

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.



馬鞍山鋼鐵股份有限公司
Maanshan Iron & Steel Company Limited

(A joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 00323)

ANNOUNCEMENT ON RESOLUTIONS PASSED AT THE 2013 FIRST EXTRAORDINARY GENERAL MEETING

A. Convocation and Attendance of the EGM

The 2013 first extraordinary general meeting (the "EGM") of Maanshan Iron & Steel Company Limited (the "Company") was held at the Magang Office Building, No.8 Jiu Hua Xi Road, Maanshan City, Anhui Province, the PRC at 9:00am on Tuesday, 5 February 2013. Two shareholders or appointed proxies were present at the EGM, holding a total of 4,125,675,607 shares which represented 53.58% of the total shares of the Company, of which A shares amounted to 3,886,828,713 shares and H shares amounted to 238,846,894 shares, representing 50.48% and 3.10%, respectively, of the total shares of the Company.

The EGM was convened by the board of directors (the "Board") of the Company. Mr. Su Jiangang, Chairman of the Company, presided over the EGM. Directors Mr. Qian Haifan, Mr. Liu Fangduan; supervisors Mr. Zhang Xiaofeng, Mr. Liu Xianli; and senior management staff Mr. Ren Qiang, Mr. Yan Hua were present at the EGM. The convening and holding of the EGM and the voting thereat complied with the provisions of the Company Law of the PRC and the articles of association of the Company.

B. Deliberation of the Resolutions

The resolution of electing Mr. Su Shihuai as a director of the Company was considered and approved through voting by open ballot at the EGM:

The total number of shares with valid voting rights on the resolution was 4,125,675,607 shares, of which 3,886,828,713 shares or 94.21% were A Shares and 238,846,894 shares or 5.79% were H Shares. There were 4,124,846,707 shares voted in favour, representing 99.98% of the total number of shares with valid voting rights, of which 3,886,427,813 shares or 94.22% were A Shares and 238,418,894 shares or 5.78% were H Shares. There were 828,900 shares voted against, representing 0.02% of the total number of shares with valid voting rights, of which 400,900 shares or 48.37% were A Shares and 428,000 shares or 51.63% were H Shares.

As at the date of the EGM, there were a total of 7,700,681,186 shares of the Company in issue, of which 5,967,751,186 shares were A shares, and 1,732,930,000 shares were H shares entitling the holders to attend and vote at the EGM. There were no shares entitling the

holders to attend and abstain from voting in favour as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. There was no restriction on the shareholders to cast votes on the resolution at the EGM and there were no shares entitling the holders to attend and vote only against the resolution at the EGM. Shareholders, either in person or by proxy, shall have one vote for each share held.

C. Attestation by Lawyer(s)

Mr. Zhang Xiaolei of Da Hua Certified Public Accountants was appointed as the scrutineer for the vote-taking at the EGM. Mr. Chen Yi and Mr Li Pengfei, representatives from the Company's domestic law firm, Beijing Zhonglun Law Firm, Shanghai Office, attended the EGM and expressed legal opinions as follows:

1. The convening and convocation procedures of the EGM were in accordance with the relevant laws and regulations and the articles of association of the Company.
2. The qualifications of the attendees at the EGM were lawful and valid.
3. The voting procedures of the EGM were lawful and valid.

D. Documents Available for Inspection

1. Announcement on Resolutions Passed at the 2013 First Extraordinary General Meeting of Maanshan Iron & Steel Company Limited.
2. Legal opinions on the 2013 First Extraordinary General Meeting of Maanshan Iron & Steel Company Limited.

By Order of the Board
Maanshan Iron & Steel Company Limited
Ren Tianbao
Secretary to the Board

5 February 2013
Maanshan City, Anhui Province, the PRC

As at the date of this announcement, the directors of the Company include:

Executive Directors: Su Jiangang, Qian Haifan, Ren Tianbao

Non-executive Directors: Su Shihuai

Independent Non-executive Directors: Qin Tongzhou, Yang Yada, Liu Fangduan