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## **Chongqing Iron & Steel Company Limited** **重慶鋼鐵股份有限公司**

*(a joint stock limited company incorporated in the People's Republic of China with limited liability)*  
(在中華人民共和國註冊成立的股份有限公司)

(Stock Code: 1053)

### **ANNOUNCEMENT OF RESOLUTIONS PASSED AT THE 2019 ANNUAL GENERAL MEETING**

#### **I. CONVENING AND ATTENDANCE OF THE MEETING**

The 2019 annual general meeting (the “**AGM**”) of Chongqing Iron & Steel Company Limited (the “**Company**”) was held at 2:00 p.m. on Tuesday, 16 June 2020 at Chongqing Iron & Steel Conference Center, No. 1 of Gangcheng Avenue, Economic & Technological Development Zone, Changshou District, Chongqing, the PRC. As at the date of AGM, the Company has 8,918,602,267 shares in total, of which 8,380,475,067 shares are Renminbi denominated ordinary shares listed domestically (“**A shares**”), and 538,127,200 are overseas listed foreign shares (“**H shares**”) which were the total number of shares entitling its holders to attend and vote on the resolutions proposed at the AGM. There were no shares of the Company entitling the holders to attend and abstain from voting in favour of the proposed resolutions pursuant to Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). The convening of the AGM was in compliance with relevant provisions in the Company Law of the PRC, Rules for the General Meetings of Shareholders of Listed Companies and the Articles of Association.

The AGM was convened by the board of directors (the “**Board**”) of the Company and chaired by the chairman of the Board, Mr. Zhou Zhuping. The Company currently has 9 directors and 8 of them attended the AGM. Mr. Wong Chunwa, being an independent non-executive director, could not attend the AGM due to the epidemic. The Company currently has 5 supervisors and 5 of them attended the AGM. Ms. Meng Xiangyun, the secretary to the Board of the Company, attended the AGM. Other senior management of the Company attended the AGM as observers.

1.	Number of shareholders and proxies who attended the meeting	26
	Of which: Number of A shareholders	25
	Number of H shareholders	1
2.	Total number of shares carrying voting rights held by shareholders who attended the meeting ( <i>share</i> )	3,569,339,031
	Of which: Total number of shares held by A shareholders	3,554,340,710
	Total number of shares held by holders of H shareholders	14,998,321
3.	Percentage of the shares carrying voting rights held by shareholders who attended the meeting relative to the total number of shares carrying voting rights of the Company (%)	40.02
	Of which: Percentage of the shares held by A shareholders relative to the total number of shares (%)	39.85
	Percentage of the shares held by H shareholders relative to the total number of shares (%)	0.17

## II. CONSIDERATION OF PROPOSALS OR RESOLUTIONS AND VOTING RESULTS

### A. Resolutions adopting non-cumulative voting

#### 1. Resolution: The final financial accounts report for the year 2019

Results: Approved

Voting results:

Type of shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A shareholders	3,552,069,518	99.94	2,246,192	0.06	25,000	0.00
H shareholders	14,998,321	100.00	0	0.00	0	0.00
Total number of ordinary shares:	3,567,067,839	99.94	2,246,192	0.06	25,000	0.00

## **2. Resolution: The 2019 annual report (full text and summary)**

Results: Approved

Voting results:

Type of shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A shareholders	3,552,069,518	99.94	2,246,192	0.06	25,000	0.00
H shareholders	14,998,321	100.00	0	0.00	0	0.00
Total number of ordinary shares:	3,567,067,839	99.94	2,246,192	0.06	25,000	0.00

## **3. Resolution: The profit distribution plan for the year 2019**

Results: Approved

Voting results:

Type of shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A shareholders	3,284,893,006	92.42	2,248,692	0.06	267,199,012	7.52
H shareholders	14,998,321	100.00	0	0.00	0	0.00
Total number of ordinary shares:	3,299,891,327	92.45	2,248,392	0.06	267,199,012	7.49

**4. Resolution: The report of the board of directors for the year 2019**

Results: Approved

Voting results:

Type of shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A shareholders	3,552,067,018	99.94	2,248,692	0.06	25,000	0.00
H shareholders	14,998,321	100.00	0	0.00	0	0.00
Total number of ordinary shares:	3,567,065,339	99.94	2,248,692	0.06	25,000	0.00

**5. Resolution: The report of the supervisory committee for the year 2019**

Results: Approved

Voting results:

Type of shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A shareholders	3,552,069,518	99.94	2,246,192	0.06	25,000	0.00
H shareholders	14,998,321	100.00	0	0.00	0	0.00
Total number of ordinary shares:	3,567,067,839	99.94	2,246,192	0.06	25,000	0.00

**6. Resolution: The proposal for the re-appointment of the financial and internal control auditor of the Company for the year 2020**

Results: Approved

Voting results:

Type of shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A shareholders	3,552,069,518	99.94	2,271,192	0.06	0	0.00
H shareholders	14,998,321	100.00	0	0.00	0	0.00
Total number of ordinary shares:	3,567,067,839	99.94	2,271,192	0.06	0	0.00

**7. Resolution: The proposal for the proposed budget for the year 2020**

Results: Approved

Voting results:

Type of shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A shareholders	3,527,120,053	99.23	27,195,657	0.77	25,000	0.00
H shareholders	4,504,000	30.03	10,494,321	69.97	0	0.00
Total number of ordinary shares:	3,531,624,053	98.94	37,689,978	1.06	25,000	0.00

