

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



首鋼福山資源集團有限公司  
**SHOUGANG FUSHAN RESOURCES GROUP LIMITED**  
(Incorporated in Hong Kong with limited liability)  
(Stock Code: 639)

**VOTING RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 30 MAY 2024  
RETIREMENT OF INDEPENDENT NON-EXECUTIVE  
DIRECTOR BY ROTATION  
AND  
APPOINTMENT OF MEMBER OF AUDIT COMMITTEE,  
MEMBER OF NOMINATION COMMITTEE AND  
CHAIRMAN OF REMUNERATION COMMITTEE**

The Board is pleased to announce that all the resolutions set out in the AGM Notice were duly passed by the Shareholders by way of poll at the Annual General Meeting held on 30 May 2024.

The Board announces that Mr. Japhet Sebastian Law retired by rotation at the Annual General Meeting and did not offer himself for re-election. As a result, he ceased to be an Independent Non-executive Director upon conclusion of the Annual General Meeting.

The Board also announces that Mr. Shi Yubao, an Independent Non-executive Director, has been appointed as a member of the Audit Committee, a member of the Nomination Committee and the chairman of the Remuneration Committee with effect from 30 May 2024 respectively.

Reference is made to the circular of the Company dated 26 April 2024 (the “**Circular**”) to the Shareholders regarding proposals for general mandates to issue and buy back shares, re-election of retiring directors and notice of Annual General Meeting (the “**AGM Notice**”). Capitalized terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise. The Circular may be viewed at, and downloaded from, the website of the Company at [www.shougang-resources.com.hk](http://www.shougang-resources.com.hk) and the website of Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk).

## VOTING RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 30 MAY 2024

The Board is pleased to announce that all the resolutions set out in the AGM Notice were duly passed by the Shareholders by way of poll at the Annual General Meeting held on 30 May 2024.

The Company's share registrar, Tricor Tengis Limited, was appointed as the scrutineer at the Annual General Meeting for the purpose of vote-taking. The voting results in respect of the resolutions as set out in the AGM Notice are as follows:-

Ordinary Resolutions	Number of votes cast (percentage of total number of votes cast)		Total number of votes cast
	For	Against	
1. To receive the directors' report and the audited consolidated financial statements for the year ended 31 December 2023.	3,602,665,457 (99.34%)	23,794,927 (0.66%)	3,626,460,384
2. To declare a final dividend for the year ended 31 December 2023.	3,626,456,384 (99.99%)	4,000 (0.01%)	3,626,460,384
3. A. To re-elect Mr. Shi Yubao as director.	3,587,731,417 (98.93%)	38,720,967 (1.07%)	3,626,452,384
B. To re-elect Mr. Chen Jianxiong as director.	3,458,201,511 (95.36%)	168,250,873 (4.64%)	3,626,452,384
4. To re-appoint PricewaterhouseCoopers as the auditor of the Company and to authorise the directors to fix its remuneration.	3,618,486,258 (99.78%)	7,974,126 (0.22%)	3,626,460,384
5. To pass Resolution 5 of the AGM Notice: to give a general mandate to the directors to issue and dispose of shares not exceeding 20% of the existing total number of shares of the Company in issue.	3,205,955,579 (88.40%)	420,504,805 (11.60%)	3,626,460,384
6. To pass Resolution 6 of the AGM Notice: to give a general mandate to the directors to buy back shares not exceeding 10% of the existing total number of shares of the Company in issue.	3,620,710,258 (99.84%)	5,750,126 (0.16%)	3,626,460,384
7. To pass Resolution 7 of the AGM Notice: to add, conditional upon the passing of resolution 6 above, the total number of shares bought back to the general mandate given to the directors to allot shares.	3,159,792,940 (87.13%)	466,667,444 (12.87%)	3,626,460,384

As more than 50% of the votes were cast in favour of each of the above resolutions, all resolutions were duly passed as ordinary resolutions of the Company.

