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鞍 鋼 股 份 有 限 公 司

ANGANG STEEL COMPANY LIMITED*

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 0347)

CONNECTED TRANSACTION IN RELATION TO ACQUISITION OF EQUITY INTEREST IN ANGANG YINGKOU PORT

THE ACQUISITION

On 30 March 2026, the Company entered into the Share Transfer Agreement with Angang Holding, pursuant to which Angang Holding has agreed to sell, and the Company has agreed to acquire, 80% of the equity interest in Angang Yingkou Port held by Angang Holding at a consideration of RMB1,010,296,080.

LISTING RULES IMPLICATIONS

Angang Holding is a connected person of the Company as defined under Chapter 14A of the Listing Rules as Angang Holding is the controlling Shareholder of the Company holding approximately 53.97% equity interest of the Company as at the date of this announcement. Accordingly, the entering into of the Share Transfer Agreement constitutes a connected transaction of the Company under the Listing Rules.

As one or more of the percentage ratio(s) (as defined in Rule 14.07 of the Listing Rules) applicable to the Acquisition (other than the profits ratio) exceeds 0.1% but all of them are less than 5%, the Acquisition is subject to the reporting and announcement requirements, but is exempt from the circular, independent financial advice and the independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

THE SHARE TRANSFER AGREEMENT

On 30 March 2026, the Company entered into the Share Transfer Agreement with Angang Holding, pursuant to which Angang Holding has agreed to sell, and the Company has agreed to acquire, 80% of the equity interest in Angang Yingkou Port held by Angang Holding at a consideration of RMB1,010,296,080.

Date:

30 March 2026

Parties:

- (1) the Company, as the purchaser
- (2) Angang Holding, as the seller

Consideration and Terms of Payment

The consideration for the Acquisition payable by the Company under the Share Transfer Agreement is RMB1,010,296,080. The Company shall pay the consideration to Angang Holding within 30 days from the date of the Share Transfer Agreement to the account designated by Angang Holding.

The Company will pay for the consideration with internal resources.

The consideration payable under the Share Transfer Agreement was determined based after arm's length negotiation between the parties to the agreement with reference to the appraised total shareholders' equity interest value of Angang Yingkou Port as at 31 December 2025 (the "**Valuation Benchmark Date**") by Beijing Tianjian Xingye Asset Appraisal Co., Ltd. (北京天健興業資產評估有限公司) (the "**Independent Valuer**"), and the shareholding percentage of Angang Holding in Angang Yingkou Port.

The asset-based approach is mainly used by the Independent Valuer for the valuation. The asset-based approach determines the value of Angang Yingkou Port by reasonably evaluating its value of various assets and liabilities based on its balance sheet as at the Valuation Benchmark Date. As the various assets and liabilities on the balance sheet of Angang Yingkou Port on the Valuation Benchmark Date can be identified and assessed separately by using appropriate assessment methods, and Angang Yingkou Port does not have any assets and liabilities which have a significant impact on the valuation conclusion and are difficult to be identified and assessed, the asset-based approach is therefore used for this valuation.

The appraised value of the total shareholders' equity interest is RMB1,262,870,100.

Based on such appraised value, the consideration of the Acquisition was RMB1,010,296,080.

The main assumptions made in the valuation include: (i) Angang Yingkou Port can be publicly traded in the market; (ii) Angang Yingkou Port is already a subject of a transaction; (iii) Angang Yingkou Port, as an operating entity, continues to maintain its existing business management model for ongoing operations; and (iv) there is no material change in all other factors and circumstances, among others.

Having reviewed the relevant pricing basis, the Directors (including the independent non-executive Directors) are of the view that the consideration is fair and reasonable, and in the interests of the Company and the Shareholders as a whole.

Completion

Completion of the Acquisition will take place within 60 days from the date of signing of the Share Transfer Agreement, and both parties agree to cooperate with Angang Yingkou Port to complete the amendment of its shareholders' register and the registration of the equity transfer with the relevant company registration authority in connection with the Acquisition. The date on which the Company is recorded in Angang Yingkou Port's shareholders' register as shareholder shall be the completion date.