**8. Resolution: The proposal for the related investment in relation to joint establishment of special fund for acquisition of Chonggang Group through capital contribution**

Results: Approved

Voting results:

Type of shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A shareholders	1,433,200,045	98.34	24,159,065	1.66	0	0.00
H shareholders	14,998,321	100.00	0	0.00	0	0.00
Total number of ordinary shares:	1,448,198,366	98.36	24,159,065	1.64	0	0.00

**9. Resolution: The proposal for the grant of general mandate to the board of directors to issue corporate bonds**

Results: Approved

Voting results:

Type of shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A shareholders	3,550,570,818	99.89	3,769,892	0.11	0	0.00
H shareholders	13,018,517	86.80	1,979,804	13.20	0	0.00
Total number of ordinary shares:	3,563,589,335	99.84	5,749,696	0.16	0	0.00

**10. Resolution: The proposal for the amendments to the Articles of Association of Chongqing Iron & Steel Company Limited**

Results: Approved

Voting results:

Type of shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A shareholders	3,470,351,711	97.64	28,251,357	0.79	55,737,642	1.57
H shareholders	11,814,311	78.77	3,184,010	21.23	0	0.00
Total number of ordinary shares:	3,482,166,022	97.56	31,435,367	0.88	55,737,642	1.56

**11. Resolution: The proposal for the amendments to the Rules of Procedures of the General Meeting of Chongqing Iron & Steel Company Limited**

Results: Approved

Voting results:

Type of shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A shareholders	3,471,407,411	97.67	27,195,657	0.76	55,737,642	1.57
H shareholders	13,102,311	87.36	1,896,010	12.64	0	0.00
Total number of ordinary shares:	3,484,509,722	97.62	29,091,667	0.82	55,737,642	1.56

**12. Resolution: The proposal for the issuance of medium-term notes by the Company**

Results: Approved

Voting results:

Type of shareholders	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A shareholders	3,550,568,318	99.89	3,772,392	0.11	0	0.00
H shareholders	13,018,517	86.80	1,979,804	13.20	0	0.00
Total number of ordinary shares:	3,563,586,835	99.84	5,752,196	0.16	0	0.00

**B. Voting details on material issues by Shareholders holding less than 5% equity interests**

No.	Resolution	For		Against		Abstain	
		Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
3	The profit distribution plan for the year 2019	760,715,646	73.84	2,248,692	0.22	267,199,012	25.94
6	The proposal for the re-appointment of the financial and internal control auditor of the Company for the year 2020	1,027,892,158	99.78	2,271,192	0.22	0	0.00
8	The proposal for the related investment in relation to joint establishment of special fund for acquisition of Chonggang Group through capital contribution	1,006,004,285	97.65	24,159,065	2.35	0	0.00
9	The proposal for the grant of general mandate to the board of directors to issue corporate bonds	1,026,393,458	99.63	3,769,892	0.37	0	0.00
10	The proposal for the amendments to the Articles of Association of Chongqing Iron & Steel Company Limited	946,174,351	91.85	28,251,357	2.74	55,737,642	5.41
12	The proposal for the issuance of medium-term notes by the Company	1,026,390,958	99.63	3,772,392	0.37	0	0.00



### C. Illustration regarding voting on resolution

1. For the above Resolution No.8: The proposal for the related investment in relation to joint establishment of special fund for acquisition of Chonggang Group through capital contribution, the connected shareholder of the Company: Chongqing Changshou Iron & Steel Company Limited (which holds 2,096,981,600 shares in the Company, representing 23.51% of total share capital of the Company) and its associates have abstained from voting thereon. Save as aforesaid, no shareholders of the Company were required under the Listing Rules to abstain from voting at the AGM.
2. For the above Resolution No. 9: The proposal for the grant of general mandate to the board of directors to issue corporate bonds, Resolution No. 10: The proposal for the amendments to the Articles of Association of Chongqing Iron & Steel Company Limited and Resolution No. 12: The proposal for the issuance of medium-term notes by the Company, they have been passed by more than two thirds of the total number of valid voting shares held at this general meeting.

### III. WITNESS OF LAWYERS

Wu Lin Tao (吳林濤) and Ren Yi (任儀), lawyers from Beijing Zhonglun Law Firm (北京市中倫律師事務所), witnessed the procedures of convening and holding of and voting at the AGM and issued the legal opinion certifying that the convening and holding procedures of the AGM are in compliance with the relevant laws and regulations, regulatory documents and the provisions of the Articles of Association of the Company; the qualifications of the attendees and the convener of this meeting are lawful and valid; and the voting procedures and voting results of this meeting are lawful and valid.

#### IV. DOCUMENTS AVAILABLE FOR INSPECTION

1. Resolutions of the AGM signed and confirmed by the attending directors and recorder and sealed by the Board;
2. The legal opinion signed by the officer of the witnessing law firm and sealed.

By order of the Board  
**Chongqing Iron & Steel Company Limited**  
**Meng Xiangyun**  
*Secretary to the Board*

Chongqing, the PRC, 17 June 2020

*As at the date of this announcement, the Directors of the Company are: Mr. Zhou Zhuping (Non-executive Director), Mr. Song De An (Non-executive Director), Mr. Zhang Shuogong (Non-executive Director), Mr. Li Yongxiang (Executive Director), Mr. Tu Deling (Executive Director), Mr. Wang Li (Executive Director), Mr. Xu Yixiang (Independent Non-executive Director), Mr. Xin Qingquan (Independent Non-executive Director) and Mr. Wong Chunwa (Independent Non-executive Director).*