



# 鞍鋼股份有限公司

## ANGANG STEEL COMPANY LIMITED\*

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 347)

### PROPOSED RIGHTS ISSUE OF DOMESTIC SHARES (IN THE FORM OF STATE-OWNED SHARES AND A SHARES) AND FOREIGN SHARES (IN THE FORM OF H SHARES)

### ANNOUNCEMENT OF RESULTS OF THE EGM, THE DOMESTIC SHAREHOLDERS CLASS MEETING AND THE H SHAREHOLDERS CLASS MEETING

The EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting were held on 29 May 2007. The Company is pleased to announce that the resolutions to approve, among other things, the Rights Issue comprising the Domestic Rights Issue and the H Share Rights Issue were duly passed at each of the EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting.

Reference is made to the announcements made by Angang Steel Company Limited\* (鞍鋼股份有限公司) (the “**Company**”) on 10 April 2007 and 28 May 2007 (the “**Announcements**”) and the circular delivered by the Company to its shareholders on 13 April 2007 (the “**Circular**”) in relation to, among other things, the proposed Rights Issue of the Company which is expected to comprise the issue of both Domestic Rights Shares and H Rights Shares. Terms defined in the Announcements and the Circular shall have the same meanings when used in this announcement unless otherwise specified herein.

The Company held the EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting on 29 May 2007 at Conference Room, Dongshan Hotel, 108 Dongfeng Street, Tie Dong District, Anshan City, Liaoning Province, the PRC. The EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting were chaired by Mr. Tang Fuping, the deputy chairman of the board of directors of the Company (the “**Board**”). The EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting were convened, and the resolutions proposed thereat were approved, in compliance with the Company Law and other relevant laws and regulations of the PRC and the articles of association of the Company (the “**Articles of Association**”).

The Company is pleased to announce that the resolutions to approve, among other things, the Rights Issue comprising the Domestic Rights Issue and the H Share Rights Issue were duly passed at the each of the EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting.

#### I. ATTENDANCE AT THE EGM, THE DOMESTIC SHAREHOLDERS CLASS MEETING AND THE H SHAREHOLDERS CLASS MEETING

##### 1. EGM

As at the date of the EGM, the Company has issued a total of 5,932,985,697 Shares comprising 5,042,985,697 Domestic Shares and 890,000,000 H Shares. All the issued Shares carry voting rights entitling the Shareholders to attend and vote for or against the resolutions at the EGM. None of the Shareholders is entitled to attend and vote only against the resolutions at the EGM.

A total of 408 Shareholders (or proxies) holding an aggregate of 4,245,387,340 Shares, representing approximately 71.56% of the total number of the Shares carrying voting rights, have attended (in person or by proxy; or through the online voting procedure (available only to the Domestic Shareholders)) the EGM. Out of the Shareholders present, 407 were Domestic Shareholders (or proxies) holding an aggregate of 4,054,784,496 Shares, representing approximately 68.35% of the total number of the Shares carrying voting rights, and one was a H Shareholder (by proxy) holding an aggregate of 190,602,844 Shares, representing approximately 3.21% of the total number of the Shares carrying voting rights.

##### 2. The Domestic Shareholders Class Meeting

All the issued Domestic Shares carry voting rights entitling the Shareholders to attend and vote for or against the resolutions at the Domestic Shareholders Class Meeting. None of the Domestic Shareholders is entitled to attend and vote only against the resolutions at the Domestic Shareholders Class Meeting.

A total of 407 Domestic Shareholders (or proxies) holding an aggregate of 4,054,784,496 Shares, representing approximately 80.40% of the total number of the Domestic Shares carrying voting rights, were present (in person or by proxy; or through the online voting procedure (available only to the Domestic Shareholders)) at the Domestic Shareholders Class Meeting.

##### 3. The H Shareholders Class Meeting

All the issued H Shares carry voting rights entitling the Shareholders to attend and vote for or against the resolutions at the H Shareholders Class Meeting. None of the H Shareholders is entitled to attend and vote only against the resolutions at the H Shareholders Class Meeting.

One H Shareholder holding an aggregate of 200,854,844 Shares, representing approximately 22.57% of the total number of the H Shares carrying voting rights, was present by proxy at the H Shareholders Class Meeting.

#### II. RESULTS OF VOTING BY POLL AT THE EGM

##### Special Resolutions

1. **NOTED THAT** the Company has complied with the relevant qualification requirements under the PRC laws and regulations in order to issue new shares pursuant to the Rights Issue.

