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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 2013 THIRD EXTRAORDINARY 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 EGM.
- No new resolutions were submitted for voting at the EGM.

A. Convocation and Attendance of the EGM

The 2013 third 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 9:00 a.m. on Tuesday, 29 October 2013. As at the share registration date for the EGM, there were 7,700,681,186 issued shares of the Company in total, of which A shares amounted to 5,967,751,186 shares and H shares amounted to 1,732,930,000 shares, which were the total shares entitled to attend the EGM. Four shareholders or appointed proxies were present at the EGM, holding a total of 4,207,335,336 shares and representing 54.64% of the total shares of the Company. The total number of shares of independent shareholders is 320,907,523 shares, representing 7.63% of the total shares at the EGM, of which A shares amounted to 56,246,041 shares and H shares amounted to 264,661,482 shares, representing 17.53% and 82.47%, respectively, of the total shares at the EGM with voting rights.

The EGM was convened by the Board of the Company. Mr. Ding Yi, Chairman of the Company, presided over the EGM. Directors Mr. Qian Haifan, Mr. Ren Tianbao, Mr. Qin Tongzhou, Madam Yang Yada, Mr. Liu Fangduan; supervisors Mr. Zhang Xiaofeng, Mr. Liu Xianli, Mr. Fang Jinrong, Mr. Wong Chun Wa; and senior management staff Mr. Gao Haichao, Mr. Yan Hua and Mr. Lu Kecong 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 following resolutions were considered and approved through independent shareholders' voting by open ballot at the EGM:

1. To approve the disposal of equity interests and assets agreement entered into between the Company and Magang (Group) Holding Company Limited.

The total number of shares with valid voting rights on the resolution was 320,907,523 shares, of which 56,246,041 shares or 17.53% were A Shares and 264,661,482 shares or 82.47% were H Shares. There were 320,898,523 shares voted in favour, representing 99.997% of the total number of shares with valid voting rights, of which 56,246,041 shares or 17.53% were A Shares and 264,652,482 shares or 82.47% were H Shares. There were 9,000 shares voted against, representing 0.003% of the total number of shares with valid voting rights, of which 9,000 shares or 100% were H Shares.

2. To approve the continuing connected transaction agreement entered into between the Company and Magang (Group) Holding Company Limited.

The total number of shares with valid voting rights on the resolution was 320,907,523 shares, of which 56,246,041 shares or 17.53% were A Shares and 264,661,482 shares or 82.47% were H Shares. There were 320,898,523 shares voted in favour, representing 99.997% of the total number of shares with valid voting rights, of which 56,246,041 shares or 17.53% were A Shares and 264,652,482 shares or 82.47% were H Shares. There were 9,000 shares voted against, representing 0.003% of the total number of shares with valid voting rights, of which 9,000 shares or 100% were H Shares.

On the date of the EGM, Magang (Group) Holding Company Limited and its associates were connected persons of the Company and held a material interest (different from the interest of independent shareholders) in the disposal of equity interests and assets agreement and the continuing connected transaction agreement, and were therefore required to abstain and have abstained from voting on the resolutions proposed at the EGM under the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited ("Listing Rules"). As at the date of the EGM, Magang (Group) Holding Company Limited and Mr. Su Jiangang, who were connected shareholders and held 3,886,423,927 shares and 3,886 shares respectively, had the right to attend the EGM but were abstained from voting. Save as disclosed above, there were no shares entitled the shareholders to attend the EGM and abstain from voting in favour of the resolutions as set out in Rule 13.40 of the Listing Rules and no shareholders were required under the Listing Rules to abstain from voting at the EGM. No person has indicated in the circular of the Company dated 25 September 2013 that he/she/it intended to abstain from voting or vote against any of the resolutions at the EGM. Shareholders present at the meeting either in person or by proxy could cast one vote in respect of each share held.

C. Attestation by Lawyer(s)

Mr. Liu Weiwei of Da Hua Certified Public Accountants was appointed as the scrutineer for the vote-taking at the EGM. Mr. Li Pengfei and Mr. Chen Zulong, 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 and the poll results of the EGM were lawful and valid.

D. Documents Available for Inspection

1. Announcement on resolutions passed at the EGM.
2. Legal opinions on the EGM.

The Board
Maanshan Iron & Steel Company Limited

29 October 2013
Maanshan City, Anhui Province, the PRC

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

Executive Directors: Ding Yi, Qian Haifan, Ren Tianbao

Non-executive Director: Su Shihuai

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