Upon completion, the Angang Yingkou Port will be owned as to 80% by the Company and will become a non-wholly owned subsidiary of the Company, and its financial results will be consolidated into the financial statements of the Company.

Information of the Angang Yingkou Port

Angang Yingkou Port is a company established in the PRC in January 2008 with a registered capital of RMB801,545,800, of which Angang Holding contributed RMB641,236,600, representing 80% of the registered capital. As at the date of this announcement, Angang Yingkou Port is owned as to 80% by Angang Holding and 20% by Liaogang Holdings (Yingkou) Co., Ltd. (遼港控股(營口)有限公司). Angang Yingkou Port is principally engaged in port engineering and construction, loading, unloading and handling services, sales of tyres, steel wire ropes, steel strips and lubricating oils, warehousing, labour services and domestic shipping and freight forwarding agency services.

As at 31 December 2025, the net asset value of the Angang Yingkou Port is RMB976,309,700 and the total asset of the Angang Yingkou Port is RMB1,032,528,400. The net profits (both before and after tax) of the Angang Yingkou Port for the financial years ended 2024 and 2025 are as follows:

	Year ended 31 December 2024 RMB ten thousand	Year ended 31 December 2025 RMB ten thousand
Net Profit before tax	9,238.98	9,793.98
Net Profit after tax	<u>6,933.08</u>	<u>7,499.86</u>

INFORMATION ON THE PARTIES

The Company

The Company is a major steel manufacturing enterprise in the PRC. It is principally engaged in the production and sale of hot-rolled steel sheets, cold-rolled steel sheets, galvanized steel sheets, color coating plates, silicon steel, medium and thick plates, wire rods, large steel products and seamless steel pipes.

Angang Holding

Angang Holding is a wholly-owned subsidiary of Angang Group Company and the controlling Shareholder of the Company holding approximately 53.97% of the equity interest of the Company as at the date of the announcement. It is a company established in the PRC with limited liability. Angang Holding is a major enterprise in the iron and steel industry in the PRC and engaged in a wide range of iron and steel-related business activities including steel products, metal wares (exclusive of franchised products), cast iron pipes, metal structure materials, iron wire ropes and relevant products, coking and coking products, cement, electricity generation, metallurgical appliance and equipment and related spare parts and components, electrical machinery, equipment, instruments and apparatus for power transmission, distribution and control, mining and beneficiation of iron ore and manganese ore as well as quarrying of refractory pebble, etc.

Angang Group Company

Angang Group Company is the ultimate controlling shareholder of the Company. As at the date of this announcement, it indirectly holds approximately 53.97% equity interest of the Company through Angang Holding. Angang Group Company is a company incorporated in the PRC. It was established by the State-owned Assets Supervision and Administration Commission of the State Council (國務院國有資產監督管理委員會) (as the representative of the State Council) on 28 July 2010. Angang Group Company is held as to 64.3486% by the State-owned Assets Supervision and Administration Commission of the State Council, 17.8257% by China Guoxin Holding Co., Ltd.* (中國國新控股有限責任公司), and 17.8257% by China Chengtong Holdings Group Limited* (中國誠通控股集團有限公司). Both China Guoxin Holding Co., Ltd.* and China Chengtong Holdings Group Limited* are wholly-owned by the State Council. Angang Group Company is principally engaged in production and manufacturing of steel, iron, vanadium, titanium, stainless steel and special steel, non-ferrous metals, mining, beneficiation and comprehensive utilisation of iron, vanadium, titanium and other non-ferrous metals and non-metallic minerals, construction of industrial and mining engineering and metallurgical engineering projects, and management of other state-owned assets and investments within the scope authorised by the State-owned Assets Supervision and Administration Commission of the State Council, among others.

