

*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)

## **CHANGE OF DIRECTORS**

The board of directors (the “Board”) of Shougang Fushan Resources Group Limited (the “Company”) announces that:

1. Mr. Wang Pingsheng (“Mr. Wang”) has resigned as an Executive Director and the Chairman of the Company with effect from 20 October 2011 and will ipso facto cease to be the chairman of each of the Executive Committee and the Nomination Committee from the same date; and
2. Mr. Li Shaofeng (“Mr. Li”) has been appointed as an Executive Director and the Chairman of the Company as well as the chairman of each of the Executive Committee and the Nomination Committee with effect from 20 October 2011.

**Mr. Li**, aged 44, holds a bachelor degree in Automation from University of Science and Technology Beijing. He joined Shougang Corporation, the ultimate holding company of Shougang Holding (Hong Kong) Limited (“Shougang Holding”), in 1989 and is the vice chairman and managing director of Shougang Holding, the managing director of Shougang Concord International Enterprises Company Limited (“Shougang International”) and a director of Fine Power Limited (“Fine Power”). Each of Shougang Holding, Shougang International and Fine Power is a substantial shareholder of the Company within the meaning of Part XV of the Securities and Futures Ordinance (the “SFO”). Mr. Li is the chairman of each of Shougang Concord Century Holdings Limited, Shougang Concord Technology Holdings Limited, Shougang Concord Grand (Group) Limited and Global Digital Creations Holdings Limited. He is also a director of Sinocop Resources (Holdings) Limited, a Hong Kong listed company. Mr. Li has extensive experience in management of, and investments in, listed companies, sino-foreign joint ventures and steel industry.

A service contract will be entered into between Mr. Li and a wholly-owned subsidiary of the Company effective from his date of appointment, which may be terminated by either party by giving to other party not less than three month’s written notice without payment of compensation (other than statutory compensation). Under the service contract, Mr. Li will be entitled to a monthly salary of HK\$350,000 (or such higher or lower salary as may be determined by the Board from time to time) and discretionary bonus, which was/will be

determined with reference to the prevailing market conditions, the performance of the Company as well as Mr. Li's individual performance.

As at the date of this announcement and within the meaning of Part XV of the SFO, Mr. Li does not have any interests in shares of the Company.

In accordance with the articles of association of the Company, Mr. Li will hold office until the next general meeting of the Company, at which he will be eligible for re-election. Thereafter, Mr. Li will be subject to rotation requirements as contained in the articles of association of the Company and shall retire from office by rotation at least once every three years.

Save as disclosed above, Mr. Li does not hold any directorships in other Hong Kong or overseas listed public companies in the last three years and is independent of and not connected with the directors, senior management or substantial or controlling shareholders of the Company or any of its subsidiaries. There is no information relating to the appointment of Mr. Li which is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and there is no other matter that needs to be brought to the attention of the shareholders of the Company.

Due to his retirement, Mr. Wang resigned from the Board. However, he will act as a consultant to the Company for the period from 20 October 2011 to 31 December 2011. Mr. Wang confirmed that he did not have any disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to thank for Mr. Wang for his contribution to the Group during his tenure of service as a director of the Company and welcome Mr. Li to the Board.

By Order of the Board  
**Shougang Fushan Resources Group Limited**  
**Wang Pingsheng**  
*Chairman*

Hong Kong, 19 October 2011

*As at the date of this announcement, the Board comprises Mr. Wang Pingsheng (Chairman), Mr. Chen Zhouping (Vice-chairman and Managing Director), Mr. Wong Lik Ping (Vice-chairman), Mr. So Kwok Hoo (Deputy Managing Director), Mr. Chen Zhaoqiang (Deputy Managing Director), Mr. Xue Kang (Deputy Managing Director), Mr. Liu Qingshan (Deputy Managing Director), Mr. Leung Shun Sang, Tony (Non-executive Director), Mr. Zhang Yaoping (Non-executive Director), Mr. Zhang Wenhui (Non-executive Director), Mr. Kee Wah Sze (Independent Non-executive Director), Mr. Choi Wai Yin (Independent Non-executive Director) and Mr. Chan Pat Lam (Independent Non-executive Director).*