

Directors, Supervisors, Senior Management and Staff

1) DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

Directors

Mr. Gu Jianguo, aged 54, Chairman of the Company. Mr. Gu 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, Maanshan Magang Holding Company ("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 is also Chairman of Magang (Hong Kong) Company Limited. Mr. Gu held 3,886 shares in the Company.

Mr. Gu Zhanggen, aged 60, Deputy Chairman of the Company. Mr. Gu 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 3,886 shares in the Company.

Mr. Zhu Changqiu, aged 61, Director and General Manager of the Company. Mr. Zhu became Deputy General Manager of the Company in June 1997 and has been Director and General Manager of the Company since September 1999.

Mr. Zhao Jianming, aged 53, Director of the Company. Mr. Zhao 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. Since September 1999, he has ceased to be Deputy General Manager of the Company. Mr. Zhao also holds the office of Secretary of the Party Committee of Magang (Group) Holding Company Limited.

Mr. Su Jiangan, aged 52, Director, Deputy General Manager and Chief Economist of the Company and Secretary to the Board of Directors. Mr. Su became Secretary to the Board of Directors of the Company in September 1993. He was appointed Chief Economist in June 1997, Director of the Company in September 1997 and Deputy General Manager of the Company in September 1999. Mr. Su is also a Director of the Magang (Hong Kong) Company Limited, Director and Deputy Chairman of 濟源市金馬焦化有限公司. Mr. Su held 3,886 shares in the Company.

Mr. Gao Haijian, aged 50, Director and Deputy General Manager of the Company. Mr. Gao was appointed Deputy General Manager of the Company in June 1997. He has been Director of the Company since September 1999.

Independent Directors

Mr. Wong Chun Wa, aged 33, Independent Director of the Company. Mr. Wong is associate member of Hong Kong Institute of Certified Public Accountants and the Association of Chartered Certified Accountant. He was appointed Financial Controller, Qualified Accountant and Company Secretary of Sau San Tong Holdings Limited from November 2004 to December 2005, and he has been Qualified Accountant of Zhongtian International Limited since February 2006. He established 毅行顧問有限公司 in December 2006 and acted as the company's Director. Mr. Wong became Independent Director of the Company on 31 August 2005.

Mr. Su Yong, aged 52, Independent Director of the Company. Mr. Su was appointed as Head of the Enterprise Management Department of the School of Management of Fudan University in October 2003, and as Deputy Director of the University's Eastern Management Research Centre in October 2004 respectively. Mr. Su has been Independent Director of Anhui Guofeng Plastic Industry Co., Ltd. since May 2003. He became Independent Director of the Company on 31 August 2005.

Mr. Hui Leung Wah, aged 45, Independent Director of the Company. Mr. Hui joined HSBC Investment Banking in 1990 and served as Corporate Finance Director, Chief Operations Officer of the Asia-Pacific region and other positions. He joined MTR Corporation Limited in Hong Kong since August 2004 as General Manager of Corporate Finance, and became an Independent Director of the Company on 31 August 2005.

Mr. Han Yi, aged 43, Independent Director of the Company. Mr. Han was appointed Professor of the School of Law and Advisor of master degree students of Anhui University in May 2002. In September 2004, Mr. Han joined the programme for postdoctoral fellows at Renmin University of China. Mr. Han is a Professor of the School of Law and Advisor of master degree students at Zhongnan University of Finance and Economics. He became an Independent Director of the Company on 31 August 2005.

Supervisors

Mr. Li Kezhang, aged 59, Chairman of the Supervisory Committee. Mr. Li 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 the Labour Union of Magang (Group) Holding Company Limited. He became Chairman of the Supervisory Committee on 31 August 2005.

Mr. Dou Qingxun, aged 57, a Supervisor of the Company. Mr. Dou was appointed Chairman of the Labour Union of the Coke-making subsidiary in September 1997. He has also been appointed Deputy Secretary of the Party Committee and Chairman of Labour Union of the Company's train wheels and tyres subsidiary in January 2002. Mr. Dou became a Supervisor of the Company on September 2002.

Mr. Fang Jinrong, aged 43, a Supervisor of the Company. Mr. Fang was appointed Deputy Supervisor of the Finance Department of Magang Holding in November 1997. In September 1998, Magang Holding was restructured into Magang (Group) Holding Company Limited, and Mr. Fang was appointed Deputy Manager of the Finance Department. He has been Manager of the Finance Department since February 2004. He became a Supervisor of the Company on 31 August 2005.

Independent Supervisors

Madam Cheng Shaoxiu, aged 64, Independent Supervisor of the Company. Madam Cheng was Chief Accountant of Anhui Guoyuan Holding (Group) Company Limited from May 2001 to September 2004. She was an Independent Director of the Company between September 1999 and August 2005. She became an Independent Supervisor of the Company on 31 August 2005.

Madam An Qun, aged 44, an Independent Supervisor of the Company. Madam An has been Chief Supervisor of the Teaching and Research Department of Law Studies of School of Party Committee, Anhui Province since June 2003 and Professor of Law since December 2004. She became an Independent Supervisor on 31 August 2005.

