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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: 323)

**Reminder Announcement in relation to the
Withholding and Payment of Income Tax on
2009 Dividend for H Shares for
Overseas Non-resident Legal Persons**

Special Notice:

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.

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.

Pursuant to the regulations of “Enterprise Income Tax Law of the People’s Republic of China” and the “Detailed Rules for the Implementation of the Enterprise Income Tax Law of the People’s Republic of China” which came into effect in 2008, with effect from 1 January 2008, any Chinese domestic enterprise which pays dividend to a non-resident enterprise shareholder (i.e. legal person shareholder) in respect of accounting periods beginning from 1 January 2008 shall withhold and pay enterprise income tax for such shareholder. The withholding and payment obligation lies with the payer.

To protect the legitimate returns of investors, Maanshan Iron & Steel Company Limited (the “Company”) issues this reminder announcement. As a listed H-share company in Hong Kong, the Company proposes to pay shareholders of the Company a cash dividend of RMB0.04 (tax inclusive) per share for 2009 in accordance with the resolution of the 13th meeting of the sixth session of Board. Such resolution is subject to the consideration at the 2009 annual general meeting to be held on 8 June 2010. To properly carry out the withholding and payment of income tax on dividends for non-resident enterprise shareholders, the Company will strictly abide by the law and distribute the final dividends after withholding 10% income tax to shareholders who are not registered as individuals and whose names appear on the H-share register of members of the Company (including HKSCC Nominees Limited,

corporate nominees or trustees, and other entities or organisations that are all considered as non-resident enterprise shareholders) on the record date, being 8 June 2010. The 10% income tax will not be withheld from the dividends payable to any natural person shareholders whose names appear on the H-share register of members of the Company as at 8 June 2010.

Investors should read the aforementioned information carefully. If anyone would like to change the holders in the shareholders register, please enquire the relevant procedures with nominees or trustees. The Company has no obligation on, and will not be responsible for, confirming the identities of the shareholders. The Company will strictly comply with the law and will withhold and pay enterprise tax based on the H-share register of members of the Company as at 8 June 2010. The Company will not entertain any requests relating to any delay in confirming the identity of the shareholders or any errors in the identity of the shareholders.

By Order of the Board

Gao Haijian

Secretary to the Board of Directors

29 April 2010

Maanshan City, Anhui Province, the PRC

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

Executive Directors: Gu Jianguo, Su Jiangang, Gao Haijian, Hui Zhigang

Non-executive Director: Zhao Jianming

Independent Non-executive Directors: Wong Chun Wa, Su Yong, Hui Leung Wah, Han Yi