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*(A joint stock limited company incorporated in the People's Republic of China)*  
(Stock Code: 00323)

## **NOTICE REGARDING 2018 ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the 2018 Annual General Meeting (the “AGM”) of Maanshan Iron & Steel Company Limited (the “Company”) will be held at the Magang Office Building, No. 8 Jiu Hua Xi Road, Maanshan City, Anhui Province, the People’s Republic of China (the “PRC”) at 1:30 p.m. on Wednesday, 12 June 2019.

The AGM will consider the following resolutions:

### **Ordinary resolutions:**

1. To consider and approve the work report of the board of directors for the year 2018;
2. To consider and approve the work report of the supervisory committee for the year 2018;
3. To consider and approve the audited financial statements for the year 2018;
4. To consider and approve the appointment of Ernst & Young Hua Ming LLP (Special General Partnership) as the Company’s auditor for the year 2019, and to authorise the board of directors to determine the remuneration of the auditor on the basis of the amount in 2018;
5. To consider and approve the final profit distribution plan for the end of year 2018;
6. To consider and approve the salary of directors, supervisors and senior management for the year 2018;

### **Special resolutions:**

7. To consider and approve the proposed amendments to the Articles of Association of the Company.

In addition, the AGM will also receive the independent directors’ report on work for the year 2018.

Meeting details of the AGM were published on the website of the Shanghai Stock Exchange (<http://www.sse.com.cn>) and the website of The Stock Exchange of Hong Kong Limited (<http://www.hkexnews.hk>).

By the order of the Board  
**Maanshan Iron & Steel Company Limited**  
**He Hongyun**

25 April 2019  
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, Zhang Wenyang*

*Non-executive Directors: Ren Tianbao*

*Independent Non-executive Directors: Zhang Chunxia, Zhu Shaofang, Wang Xianzhu*

*Notes:*

I. Persons entitled to attend the AGM

Persons who hold H shares of the Company and are registered as holders of H shares on the register of members maintained by The Hong Kong Registrars Limited as at the market close in the afternoon of Friday, 10 May 2019 shall have the right to attend the AGM after completing the registration procedures for attending the meeting. (Holders of A shares will be notified separately.)

II. Registration procedures for attending the AGM

1. Holders of H shares shall deliver their written replies for attending the AGM, copies of transfers, share certificates or copies of receipts of share transfer and copies of their own identity cards to the Company by no later than Wednesday, 22 May 2019. If proxies are appointed by shareholders to attend the meeting, they shall, in addition to the aforementioned documents, deliver the proxy forms and copies of their own identity cards to the Company.
2. Shareholders can deliver the necessary documents for registration to the Company in one of the following ways: in person, by post or by facsimile. Upon receipt of such documents, the Company will complete the registration procedures for attending the AGM.

III. Appointing Proxies

1. Shareholders who have the right to attend and vote at the AGM are entitled to appoint in writing one or more proxies (whether a shareholder or not) to attend the AGM and vote on their behalves.
2. The instrument of appointing a proxy must be in writing signed by the appointer or his attorney duly authorised in writing. If that instrument is signed by an attorney of the appointer, the power of attorney authorising that attorney to sign or other documents of authorisation must be notarially certified. The notarially certified power of attorney or other documents of authorisation and proxy forms must be delivered to the registered office of the Company by not less than 24 hours before the time appointed for the holding of the AGM in order for such documents to be valid.

IV. Shareholders or their proxies attending the AGM shall be responsible for their own accommodation and travel expenses.

V. The Company's register of members for H shares will be closed from Monday, 13 May 2019 to Wednesday, 12 June 2019 (both days inclusive), during which period no transfer of H shares will be registered. Holders of H shares who wish to be entitled to attend the AGM must deliver their instruments of transfer together with the relevant share certificates to The Hong Kong Registrars Limited, the Registrar of H shares of the Company, by no later than 4:30 p.m. on Friday, 10 May 2019. The address of the Registrar for the Company's H shares: Room 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. Share registration date for holders of A shares will be announced later.

VI. Subject to and upon the approval of the AGM, the final dividend for the year ended 31 December 2018 is expected to be distributed to the shareholders of H Shares whose names appear on the register of members in respect of H Shares maintained in Hong Kong on Monday, 24 June 2019. The register of

members of the Company for H shares will close from Wednesday, 19 June 2018 to Monday, 24 June 2019 (both days inclusive). In order to qualify for the distribution of the proposed dividend, all transfer documents accompanied by the relevant share certificates and other appropriate documents must be lodged by the shareholders of H Shares with the Company's H share registrar – Hong Kong Registrars Limited at Room 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by 4:30 p.m. on Tuesday, 18 June 2019. The registered day and relevant details of distributing and acquiring the proposed final cash dividend of the holders of A shares will be disclosed separately.

VII. Company's registered address: No. 8 Jiu Hua Xi Road, Maanshan City, Anhui Province, The PRC  
Postal code: 243003  
Contact persons: Mr. Xu Yayan, Mr. Li Wei  
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