the State Administration of Foreign Exchange on Issues concerning the Administration of Foreign Exchange Involved in Overseas Listing” 《( 國家外匯管理局關於境外上市外匯管理有關問題的通知) 》, the holders of the Converted H Shares who are PRC nationals should complete the overseas shareholding registration with the local foreign exchange administration bureau before the shares are sold, and after the overseas shareholding registration, open a specified bank account for the purpose of holding of shares overseas by onshore investors at an designated onshore bank with relevant qualifications, and open a specified fund account for the purpose of H share “Full Circulation” at the Domestic Securities Company. The Domestic Securities Company shall open a securities trading account for H share “Full Circulation” at the Hong Kong Securities Company.

- (iv) The holders of the Converted H Shares who are PRC nationals should, through the specified account, submit entrusted trading order of the Converted H Shares through the Domestic Securities Company. Such orders will be submitted to the Stock Exchange for trading through the securities trading account opened by the Domestic Securities Company at the Hong Kong Securities Company. After completion of the transaction, the Hong Kong Securities Company and China Clearing HK, China Clearing HK and China Clearing, China Clearing and the Domestic Securities Company, the Domestic Securities Company and the holders of the Converted H Shares will conduct settlement respectively.
- (v) The Company has been liaising with China Clearing regarding the Conversion and will notify the Shareholders and potential investors of the Company the expected date on which the share certificates for the Converted H Shares will be issued to China Clearing HK and deposited into CCASS and the expected date on which the listing of the Converted H Shares on the Stock Exchange will commence. Further announcement(s) will be made by the Company as and when appropriate.

**Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.**

*By Order of the Board*  
**Changan Minsheng APLL Logistics Co., Ltd.**  
*Xie Shikang*  
**Chairman**

Chongqing, the PRC  
27 September 2022

*As at the date of this announcement, 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. Xia Lijun as the non-executive directors; (3) Mr. Chong Teck Sin, Mr. Poon Chiu Kwok, Mr. Jie Jing and Ms. Zhang Yun as independent non-executive directors.*

*\* For identification purpose only*