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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-FIRST MEETING OF THE EIGHTH 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 twenty-first meeting of the eighth session of the Supervisory Committee (the “**Meeting**”) of Maanshan Iron & Steel Company Limited was held at the Magang office building on 29 March 2017. The Meeting was chaired by Mr. Zhang Xiaofeng, chairman of the Supervisory Committee. There were five supervisors eligible for attending the Meeting and five of them attended it. The Meeting has considered and unanimously resolved to:

1. Approve the “Resolution on Changes in Accounting Policies”.

It was considered at the Meeting that, pursuant to the “Value Added Tax Accounting Treatment Regulations” issued by the Ministry of Finance (the “MOF”) in 2016, the Company made changes to the original accounting policy and the relevant accounting items in compliance with the relevant requirements of the MOF, the China Securities Regulatory Commission (the “CSRC”) and the Shanghai Stock Exchange. The decision making process is in compliance with the relevant laws and regulations and the requirements under the Articles of Association, without prejudice to the interest of the Company and its shareholders as a whole. As such, the Supervisory Committee agreed to the changes in accounting policies.

2. Approve the financial statements, full text and the summary of the Company’s 2016 aAnnual Report.

The Supervisory Committee exercised its supervision on the Company in accordance with the Company Law and the Articles of Association of the Company, and issued its opinions on 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 policies of the Company; that the contents and format of the annual report were in compliance with the relevant requirements of the CSRC, the Shanghai Stock Exchange and The Stock Exchange of Hong Kong Limited and the information contained therein truthfully reflected issues such as the operations, management and financial position of the Company during 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.

3. Approve the Work Report of the Supervisory Committee for the year of 2016.

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

4. Approve the Report on the Performance of Duties of Supervisors.

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.

5. Approve the resolution on changes in provisions for price decreases in inventories in fourth quarter of 2016 and changes in provisions for bad debts.

The Supervisory Committee was of the view that the resolution was in compliance with the relevant requirements of the laws, regulations and the financial and accounting systems of the Company and in line with the actual use condition of the fixed assets of the Company. The consideration procedures were also in compliance with the relevant requirements of the laws and regulations, and no action that harmed the interest of the Company and its shareholders was found.

6. Approve the proposal of dividend distribution plan of the Company for the year of 2016.

The Supervisory Committee was of the view that the dividend distribution plan of the Company was in compliance with the laws, regulations and the requirements under the Articles of Association of the Company.

7. Approve the Assessment Report on Internal Control of the Company for the year of 2016.

At the Meeting, it was determined: 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 or misleading statements contained therein.

8. Approve the newly revised "Ma Steel's Measures for Administration of External Investment".

At the Meeting, it was determined: that the resolution can be applied to any external equity investment and was in compliance with the laws, regulations and the requirements under the Articles of Association of the Company.

9. Approve the Social Responsibility Report of the Company for the year of 2016.

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 nine resolutions were as follows: 5 voted in favour, 0 voted against and 0 abstained from voting.

*Supervisory Committee*

**Maanshan Iron & Steel Company Limited**

29 March 2017

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*

*Non-executive Directors: Su Shihuai, Ren Tianbao*

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