**RESOLVED THAT** subject to the fulfillment of the conditions in respect of the Rights Issue as set out in the Circular, the issue by way of rights of the Shares, on the following structure and terms, be and is hereby considered and approved:

(1) Class and par value of the Shares to be issued: the Domestic Shares and the H Shares of RMB1.00 each;

FOR				AGAINST				ABSTAIN			
Number of Shares		% of Total Valid Voting Shares		Number of Shares		% of Total Valid Voting Shares		Number of Shares		% of Total Valid Voting Shares	
4,242,636,390		99.94		2,649,350		0.06		101,600		0.00	
Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares	Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares	Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares
4,052,086,546	190,549,844	99.93	99.97	2,596,350	53,000	0.06	0.03	101,600	0	0.00	0.00



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### ANNOUNCEMENT OF RESULTS OF THE EGM, THE DOMESTIC SHAREHOLDERS CLASS MEETING AND THE H SHAREHOLDERS CLASS MEETING

(2) Ratio and number of the Shares to be issued under the Rights Issue: Between 2.0 to 3.0 (both inclusive) Shares for every 10 Shares in issue as at the record date for the Rights Issue (the "Record Date") to be determined by the board of directors of the Company;

FOR				AGAINST				ABSTAIN			
Number of Shares		% of Total Valid Voting Shares		Number of Shares		% of Total Valid Voting Shares		Number of Shares		% of Total Valid Voting Shares	
4,242,455,890		99.93		2,829,850		0.07		101,600		0.00	
Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares	Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares	Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares

(3) Pricing: subscription price for the Rights Shares shall be determined by the Board based on a discount (to be determined by the Board) to the lower of (i) the average closing price of Domestic Shares over the 20 trading days immediately preceding the Price Determination Date (converted into HK\$ based on the Relevant Exchange Rate), and (ii) the average closing price of the H Shares over the same period. Under the applicable PRC laws and regulations, the Company cannot issue the Shares at a value per share below RMB 5.03, being the net asset value per Share as stated in the audited financial statements of the Company as at 31 December 2006 prepared under PRC GAAP;

FOR				AGAINST				ABSTAIN			
Number of Shares		% of Total Valid Voting Shares		Number of Shares		% of Total Valid Voting Shares		Number of Shares		% of Total Valid Voting Shares	
4,242,454,690		99.93		2,833,250		0.07		99,400		0.00	
Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares	Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares	Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares

(4) Target subscribers: all the existing Shareholders (but excluding the Excluded Shareholders) as at the Record Date;

FOR				AGAINST				ABSTAIN			
Number of Shares		% of Total Valid Voting Shares		Number of Shares		% of Total Valid Voting Shares		Number of Shares		% of Total Valid Voting Shares	
4,242,633,790		99.94		2,651,150		0.06		102,400		0.00	
Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares	Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares	Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares

(5) Use of Proceeds: to finance the Bayuquan Project;

FOR				AGAINST				ABSTAIN			
Number of Shares		% of Total Valid Voting Shares		Number of Shares		% of Total Valid Voting Shares		Number of Shares		% of Total Valid Voting Shares	
4,242,633,790		99.94		2,651,150		0.06		102,400		0.00	
Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares	Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares	Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares

(6) Validity of this special resolution: approval for the proposed Rights Issue shall be valid for 12 months from the date of the Shareholders' approval; and

FOR				AGAINST				ABSTAIN			
Number of Shares		% of Total Valid Voting Shares		Number of Shares		% of Total Valid Voting Shares		Number of Shares		% of Total Valid Voting Shares	
4,242,462,490		99.93		2,822,450		0.07		102,400		0.00	
Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares	Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares	Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares



# 鞍鋼股份有限公司

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### ANNOUNCEMENT OF RESULTS OF THE EGM, THE DOMESTIC SHAREHOLDERS CLASS MEETING AND THE H SHAREHOLDERS CLASS MEETING

(7) Authorisation to the Board: the Board be authorized to take any action and execute any document as it thinks necessary or fit to effect and implement the Rights Issue (comprising both the Domestic Share Rights Issue and the H Share Rights Issue), including but not limited to (i) determining the timetable and terms and conditions of the Rights Issue, subject to CSRC's approval and market conditions; (ii) entering into any agreement and executing, making any amendments to, submitting for approval or filing any such or related documents; and (iii) increasing the registered capital of the Company and making necessary amendments to the articles of association as a result of the completion of the Rights Issue and making necessary filings with the relevant administrative authority for industry and commerce in this regard.

