



# Directors, Supervisors, Senior Management and Other Employees

## 1. DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

### Directors

**Mr. Gu Jianguo**, aged 50, became Director and Deputy General Manager of the Company in September 1993. He was appointed Vice Chairman and General Manager of the Company in July 1995 and became General Manager of Magang Holding and Chairman of the Company in June and July 1997, respectively. In September 1998, Magang Holding was restructured into Magang (Group) Holding Company Limited and Mr. Gu was appointed General Manager of Magang (Group) Holding Company Limited. He has ceased to be General Manager of the Company since September 1999. Mr. Gu held 2,900 shares in the Company.

**Mr. Gu Zhanggen**, aged 56, was previously a Supervisor of the Supervisory Committee and Chairman of the labour union of the Company. He was appointed Secretary of the Party Committee of Magang Holding and the Company, and Deputy General Manager of Magang Holding in June 1997 and Vice Chairman and Director of the Company in September 1997. In September 1998, Magang Holding was restructured into Magang (Group) Holding Company Limited and Mr. Gu was appointed Secretary of the Party Committee and Deputy General Manager of Magang (Group) Holding Company Limited. Mr. Gu held 2,900 shares in the Company.

**Mr. Zhu Changqiu**, aged 57, became Deputy General Manager of the Company in June 1997 and has been Director and General Manager of the Company since September 1999.

**Mr. Shi Zhaogui**, aged 58, was appointed Director and Deputy General Manager of the Company since September 1993. He was appointed Deputy General Manager of Magang (Group) Holding Company Limited and has ceased to be Deputy General Manager of the Company since September 1999. Mr. Shi held 2,900 shares in the Company.

**Mr. Wang Rangmin**, aged 60, is currently Deputy General Manager of Magang (Group) Holding Company Limited. He has been Director of the Company since September 1997.

**Mr. Zhao Jianming**, aged 49, was appointed Deputy General Manager of the Company and Secretary of the Party Committee of the Company in June 1997 and has been Director of the Company since September 1997. He also holds the office of Secretary of the Party Committee of Magang (Group) Holding Company Limited. Since September 1999, he has ceased to be Deputy General Manager of the Company.

## 1. DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT (continued)

### Directors (continued)

**Mr. Su Jiangang**, aged 48, became Secretary to the Board of Directors of the Company in September 1993. He was appointed Deputy Chief Economist in November 1995, Chief Economist in June 1997 and Director of the Company in September 1997 and Deputy General Manager of the Company in September 1999. Mr. Su held 2,900 shares in the Company.

**Mr. Gao Haijian**, aged 46, was appointed Deputy General Manager of the Company in June 1997. He has been Director of the Company since September 1999.

### Independent Directors

**Mr. Dong Yuanchi**, aged 57, is Principal of Anhui Industrial University (formerly East China Metallurgical College). Mr Dong has been Independent Director of the Company since 1999 and has ceased to be Director of the Company since September 2002.

**Madam Cheng Shaoxiu**, aged 60, is Chief Accountant of Anhui Guoyuan Holding (Group) Company Limited. She has been Independent Director of the Company since September 1999.

**Mr. Wu Junnian**, aged 37, is currently a lawyer of Taiji Law Firm in Shanghai. He has been Independent Director of the Company since September 1999.

**Mr. Shi Jianjun**, aged 48, is Executive Vice Principal of Nanjing University, Chief Accountant, Professor and tutor to doctoral candidates. He has been Independent Director of the Company since September 2002.

**Mr. Chan Yuk Sing**, aged 41, is a practicing lawyer in Hong Kong and a partner of NORTON ROSE. Mr Chan has been Independent Director of the Company since September 2002.

### Supervisors

**Mr. Gao Junsheng**, aged 49, was appointed Assistant Office Director in October 1993 and subsequently became Office Director. He was elected Supervisor and Chairman of the Supervisory Committee of the Company in June 2001.

**Mr. Li Kezhang**, aged 55, has been Deputy Secretary of the Party Committee and Chairman of the labour union of the Company since June 1997. He was appointed Supervisor of the Company in September 1997. He is also Deputy Secretary of the Party Committee and Chairman of labour union of Magang (Group) Holding Company Limited.

## Directors, Supervisors, Senior Management and Other Employees (continued)

### 1. DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT (continued)

#### Supervisors (continued)

**Mr. Cha Quanliang**, aged 55, Communist Party Secretary and technician of the Casting Workshop of No.1 steel-making plant of the Company. Mr Cha was appointed Supervisor of the Company in September 1993. He holds 4,000 shares in the Company in a personal capacity. Mr Cha has ceased to be the Company's Supervisor since September 2002.

**Mr. Dou Qingxun**, aged 53, Deputy Secretary of the Party Committee and labour union chairman of the Company's train wheels and tyres subsidiary. Mr Dou became a Supervisor of the Company in September 2002.

#### Independent Supervisors

**Mr. Jin Guang**, aged 51, formerly Deputy President of Industrial and Commercial Bank of China, Anhui provincial branch, is now General Manager of China Huarong Asset Management Company, Hefei Office. Mr Jin was appointed Supervisor of the Company in September 1999 and has ceased to be in office since September 2002.

**Mr. Che Deyu**, aged 44, is currently Deputy President of Bank of China, Anhui provincial branch. He was appointed Supervisor of the Company in September 1999 and has ceased to be in office since September 2002.

**Mr. Wang Xiaoxin**, aged 47, is currently Deputy President of China Construction Bank, Anhui provincial branch. He has been Supervisor of the Company since September 1999.