In accordance with the sections 100 and 139 of the Articles of Association of the Company, the term of office for all directors and supervisors is three years. The term of office for all members of the session of the Board of Directors and Supervisory Committee is from 31 August 2005 to 31 August 2008.

Senior Management

Mr. Hui Zhigang, aged 53, Deputy General Manager of the Company. Mr. Hui 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 54, Deputy General Manager and Chief Engineer of the Company. Mr. Shi was appointed Deputy Chief Engineer of the Company in August 1999, and Deputy General Manager and Chief Engineer in June 2001.

Mr. Ding Yi, aged 43, Deputy General Manager of the Company. Mr. Ding was appointed Assistant to General Manager in January 2002 and Deputy General Manager in January 2004.

Mr. Wan Hon Kau, aged 34, qualified accountant of the Company. Mr. Wan was an auditor of 梁學漣會計師事務所 in September 2002. He was appointed a qualified accountant of the Company in August 2004.

Save as disclosed above, as at 31 December 2006, none of the directors, supervisors, senior management or their respective associates had any interests or short positions in the share capital or relevant share capital of the Company or any of its associated corporations which were required to be reported in accordance with Section 352 of the Securities and Futures Ordinance.

During the year, none of the Company's directors, supervisors, senior management or their respective spouses or minor children 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, Holding nor any of Holding's subsidiaries had taken part in any arrangements that allow directors, supervisors and senior management of the Company to benefit from acquiring shares in or debentures of any other corporations.

Directors, Supervisors, Senior Management and Staff (Continued)

All members of the senior management of the Company are appointed by the Board of Directors with a term running from the date of appointment to 31 August 2008.

As at the end of the reporting period, directors Mr. Gu Jianguo, Mr. Gu Zhanggen and Mr. Su Jianguang respectively held 3,886 shares of the Company, representing an increase of 986 shares each over the end of 2005. The increases were caused by the Company's implementation of the State Share Reform. None of the other directors, supervisors and senior management held any shares of the Company.

2) EMOLUMENTS FOR DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

Annual emoluments of executive directors and senior management were determined by the Remuneration Committee of the Board of Directors based on their respective appraisals and in accordance with the total annual emoluments for directors as approved by shareholders' general meeting, with recommendations thereof to be proposed to the Board of Directors. Emoluments were taken effect by the Board of Directors with the authorisation granted by the shareholders' general meeting. Details of the emoluments of the Company's directors and senior management received in 2006 are listed as follows:

Name	Duties	Emoluments (tax inclusive) (RMB'000)
Gu Jianguo	Chairman	777
Gu Zhanggen	Vice Chairman	777
Zhu Changqiu	Director and General Manager	777
Su Jianguang	Director, Deputy General Manager, Chief Economist and Secretary to the Board of Directors	622
Gao Haijian	Director and Deputy General Manager	622
Hui Zhigang	Deputy General Manager	622
Shi Xiongliang	Deputy General Manager and Chief Engineer	622
Ding Yi	Deputy General Manager	621
Wan Hon Kau	Qualified Accountant	244
		5,684

The above-mentioned emoluments for executive directors and senior management of the Company include the portions of basic pension insurance fees paid by the corporation in accordance with the pension scheme of the Company and the annuities credited to personal accounts.

Annual emoluments received by non-independent supervisors from the Company were determined by the Supervisory Committee based on their respective appraisals and in accordance with the total annual emoluments for independent supervisors as approved by shareholders' general meeting, with a report thereof to be made to the shareholder's general meeting. Details of the emoluments received by independent supervisors from the Company in 2006 are listed as follows:

Name	Position	Emoluments (tax inclusive) (RMB'000)
Li Kezhang	Chairman of the Supervisory Committee	622
Dou Qingxun	Supervisor	211

The above-mentioned emoluments received by non-independent supervisors from the Company include the portions of basic pension insurance fees paid by the corporation in accordance with the 2006 pension scheme of the Company and the annuities credited to personal accounts.

In 2006, Mr. Wong Chun Wa, Mr. Su Yong, Mr. Hui Leung Wah and Mr. Han Yi, all independent directors of the fifth session of the Board of Directors received an annual allowance for independent director of RMB40,000 (tax exclusive) each from the Company. Madam Cheng Xiaoxiu and Madam An Qun, all independent supervisors of the fifth session of the Supervisory Committee, received an annual allowance for independent supervisor of RMB30,000 (tax exclusive) each from the Company. Mr. Zhao Jianming, presently director and Mr. Fang Jinrong, presently supervisor, received their emoluments at Holding, respectively.

In 2006, the total allowances received by independent directors and independent supervisors of the Company amounted to RMB220,000 (tax exclusive), while the total remunerations received by other directors, supervisors and senior management from the Company amounted to RMB6,517,000 (tax inclusive).

3) PERSONNEL MOVEMENT

During the reporting period, there was no new appointment or removal of other directors, supervisors and senior management.

4) EMPLOYEES

As at the end of 2006, the Company had a total of 44,104 employees, of whom 36,533 were workers at production lines, 358 were sales representatives, 4,082 were technicians, 319 were financial staff and 2,812 were managerial staff. There were 10.08% of employees who had post-graduate qualifications or above. The number of resigned or retired staff for whom the Company was responsible for the pension amounted to 20,548.