As at the date of the Annual General Meeting, the number of Shares in issue was 4,926,837,842 which was the total number of Shares entitling the Shareholders to attend and vote on the resolutions at the Annual General Meeting. There were no Shares entitling the Shareholders to attend and abstain from voting in favour as set out in Rule 13.40 of the Listing Rules, and no Shareholders were required under the Listing Rules to abstain from voting at the Annual General Meeting. No parties have indicated in the Circular that they intend to vote against or to abstain from voting on any resolutions at the Annual General Meeting. Other than Mr. Japhet Sebastian Law, all other Directors attended the Annual General Meeting in person or by electronics means.

#### **RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR BY ROTATION**

The Board announces that Mr. Japhet Sebastian Law (“**Mr. Law**”), an Independent Non-executive Director, retired by rotation at the Annual General Meeting and did not offer himself for re-election as he wishes to devote more time to other business activities. As a result, he ceased to be an Independent Non-executive Director, a member of the Audit Committee, a member of the Nomination Committee and the chairman of the Remuneration Committee upon the conclusion of the Annual General Meeting.

Mr. Law has confirmed that he did not have any disagreement with the Board and there is no other matter relating to his retirement that needs to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Law for his valuable contributions and supports to the Company during his tenure of directorship.

#### **APPOINTMENT OF MEMBER OF AUDIT COMMITTEE, MEMBER OF NOMINATION COMMITTEE AND CHAIRMAN OF REMUNERATION COMMITTEE**

The Board also announces that Mr. Shi Yubao (“**Mr. Shi**”), an Independent Non-executive Director, has been appointed as a member of the Audit Committee, a member of the Nomination Committee and the chairman of the Remuneration Committee with effect from 30 May 2024 respectively.

Mr. Shi Yubao, aged 70, was appointed Non-executive Director in September 2019, and was re-designated as Independent Non-executive Director in March 2024. Mr. Shi is a senior economist and a senior political affairs specialist. He graduated from Chongqing University with a master degree in business administration. Mr. Shi has extensive experience in the fields of corporate management, strategic planning and economic.

Previously, Mr. Shi held various senior positions in Chongqing Changan Industry (Group) Co., Ltd. including the chairman of its board of directors, chairman of its labour union, general manager, etc. In addition, he served as the factory director of the automobile manufacturing plants of Changan Automobile (Group) Company Limited, the chairman of the board of directors of Chongqing Changan Real Estate Development Co., Ltd. and Changan Minsheng APLL Logistics Co., Ltd., a company listed in Hong Kong, respectively, and the chairman of supervisory committee of Chongqing Changan Automobile Co., Ltd., a company listed in Shenzhen. Mr. Shi also served as the external director of Shougang Group Co., Ltd.. Mr. Shi was a member of the 14th and 15th executive committee of China National General Labour Union, a member of the 2nd and 3rd labour union committee of Chongqing General Labour Union and a member of the expert group jury panel of Chongqing Enterprise Management Excellence Evaluation Committee.

Currently, he is the independent director of Chengdu Haoneng Technology Co., Ltd. (SSE: 603809), a company listed on the Shanghai Stock Exchange.

The Board would like to extend a warm welcome to Mr. Shi on taking up the new positions with the Company.

By Order of the Board  
**Shougang Fushan Resources Group Limited**  
**Ding Rucai**  
*Chairman*

Hong Kong, 30 May 2024

*As at the date of this announcement, the Board comprises Mr. Ding Rucai (Chairman), Mr. Fan Wenli (Managing Director), Mr. Chen Zhaoqiang (Deputy Managing Director), Mr. Wang Dongming (Deputy Managing Director), Ms. Chang Cun (Non-executive Director), Mr. Shi Yubao (Independent Non-executive Director), Mr. Choi Wai Yin (Independent Non-executive Director), and Mr. Chen Jianxiong (Independent Non-executive Director).*