

二 零 零 一 年 度 股 東 週 年 大 會 通 知 NOTICE OF 2001 ANNUAL GENERAL MEETING

茲通告重慶鋼鐵股份有限公司（「本公司」）謹定於二零零二年六月三日（星期一）上午十時在本公司四會議室舉行本公司二零零一年度股東週年大會。本屆股東週年大會將處理以下事項：

1. 審議並批准二零零一年度的董事會報告書；
2. 審議並批准二零零一年度的監事會報告書；
3. 審議並批准二零零一年度的經審核帳目及核數師報告；
4. 審議並批准二零零一年度末期利潤分配方案；
6. 續聘羅兵咸永道會計師事務所和普華永道中天會計師事務所分別為本公司的國際核數師和中國核數師，並授權本公司董事會釐定其酬金。

承董事會命
游曉安
董事會秘書

二零零二年四月九日

NOTICE IS HEREBY GIVEN that the 2001 Annual General Meeting of Chongqing Iron & Steel Company Limited (the "Company") will be held at the 4th Conference Hall of the Company on Thursday, 3rd June 2002 at 10:00 a.m. for the following purposes:

1. to review and approve the report of the Board of Directors for the year 2001;
2. to review and approve the report of the Supervisory Committee for the year 2001;
3. to review and approve the audited accounts and the auditors' report for the year 2001;
4. to review and approve the profit distribution proposal for the year 2001;
5. to reappoint Messrs. PricewaterhouseCoopers and PricewaterhouseCoopers Zhong Tian Certified Public Accountants as the international auditors and the PRC auditors of the Company respectively, and authorise the Board of Directors of the Company to fix their remuneration.

By order of the Board
You Xiao An
Secretary to the Board of Directors

9th April 2002

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附註：

一、 出席股東週年大會的資格

凡於二零零二年五月三日營業日結束時在本公司股東名冊上登記的股東，在履行必要的登記手續後，均有權出席本次股東週年大會。

二、 參加股東週年大會的登記手續

1. 擬出席股東週年大會的股東應在二零零二年五月十三日下午四時前，將擬出席會議的書面回覆送達本公司。
2. 本公司將於二零零二年五月六日至二零零二年六月三日期間(包括首尾兩天)，暫停辦理股東名冊過戶登記。本公司H股股東如要出席股東週年大會，必須將其轉讓文件及有關股票憑證於二零零二年五月三日下午四時以前，送達香港中央結算(證券登記)有限公司(「香港中央結算」)。

三、 委派代理人

1. 任何有權出席股東週年大會並有權表決的股東，均可委派一人或多人(不論該人是否為股東)作為其股東代理人，代表其出席及表決。股東(或其代理人)將享受每股一票的表決權。
2. 股東須以書面形式委托代理人，由委托人簽署或由其以書面形式委托的代理人簽署。委托書由委托人授權他人簽署的，授權簽署的授權書或其他授權文件應當經過公正。經公正的授權書或者其他文件，在股東大會舉行(或指定表決時間)前24小時送交香港中央結算，方為有效。
3. 委托的股東代理人超過一人，該等股東代理人只能以投票方式行使表決權。

四、 其他

1. 股東或其代理人出席股東週年大會，食宿及交通費用自理。

Notes:

I. Eligibility for attending the Annual General Meeting

Shareholders whose names appear on the register of members of the Company at the close of business on 3rd May 2002 are entitled to attend the Annual General Meeting upon completion of the necessary registration procedures.

II. Registration procedures for attending the Annual General Meeting

1. Shareholders intending to attend the Annual General Meeting are required to deposit the written reply slip with the Company by 4:00p.m. on 13th May 2002.
2. Register of members of the Company will be closed from 6th May 2002 to 3rd June 2002 (both days inclusive) during which no transfer of shares will be effected. Holders of H Shares of the Company intending to attend the Annual General Meeting are required to lodge their respective instrument of transfer and the relevant share certificates to HKSCC Registrars Limited ("HKSCC"), the Registrars of the Company, by 4:00 p.m. on 3rd May 2002.

III. Proxies

1. Any shareholders entitled to attend the Annual General Meeting are entitled to appoint one or more proxies (whether he is a shareholder or not) to attend and vote at the meeting on his behalf. Each shareholder (or his proxy) shall have one vote for each share held.
2. To be valid, shareholders appointing a proxy must be made in writing under the hand of the appointee or his attorney duly authorised in writing. If the form of proxy is signed by the attorney on behalf of the appointee, the power of attorney or other authority must be notarized. The notarized power of attorney or other authority must be lodged with the HKSCC no less than 24 hours before the time appointed for the holding of the Annual General Meeting (or appointed for voting).
3. For the shareholders appointing more than one proxy, the voting right can only be exercised when a poll is taken.

IV. Miscellaneous

1. Shareholders attending the Annual General Meeting shall be responsible for their own travel and accommodation expenses.

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2. 資料送達方式可採用來人、來函或傳真送達。

2. Information may be despatched by hand, post or facsimile.

3. 香港中央結算(證券登記)有限公司
地址：

3. Address of the HKSCC Registrars Limited is as follows:

香港德輔道中199號維德廣場2樓
重慶鋼鐵股份有限公司董事會
秘書室
地址：重慶市大渡口區鋼鐵路
30號
郵政編號：400084
電話：8623-68842582/68845030
傳真：8623-68849520/68846070

2/F, Vicwood Plaza, 199 Des Voeux Road Central, Hong Kong
Office of the Board Secretary of Chongqing Iron & Steel Company
Limited
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Postal Code: 400084
Tel: 8623-68842582/68845030
Fax: 8623-68849520/68846070