FOR				AGAINST				ABSTAIN			
Number of Shares		% of Total Valid Voting Shares		Number of Shares		% of Total Valid Voting Shares		Number of Shares		% of Total Valid Voting Shares	
4,242,461,690		99.93		2,822,450		0.07		103,200		0.00	
Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares	Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares	Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares

#### Ordinary Resolutions

2. **NOTED THAT** the feasibility study report on the Bayuquan Project was approved by the Board on 11 August 2006, based on which, the Shareholders approved the Bayuquan Project on 29 September 2006.

**RESOLVED THAT** the approval of Shareholders as to the Bayuquan Project and the use of the proceeds of the Rights Issue to finance the Bayuquan Project be and is hereby considered, approved and confirmed.

FOR				AGAINST				ABSTAIN			
Number of Shares		% of Total Valid Voting Shares		Number of Shares		% of Total Valid Voting Shares		Number of Shares		% of Total Valid Voting Shares	
4,242,335,630		99.93		2,192,950		0.05		858,760		0.02	
Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares	Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares	Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares

3. **RESOLVED THAT** subject to the completion of the Rights Issue, the proposal that the existing Shareholders and new Shareholders pursuant to the Rights Issue shall be entitled to receive any future distribution of the undistributed retained profits of the Company accrued before the completion of the Rights Issue be and is hereby considered and approved.

FOR				AGAINST				ABSTAIN			
Number of Shares		% of Total Valid Voting Shares		Number of Shares		% of Total Valid Voting Shares		Number of Shares		% of Total Valid Voting Shares	
4,242,391,230		99.93		2,221,750		0.05		774,360		0.02	
Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares	Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares	Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares

4. **NOTED THAT** pursuant to the applicable laws and regulations of the PRC, a report has been prepared by the Board on the use of funds raised in the last fund raising exercise of the Company, a copy of which is tabled at the EGM and marked "B" and initialed by the chairman for identification purpose (the "Previous Fund Use Report"). The last fund raising exercise of the Company related to the issue of 2.97 billion Shares by the Company to its controlling shareholder Angang Holding as part payment for the consideration for its acquisition of Angang Holding's entire equity interest in Angang New Steel and Iron Company Limited\* (鞍鋼集團新鋼鐵有限責任公司).

**RESOLVED THAT** the Previous Fund Use Report be and is hereby considered and approved.'

FOR				AGAINST				ABSTAIN			
Number of Shares		% of Total Valid Voting Shares		Number of Shares		% of Total Valid Voting Shares		Number of Shares		% of Total Valid Voting Shares	
4,242,377,930		99.93		2,139,550		0.05		869,860		0.02	
Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares	Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares	Number of Domestic Shares	Number of H Shares	% of Total Valid Voting Shares	% of Total Valid Voting Shares



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**ANNOUNCEMENT OF RESULTS OF THE EGM,  
THE DOMESTIC SHAREHOLDERS CLASS  
MEETING AND THE H SHAREHOLDERS CLASS MEETING**

**III. RESULTS OF VOTING BY POLL AT THE DOMESTIC SHAREHOLDERS CLASS MEETING**

**Special Resolutions**

**NOTED THAT** the Company has complied with the relevant qualification requirements under the PRC laws and regulations in order to issue new shares pursuant to the Rights Issue.

**RESOLVED THAT** subject to the fulfillment of the conditions in respect of the Rights Issue as set out in the Circular, the issue by way of rights of Shares, on the following structure and terms, be and is hereby considered and approved:

- Class and par value of the Shares to be issued: the Domestic Shares and the H Shares of RMB1.00 each;

FOR		AGAINST		ABSTAIN	
Number of Domestic Shares	% of Total Valid Voting Domestic Shares	Number of Domestic Shares	% of Total Valid Voting Domestic Shares	Number of Domestic Shares	% of Total Valid Voting Domestic Shares
4,052,086,546	99.93	2,596,350	0.06	101,600	0.00

- Ratio and number of the Shares to be issued under the Rights Issue: Between 2.0 to 3.0 (both inclusive) Shares for every 10 Shares in issue as at the record date for the Rights Issue (the "Record Date") to be determined by the board of directors of the Company;

FOR		AGAINST		ABSTAIN	
Number of Domestic Shares	% of Total Valid Voting Domestic Shares	Number of Domestic Shares	% of Total Valid Voting Domestic Shares	Number of Domestic Shares	% of Total Valid Voting Domestic Shares
4,051,865,046	99.93	2,817,850	0.07	101,600	0.00