**Mr. Jiang Yulin**, aged 45, is currently Deputy President of Industry and Commercial Bank of China, Anhui provincial branch. He has been Supervisor of the Company since September 2002.

**Madam Tang Xiaoqing**, aged 45, is currently Deputy President of Bank of China, Anhui provincial branch. She has been Supervisor of the Company since September 2002.

In accordance with the Articles of Association sections 87 and 113, the term of office for all directors and supervisors is three years. The term of office for all directors and supervisors is from 1 September 2002 to 31 August 2005.

## 1. DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT (continued)

### Senior management

**Hui Chigang**, aged 49, was appointed Assistant to the General Manager of the Company in August 1999, and Deputy General Manager of the Company in June 2001.

**Mr. Shi Xiongliang**, aged 50, was appointed Deputy Chief Engineer of the Company in August 1999, and Deputy General Manager and Chief Engineer in June 2001.

**Mr. Qi Sihua**, aged 43, was appointed Deputy Director and Head of Academic Department of Hefei Economic and Technology Institute in July 1988 and director-grade Party Officer of China Science and Technology University in December 1998. He has been Deputy General Manager of the Company since August 2002.

**Mr. Wang Dapeng**, aged 61, was appointed Secretary to the Board of Directors and Office Director of the Company in September 1993. He has been Assistant to General Manager of the Company since July 1997. Mr Wang holds 2,900 shares in the Company in a personal capacity. He has ceased to be Secretary to the Board of Directors of the Company since September 2002.

Save as disclosed above, as at 31 December 2002, none of the directors, supervisors or their respective associates had any interests or rights (as defined in the Securities (Disclosure of Interests) ("SDI") Ordinance) in the share capital of the Company or any of its associated corporations which were required to be entered in the register kept pursuant to Section 29 of the SDI Ordinance. Neither had the Company granted any rights to any directors, supervisors or the general manager or their respective spouses or children under 18 to acquire shares in or debentures of the Company.

During the year, none of the Company's directors, supervisors or their respective spouses or children under 18 received any benefits from any rights granted to them to acquire shares in or debentures of the Company, nor were there any exercising of such rights by any such persons. Neither the Company, the Company's subsidiaries, the Holding nor any of the Holding's subsidiaries had taken part in any arrangements that allow directors and supervisors to benefit from acquiring shares in or debentures of any other corporations.

All members of the senior management are appointed by the Board of Directors with a term running from the date of appointment to 31 August 2005.

There were no changes in the holdings of the Company's shares by the Company's Directors, Supervisors and senior management.

### 2. EMOLUMENTS FOR DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

In accordance with "Implementation Method of Annual Salary System for Operators of State-owned Enterprises of Maanshan City" issued by Maanshan Municipal Government, the senior management of the Company has adopted an annual salary system. Annual salaries will be paid after the annual audit. The forecasted total emoluments for directors, supervisors and senior management for 2002 are RMB3,168,717, of which three will receive an annual salary of over RMB350,000 each; six between RMB250,000 and RMB350,000 each; two under RMB250,000 each. The forecasted total emoluments for the three highest paid directors and the three highest paid senior management are RMB1,140,000 and RMB760,000, respectively. The annual salaries are expected to be tax inclusive. When the directors, supervisors and senior management receive their annual salaries, they should each pay individual income tax at the statutory rate and pay 50% of the sum of results-based annual salary and annual bonus as risk deposit.

Independent directors and independent supervisors received an annual allowance of RMB5,000 each from the Company prior to 1 September 2002. The amount was adjusted to RMB15,000 for independent directors and RMB12,000 for independent supervisors after that date.

Directors Shi Zhaogui, Wang Rangmin and Zhao Jianming received their emoluments from the Holding instead of the Company.

In December 2002, the directors, supervisors and senior management received their annual salaries for 2001 as well as a portion of their salaries for 2000, amounting to RMB2,866,048 and RMB334,057, respectively. After deduction of the individual income tax and the risk deposits, they received a total of RMB1,123,955 and RMB267,246, respectively.

### 3. PERSONNEL MOVEMENT

On 16 January 2002, the Board of Directors accepted the resignation, for personal reasons, of Mr. Jiang Ping as Deputy General Manager of the Company. His duties were relieved.

At the Annual General Meeting held on 31 August 2002, the Fourth Board of Directors and Supervisory Committee were elected. Mr. Shi Jianjun and Mr. Chan Yuk Sing were elected as independent directors of the Company and Mr. Dong Yuanchi was released from the post of independent director. Mr. Dou Qingxun, Mr. Jiang Yulin and Madam Tang Xiaoqing were elected supervisors of the Company and Mr. Cha Quanliang, Mr. Jin Guang and Mr. Che Deyu were released from the posts of supervisors of the Company.

On 31 August 2002, the Board of Directors appointed Mr. Qi Sihua as Deputy General Manager of the Company.

On 31 August 2002, Mr. Wang Dapeng was released from the post of Secretary to the Board of Directors of the Company.

### 4. EMPLOYEES

As at the end of 2002, the Group had a total of 45,766 employees, of whom 37,618 were workers at production lines, 277 were sales representatives, 2,251 were technicians, 304 were financial staff, 3,234 were administrative staff and 2,082 were other personnel. There were 2,895 employees who had post-graduate qualifications, 3,690 college graduates, 8,423 junior college graduates, 13,132 high school graduates and 17,626 finishing junior high schools or below. There were a total of 19,799 retirees.