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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 EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 2024 second extraordinary general meeting (“**EGM**”) of Changan Minsheng APLL Logistics Co., Ltd. (the “**Company**”) will be held at the Company’s Conference Room, No.1881, Jinkai Road, Yubei District, Chongqing, the People’s Republic of China on Friday, 22 November 2024 at 10:00 a.m., to consider and, if thought fit, approve the following resolutions of the Company (unless otherwise specified, capitalised terms used herein shall have the same meaning as defined in the circular of the Company dated 4 November 2024 (the “**Circular**”) containing the details of the following resolutions):

SPECIAL RESOLUTIONS

1. To consider and approve the Share Subscription and the issuance of Subscription Shares, including the type, nominal value and number of Subscription Shares, the Subscriber and subject to the grant of the Specific Mandate by passing of resolution no. 3 below, there is no pre-emptive arrangement of existing Shareholders, the Subscription Price and pricing basis, no transfer restrictions over the Subscription Shares, use of proceeds and the distribution plan for accumulated undistributed profits before the issuance;
2. To consider and approve the Share Subscription Agreement and transactions contemplated thereunder;
3. To consider and approve a specific mandate to issue 40,000,000 new Domestic Shares at the Subscription Price of RMB2.54648 (equivalent to HK\$2.78) per Subscription Share in accordance with the terms and conditions of the Share Subscription Agreement and the authorisation to the Board and the person(s) authorised thereby to deal with all matters relating to the Share Subscription and the issuance of the Subscription Shares, and the abovementioned authorisation and resolutions regarding the Share Subscription and/or the issuance of Subscription Shares shall be valid for a period of 12 months from the date of approval by the Shareholders;

4. To consider and approve the Whitewash Waiver granted or to be granted by the Executive pursuant to the Takeovers Code for waiving any obligation on the part of SIAMC to make a mandatory general offer for all the issued Shares of the Company not already owned or agreed to be acquired by SIAMC or parties acting in concert with it as a result of the issuance of Subscription Shares by the Company to SIAMC; and
5. To consider and approve the authorization to the Board and its authorized person(s) to change the registered capital and amend relevant provisions of the Articles of Association correspondingly upon Completion of the Share Subscription.

By Order of the Board
Changan Minsheng APLL Logistics Co., Ltd.
Ms. Chen Jing
Independent Non-executive Director

Chongqing, the PRC
4 November 2024

Notes:

(1) In order to determine the Shareholders of H Shares who will be entitled to attend the EGM, the Company will suspend registration of transfer of shares from Tuesday, 19 November 2024 to Friday, 22 November 2024, both days inclusive. In order to qualify to attend the EGM 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, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by no later than 4:30 p.m. on Monday, 18 November 2024. Holders of H Shares whose names are recorded in the register of members of the Company on Friday, 22 November 2024 are entitled to attend and vote at the EGM.

(2) 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 Shareholder of the Company) 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.

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.

The instrument of appointment must be delivered to the Company's H Share registrar Computershare Hong Kong Investor Services Limited (in respect of H Shares) or the office of the board of directors of the Company (in respect of domestic Shares, including non-H foreign Shares) 24 hours before the commencement of the EGM (i.e. before 10:00 a.m. on Thursday, 21 November 2024).

(3) Shareholders and their proxies should show their documents of identity when attending the EGM.

(4) After the completion and delivery of the form of proxy, a Shareholder may still attend and vote at the EGM.

(5) Shareholders attending the EGM will be responsible for their own travelling and accommodation expenses.

(6) For details, please refer to the Announcement of the Company dated 22 August 2024 and the Circular of the Company dated 4 November 2024.

(7) Time and dates in this notice are Hong Kong time and dates.

As at the date of this notice, the board of directors of the Company comprises: (1) Mr. Xie Shikang and Mr. Wan Nianying as executive directors; (2) Mr. Che Dexi, Mr. Chen Wenbo, Ms. Jin Jie and Mr. Dong Shaojie as non-executive directors; (3) Mr. Li Ming, Mr. Man Wing Pong and Ms. Chen Jing as independent non-executive directors.

** For identification purposes only*