- Pricing: subscription price for the Rights Shares shall be determined by the Board based on a discount (to be determined by the Board) to the lower of (i) the average closing price of Domestic Shares over the 20 trading days immediately preceding the Price Determination Date (converted into HK\$ based on the Relevant Exchange Rate), and (ii) the average closing price of the H Shares over the same period. Under the applicable PRC laws and regulations, the Company cannot issue

the Shares at a value per share below RMB 5.03, being the net asset value per Share as stated in the audited financial statements of the Company as at 31 December 2006 prepared under PRC GAAP;

FOR		AGAINST		ABSTAIN	
Number of Domestic Shares	% of Total Valid Voting Domestic Shares	Number of Domestic Shares	% of Total Valid Voting Domestic Shares	Number of Domestic Shares	% of Total Valid Voting Domestic Shares
4,051,863,846	99.93	2,821,250	0.07	99,400	0.00

- Target subscribers: all the existing Shareholders (but excluding the Excluded Shareholders) as at the Record Date;

FOR		AGAINST		ABSTAIN	
Number of Domestic Shares	% of Total Valid Voting Domestic Shares	Number of Domestic Shares	% of Total Valid Voting Domestic Shares	Number of Domestic Shares	% of Total Valid Voting Domestic Shares
4,052,042,946	99.93	2,639,150	0.07	102,400	0.00

- Use of Proceeds: to finance the Bayuquan Project;

FOR		AGAINST		ABSTAIN	
Number of Domestic Shares	% of Total Valid Voting Domestic Shares	Number of Domestic Shares	% of Total Valid Voting Domestic Shares	Number of Domestic Shares	% of Total Valid Voting Domestic Shares
4,052,042,946	99.93	2,639,150	0.07	102,400	0.00

- Validity of this special resolution: approval for the proposed Rights Issue shall be valid for 12 months from the date of the Shareholders' approval; and

FOR		AGAINST		ABSTAIN	
Number of Domestic Shares	% of Total Valid Voting Domestic Shares	Number of Domestic Shares	% of Total Valid Voting Domestic Shares	Number of Domestic Shares	% of Total Valid Voting Domestic Shares
4,051,871,646	99.93	2,810,450	0.07	102,400	0.00



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(IN THE FORM OF H SHARES)**

**ANNOUNCEMENT OF RESULTS OF THE EGM,  
THE DOMESTIC SHAREHOLDERS CLASS  
MEETING AND THE H SHAREHOLDERS CLASS MEETING**

7. Authorisation to the Board: the Board be authorized to take any action and execute any document as it thinks necessary or fit to effect and implement the Rights Issue (comprising both the Domestic Share Rights Issue and the H Share Rights Issue), including but not limited to (i) determining the timetable and terms and conditions of the Rights Issue, subject to CSRC's approval and market conditions; (ii) entering into any agreement and executing, making any amendments to, submitting for approval or filing any such or related documents; and (iii) increasing the registered capital of the Company and making necessary amendments to the articles of association as a result of the completion of the Rights Issue and making necessary filings with the relevant administrative authority for industry and commerce in this regard.

FOR		AGAINST		ABSTAIN	
Number of Domestic Shares	% of Total Valid Voting Domestic Shares	Number of Domestic Shares	% of Total Valid Voting Domestic Shares	Number of Domestic Shares	% of Total Valid Voting Domestic Shares
4,051,871,646	99.93	2,810,450	0.07	102,400	0.00

**IV. RESULTS OF VOTING BY POLL AT THE H SHAREHOLDERS CLASS MEETING**

**Special Resolutions**

**NOTED THAT** the Company has complied with the relevant qualification requirements under the PRC laws and regulations in order to issue new shares pursuant to the Rights Issue.

**RESOLVED THAT** subject to the fulfillment of the conditions in respect of the Rights Issue as set out in the Circular, the issue by way of rights of Shares, on the following structure and terms, be and is hereby considered and approved:

1. Class and par value of the Shares to be issued: the Domestic Shares and the H Shares of RMB1.00 each;

FOR		AGAINST		ABSTAIN	
Number of H Shares	% of Total Valid Voting H Shares	Number of H Shares	% of Total Valid Voting H Shares	Number of H Shares	% of Total Valid Voting H Shares
200,854,844	100.00	0	0.00	0	0.00

2. Ratio and number of the Shares to be issued under the Rights Issue: Between 2.0 to 3.0 (both inclusive) Shares for every 10 Shares in issue as at the record date for the Rights Issue (the "Record Date") to be determined by the board of directors of the Company;

