

*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.*



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

**(Stock Code: 00323)**

## **OVERSEAS REGULATORY ANNOUNCEMENT**

### **ANNOUNCEMENT ON RESOLUTIONS OF THE EIGHTEENTH MEETING OF THE SEVENTH SESSION OF THE SUPERVISORY COMMITTEE**

The supervisory committee (the "Supervisory Committee") of Maanshan Iron & Steel Company Limited (the "Company") and all supervisors warrant that there are no false representations and misleading statements contained in, or material omissions from, this announcement, and severally and jointly accept full responsibility for the truthfulness, accuracy and completeness of the content of this announcement.

This announcement is made pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The 18<sup>th</sup> meeting of the 7<sup>th</sup> session of the Supervisory Committee (the "Meeting") of Maanshan Iron & Steel Company Limited (the "Company") was held at the No. 2 conference room, 19th floor, office building of the Company. There were five supervisors eligible for attending the Meeting and five of them attended the Meeting. The Meeting was in compliance with the rules stipulated in the Company Law and the articles of association of the Company, with resolutions voted on being lawful and valid. The following resolutions were considered and approved at the Meeting:

1. The financial statements, full text and the summary of the Company's 2012 Annual Report were considered and approved.

The Supervisory Committee exercised its monitoring on the Company in accordance with the Company Law and the articles of association of the Company, and issued its opinions in the annual report in respect of the lawful operation of the Company, the truthfulness of the financial statements and so forth.

At the Meeting, it was determined that the preparation and approval procedures of the annual report of the Company were in compliance with the relevant requirements of the laws, regulations, the articles of association of the Company and the internal management systems of the Company; that the content and format of the annual report

met the relevant requirements of the China Securities Regulatory Commission, the Shanghai Stock Exchange and HKEx; that the information contained therein truthfully reflected the operations, management and financial position of the Company of the reporting period; and there were no false representations or misleading statements contained in, or material omissions from the report. Before passing the resolution, none of the personnel who had participated in the preparation and approval of the annual report were found to have violated the code of confidentiality. The report was agreed upon at the Meeting and the disclosure thereof would be made to the public via media in accordance with relevant rules.

2. The Work Report of the Supervisory Committee for year 2012 was considered and approved.

After discussion, it was agreed that the above report will be submitted to the annual general meeting for consideration.

3. The Report on the Performance of Duties of Supervisors was considered and approved.

The Supervisory Committee decided on the annual emoluments of the relevant supervisors based on their respective appraisals and in accordance with the annual aggregate emoluments for supervisors as approved by the shareholders' general meeting, with a report thereof to be made to the annual general meeting.

4. The resolutions on the changes in the provisions for price decrease of inventories, provision for bad debts, impairment of long term equity investment and the disposals of fixed assets were considered and approved.
5. The connected transactions of the Company in 2012 were considered and approved.

The Supervisory Committee was of the view that the above-mentioned fourth and fifth resolutions and were in compliance with the relevant requirements of the laws, regulations and the financial and accounting systems of the Company. The consideration procedures were also in compliance with the relevant requirements of the laws, regulations and the articles of association of the Company. The prices of the Company's connected transactions were fair and no action that harmed the interest of the Company and its shareholders was found.

6. The Assessment Report on Internal Control of the Company for year 2012 was considered and approved.

The Supervisory Committee was of the view that the Assessment Report on Internal Control of the Company objectively illustrated the current status of the Company's internal control and there were no false statements contained therein.

7. The Social Responsibility Report of the Company for year 2012 was considered and approved.

The Supervisory Committee was of the view that the Company focused on maintaining the lawful interest of the stakeholders, emphasized environmental protection, developed a recycling economy, enthusiastically supported social charities, and conscientiously fulfilled its corporate social responsibility.

The voting results on the above seven resolutions were as follows: 5 voted in favor, 0 voted against and 0 abstained from voting.

By Order of the Board  
**Ren Tianbao**  
*Secretary to the Board*

26 March 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*