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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 2012 ANNUAL GENERAL MEETING

The board of directors of the Company (the “Board”) and all directors 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 this announcement.

Important Notes:

- No resolutions were voted down or amended at the AGM.
- No new resolutions were submitted for voting at the AGM.

A. Convocation and Attendance of the AGM

The 2012 annual general meeting (the “AGM”) 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 9:00 a.m. on Friday, 14 June 2013. As at the share registration date for the AGM, there were 7,700,681,186 issued shares (A shares: 5,967,751,186, H shares: 1,732,930,000) of the Company in total which were the total shares entitled to attend the AGM and vote for the resolutions at the AGM. Three shareholders or appointed proxies were present at the AGM, holding a total of 4,083,170,297 shares with valid voting rights and representing 53.02% of the total voting shares entitled to attend the AGM, among which A shares amounted to 3,886,828,713 shares and H shares amounted to 196,341,584 shares, representing 50.47% and 2.55%, respectively, of the total shares of the Company with voting rights.

The AGM was convened by the Board of the Company. Mr. Su Jiangang, Chairman of the Company, presided over the AGM. Directors Mr. Su Jiangang, Mr. Su Shihuai, Mr. Ren Tianbao, Mr. Qin Tongzhou, Madam Yang Yada and Mr. Liu Fangduan; supervisors Mr. Zhang Xiaofeng, Mr. Liu Xianli, Mr. Fang Jinrong, Mr. Su Yong, Mr. Wong Chun Wa and senior management staff Mr. Gao Haichao and Mr. Lu Kecong were present at the AGM. The convocation, convening and voting at the AGM 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 following resolutions were approved through voting by open ballot at the AGM:

1. Considered and approved the work report of the Board for the year 2012

The total number of shares with valid voting rights on the resolution was 4,083,170,297 shares, among which 3,886,828,713 shares or 95.19% were A Shares; 196,341,584 shares or 4.81% were H Shares. There were 4,083,170,297 shares voted in favour of the resolution, representing 100% of the total number of shares with valid voting rights, among which 3,886,828,713 shares or 95.19% were A Shares; 196,341,584 shares or 4.81% were H Shares.

2. Considered and approved the work report of the supervisory committee for the year 2012

The total number of shares with valid voting rights on the resolution was 4,083,170,297 shares, among which 3,886,828,713 shares or 95.19% were A Shares; 196,341,584 shares or 4.81% were H Shares. There were 4,083,170,297 shares voted in favour of the resolution, representing 100% of the total number of shares with valid voting rights, among which 3,886,828,713 shares or 95.19% were A Shares; 196,341,584 shares or 4.81% were H Shares.

3. Considered and approved the audited financial statements for the year 2012

The total number of shares with valid voting rights on the resolution was 4,083,170,297 shares, among which 3,886,828,713 shares or 95.19% were A Shares; 196,341,584 shares or 4.81% were H Shares. There were 4,083,170,297 voted in favour of the resolution, representing 100% of the total number of shares with valid voting rights, among which 3,886,828,713 shares or 95.19% were A Shares; 196,341,584 shares or 4.81% were H Shares.

4. Considered and approved the profit distribution plan for the year 2012

The total number of shares with valid voting rights on the resolution was 4,083,170,297 shares, among which 3,886,828,713 shares or 95.19% were A Shares; 196,341,584 shares or 4.81% were H Shares. There were 4,083,170,297 shares voted in favour of the resolution, representing 100% of the total number of shares with valid voting rights, among which 3,886,828,713 shares or 95.19% were A Shares; 196,341,584 shares or 4.81% were H Shares.

5. Considered and approved the appointment of Ernst & Young Hua Ming LLP as the Company's auditors for the year 2013, and the authorisation to the Board to determine the remuneration of the auditors based on that in 2012

The total number of shares with valid voting rights on the resolution was 4,083,170,297 shares, among which 3,886,828,713 shares or 95.19% were A Shares; 196,341,584 shares or 4.81% were H Shares. There were 4,083,170,297 shares voted in favour of the resolution, representing 100% of the total number of shares with valid voting rights, among which 3,886,828,713 shares or 95.19% were A Shares; 196,341,584 shares or 4.81% were H Shares.

On the date of the general meeting, there were no shares of the Company entitling the holders to attend the meeting and abstain from voting in favour of the resolutions as set out in Rule 13.40 of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited. There were neither any restrictions on the shareholders to vote on the resolutions at the meeting nor any shares entitling the holders to attend the meeting but to vote only against the resolutions thereat. Shareholders present at the meeting either in person or by proxy could cast one vote in respect of each share held.

C. Lawyer Attestation

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

1. The convening and convocation procedures of the AGM 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 AGM were lawful and valid.
3. The voting procedures and the poll results of the AGM were lawful and valid.

D. Documents Available for Inspection

1. 2012 Annual General Meeting Resolutions of Maanshan Iron & Steel Company Limited
2. 2012 Annual General Meeting Legal Opinions of Maanshan Iron & Steel Company Limited

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

14 June 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 Director: Su Shihuai

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