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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)**

## **OVERSEAS REGULATORY ANNOUNCEMENT**

### **ANNOUNCEMENT ON RESOLUTIONS OF THE TWENTY-EIGHTH MEETING OF THE SEVENTH SESSION OF THE SUPERVISORY COMMITTEE**

The supervisory committee of the Company (the "Supervisory Committee") and all supervisors warrant that there are no false representations or 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 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The twenty-eighth meeting of the seventh session of the Supervisory Committee (the "Meeting") of Maanshan Iron & Steel Company Limited (the "Company") was held at the office building of the Company on 10 July 2014. Mr. Zhang Xiaofeng, Chairman of the Supervisory Committee, presided over the Meeting. There were five supervisors eligible for attending the Meeting and four of them attended the Meeting. Supervisor Mr. Su Yong appointed supervisor Wong Chun Wa to attend the Meeting on his behalf and exercise his voting right according to his decision. The following resolutions were considered and approved at the Meeting:

- (1) To nominate Mr. Fang Jinrong, Mr. Su Yong and Mr. Wong Chun Wa as candidates for non-staff representatives of the eighth session of the Company's Supervisory Committee. Among them, Mr. Su Yong and Mr. Wong Chun Wa are candidates for Independent Supervisors. Supervisor positions to be taken up by staff representatives will be elected by the Company's Staff Representative Meeting. Term of office for the eighth session of the Board of Supervisors will be from 1 September 2014 to 31 August 2017.
- (2) The resolution on remuneration on the eighth session of the Company's Supervisory Committee was approved.

The annual aggregate remuneration of the four Supervisors who will receive salaries of the Company (including two staff supervisors and two independent supervisors) of the eighth session of the Company's Supervisory Committee shall not exceed RMB1.4 million (tax inclusive) during their term of office. Each of the Independent Supervisors receives an annual remuneration of not more than RMB60,000 (tax exclusive). Expenses derived from duties carried out by the Independent Supervisors will be undertaken by the Company.

Resolutions No. 1 and No. 2, which were approved at the Meeting, are to be submitted for consideration and approval in the Company's 2014 First Extraordinary General Meeting.

The voting result of the above resolution was as follows: 5 voted in favour, 0 voted against and 0 abstained from voting.

*Supervisory Committee*

**Maanshan Iron & Steel Company Limited**

10 July 2014

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 Ruifang*

Appendix:

**List of Candidates for Non-staff Representatives of Supervisors  
of the Eighth Session of the Supervisory Committee  
of Maanshan Iron & Steel Company Limited and their Biographies**

**Mr. Fang Jinrong**, aged 50, postgraduate and senior accountant, is presently Supervisor of the Company and vice minister of the supervision and audit department of Magang Group. He has held the position of Manager of the Finance Department of Magang Group since February 2004. Mr. Fang was appointed Vice Minister of Supervision and Audit Department of Magang Group since December 2013. He has been Supervisor of the Company since 31 August 2005.

**Mr. Su Yong**, aged 59, is presently independent Supervisor of the Company. Mr. Su is a professor and Ph.D. instructor on enterprise management and oriental management of School of Management of Fudan University. Mr. Su was appointed Head of the Enterprise Management Department of the School of Management of Fudan University in October 2003, and Deputy Director of the University's Eastern Management Research Centre in October 2004 respectively. Mr. Su has been independent Supervisor of the Company since 31 August 2011. He also serves as independent director of Shanghai Jahwa United Co Ltd, Shanghai Friendship (Group) Joint Stock Company Limited, Shang Gong Group Co., Ltd., and Shanghai Pret Composites Co., Ltd.

**Mr. Wong Chun Wa**, aged 40, is presently independent Supervisor of the Company. Mr. Wong is an associate member of Hong Kong Institute of Certified Public Accountants and the Association of Chartered Certified Accountant. He was appointed Financial Controller, Qualified Accountant and Company Secretary of Sau San Tong Holdings Limited from November 2004, and he became Qualified Accountant of Zhongtian International Limited from February 2006. He established ACT Business Consultants Limited in December 2006 and acted as the company's director. Mr. Wong was appointed Independent Director of the Company on 31 August 2005. He was appointed Independent Supervisor of the Company on 31 August 2011. Mr. Wong is also independent director of China Zhongwang Holdings Limited.