FOR		AGAINST		ABSTAIN	
Number of H Shares	% of Total Valid Voting H Shares	Number of H Shares	% of Total Valid Voting H Shares	Number of H Shares	% of Total Valid Voting H Shares
200,854,844	100.00	0	0.00	0	0.00

3. Pricing: subscription price for the Rights Shares shall be determined by the Board based on a discount (to be determined by the Board) to the lower of (i) the average closing price of Domestic Shares over the 20 trading days immediately preceding the Price Determination Date (converted into HK\$ based on the Relevant Exchange Rate), and (ii) the average closing price of the H Shares over the same period. Under the applicable PRC laws and regulations, the Company cannot issue the Shares at a value per share below RMB 5.03, being the net asset value per Share as stated in the audited financial statements of the Company as at 31 December 2006 prepared under PRC GAAP;

FOR		AGAINST		ABSTAIN	
Number of H Shares	% of Total Valid Voting H Shares	Number of H Shares	% of Total Valid Voting H Shares	Number of H Shares	% of Total Valid Voting H Shares
200,854,844	100.00	0	0.00	0	0.00

4. Target subscribers: all the existing Shareholders (but excluding the Excluded Shareholders) as at the Record Date;

FOR		AGAINST		ABSTAIN	
Number of H Shares	% of Total Valid Voting H Shares	Number of H Shares	% of Total Valid Voting H Shares	Number of H Shares	% of Total Valid Voting H Shares
200,854,844	100.00	0	0.00	0	0.00



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5. Use of Proceeds: to finance the Bayuquan Project;

FOR		AGAINST		ABSTAIN	
Number of H Shares	% of Total Valid Voting H Shares	Number of H Shares	% of Total Valid Voting H Shares	Number of H Shares	% of Total Valid Voting H Shares
200,854,844	100.00	0	0.00	0	0.00

6. Validity of this special resolution: approval for the proposed Rights Issue shall be valid for 12 months from the date of the Shareholders' approval; and

FOR		AGAINST		ABSTAIN	
Number of H Shares	% of Total Valid Voting H Shares	Number of H Shares	% of Total Valid Voting H Shares	Number of H Shares	% of Total Valid Voting H Shares
200,854,844	100.00	0	0.00	0	0.00

7. Authorisation to the Board: the Board be authorized to take any action and execute any document as it thinks necessary or fit to effect and implement the Rights Issue (comprising both the Domestic Share Rights Issue and the H Share Rights Issue), including but not limited to (i) determining the timetable and terms and conditions of the Rights Issue, subject to CSRC's approval and market conditions; (ii) entering into any agreement and executing, making any amendments to, submitting for approval or filing any such or related documents; and (iii) increasing the registered capital of the Company and making necessary amendments to the articles of association as a result of the completion of the Rights Issue and making necessary filings with the relevant administrative authority for industry and commerce in this regard.

FOR		AGAINST		ABSTAIN	
Number of H Shares	% of Total Valid Voting H Shares	Number of H Shares	% of Total Valid Voting H Shares	Number of H Shares	% of Total Valid Voting H Shares
200,854,844	100.00	0	0.00	0	0.00

#### V. SCRUTINY OF VOTE-COUNTING AND LEGAL OPINIONS

According to the requirements under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, KPMG <sup>Note</sup> acted as the scrutineer of and reviewed the counting of the votes at the EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting.

King & Wood, the legal advisers to the Company on the PRC laws attended the EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting and issued legal opinions that the convening and holding of and the voting procedures adopted at the EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting, the qualification of the persons who convened or attended the EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting are in compliance with the Company Law and other relevant laws and regulations of the PRC and the Articles of Association, and the resolutions passed at the EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting are lawful and valid.

By Order of the Board  
**Fu Jihui**  
Secretary to the Board

Anshan City  
Liaoning Province, the PRC  
29 May 2007

As at the date of this announcement, the Board comprises the following directors:

*Executive Directors:*

Zhang Xiaogang  
Tang Fuping  
Yang Hua  
Huang Haodong  
Wang Chunming  
Lin Daqing  
Fu Wei  
Fu Jihui

*Non-Executive Director:*

Yu Wanyuan

*Independent non-executive directors:*

Wu Xichun  
Wang Linsen  
Liu Yongze  
Francis Li Chak Yan  
Wang Xiaobin

\* For identification purposes only

*Note:* The poll results were subject to scrutiny by KPMG, Certified Public Accountants, whose work was limited to certain procedures requested by the Company to confirm the poll results summary prepared by the Company to poll forms collected and provided by the Company to KPMG. The work performed by KPMG in this respect did not constitute an assurance engagement made in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.