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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)

NOTICE OF 2017 FIRST EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2017 first extraordinary general meeting (the “**EGM**”) 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 PRC, at 1:30 p.m. on Thursday, 30 November 2017.

The following resolutions will be considered at the EGM:

(I) Special resolutions:

1. To consider and approve the proposed amendments to the Articles of Association of the Company and its appendix.

(II) Ordinary resolutions:

2. To consider and approve the resolution concerning remuneration of directors for the ninth session of the board of directors of the Company;
3. To consider and approve the resolution concerning remuneration of supervisors for the ninth session of the supervisory committee of the Company;
4. To elect members for the ninth session of the board of directors of the Company (excluding independent non-executive directors);
5. To elect independent non-executive directors for the ninth session of the board of directors of the Company;
6. To elect non-staff representatives as supervisors for the ninth session of the supervisory committee of the Company.

Cumulative voting in respect of each individual candidate to be elected will be adopted for resolutions no. 4, 5 and 6 in the EGM. Information regarding the EGM will be 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>) according to relevant regulations.

By order of the Board
Maanshan Iron & Steel Company Limited
Ding Yi
Chairman

11 October 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

Notes:

I. Persons entitled to attend the EGM

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 Monday, 30 October 2017 shall have the right to attend the EGM after completing the registration procedures for attending the meeting. (Holders of A shares will be notified separately.)

II. Registration procedures for attending the EGM

1. Holders of H shares shall deliver their written replies for attending the EGM, 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 Thursday, 9 November 2017. 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 EGM.

III. Appointing Proxies

1. Shareholders who have the right to attend and vote at the EGM are entitled to appoint in writing one or more proxies (whether a shareholder or not) to attend the EGM 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 EGM in order for such documents to be valid.

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

V. The Company's register of members for H shares will be closed from Tuesday, 31 October 2017 to Thursday, 30 November 2017 (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 EGM 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 4:00 p.m. on Monday, 30 October 2017.

The address of the Registrar for the Company's H shares: 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. The Company's registered address: No. 8 Jiu Hua Xi Road, Maanshan City, Anhui Province, the PRC, postal code: 243003

Telephone: 86-555-2888158, 2875251

Fax: 86-555-2887284

Contact persons: Mr. Xu Yayan, Mr. Li Wei