REASONS FOR THE ACQUISITION

The Company's acquisition of the Angang Yingkou Port is beneficial to enhancing its profitability. Angang Yingkou Port has quality assets and stable operations, with strong port logistics service capabilities and profitability. It has the potential to expand the Company's logistics industry chain development and increase the Company's profit level. At the same time, the Acquisition is conducive to leveraging the Company's synergistic management advantages. The Company is currently a major customer of Angang Yingkou Port. Upon completion of the Acquisition, Angang Yingkou Port will become a subsidiary of the Company and will be consolidated into the Company's financial statements. The Acquisition is also beneficial to optimizing the Company's industrial structure, increasing the completeness and stability of the Company's supply chain, further deepening the integrated and coordinated operation of its industrial chain and regional supply chain, and at the same time conducive to reducing connected transactions of the Company. The Directors (including the independent non-executive Directors) are of the view that the terms of the Share Transfer Agreement are fair and reasonable, on normal commercial terms or better and in the interests of the Company and the Shareholders as a whole.

LISTING RULES IMPLICATIONS

Angang Holding is a connected person of the Company as defined under Chapter 14A of the Listing Rules as Angang Holding is the controlling Shareholder of the Company holding approximately 53.97% equity interest of the Company as at the date of this announcement. Accordingly, the entering into of the Share Transfer Agreement constitutes a connected transaction of the Company under the Listing Rules.

As one or more of the percentage ratio(s) (as defined in Rule 14.07 of the Listing Rules) applicable to the Acquisition (other than the profits ratio) exceeds 0.1% but all of them are less than 5%, the Acquisition is subject to the reporting and announcement requirements, but is exempt from the circular, independent financial advice and the independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

Mr. Wang Jun, chairman of the Board who also holds the position of chairman of the board of Angang Holding, Mr. Tian Yong, who is a director and chief executive officer of Angang Holding, Mr. Zhao Zhongmin, who is an employee director of Angang Holding, and Mr. Tan Yuhai, who is a director of subsidiaries of Angang Group Company and a director of Angang Holding, are considered to have a material interest in the Acquisition due to their directorships. Mr. Wang Jun, Mr. Tian Yong, Mr. Zhao Zhongmin and Mr. Tan Yuhai abstained from voting on the resolutions in relation to the Share Transfer Agreement proposed to the Board. Save as disclosed above, none of the Directors has a material interest in the Acquisition nor did they abstained from voting on the resolutions in relation to the Share Transfer Agreement proposed to the Board.

DEFINITIONS

The following terms have the following meanings in this announcement unless the context otherwise requires:

“Acquisition”	the acquisition of the Angang Yingkou Port by the Company from Angang Holding under the Share Transfer Agreement
“Angang Group Company”	Angang Group Company* (鞍鋼集團有限公司), a company incorporated in the PRC with limited liability, the ultimate controlling Shareholder
“Angang Holding”	Anshan Iron & Steel Group Co., Ltd. (鞍山鋼鐵集團有限公司), a company established in the PRC and the controlling Shareholder of the Company
“Angang Yingkou Port”	Angang Yingkou Port Co., Ltd.. (鞍鋼營口港務有限公司), a company established in the PRC and a non-wholly owned subsidiary of Angang Holding as of the date of this announcement
“Board”	the board of Directors
“Company”	Angang Steel Company Limited* (鞍鋼股份有限公司), a joint stock limited company incorporated in Anshan, Liaoning Province, the PRC, the H shares of which are listed on the Hong Kong Stock Exchange and (Stock code: 347) the A shares of which are listed on the Shenzhen Stock Exchange (Stock code: 898)
“connected person(s)”	has the meaning ascribed thereto under the Listing Rules
“connected transaction”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange

“PRC”	The People’s Republic of China, for the purpose of this announcement, excluding Hong Kong, Macau and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Share Transfer Agreement”	the Share Transfer Agreement dated 30 March 2026 entered into between the Angang Holding and the Company in relation to the Acquisition
“Shareholder(s)”	shareholder(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent

By Order of the Board
ANGANG STEEL COMPANY LIMITED *
Wang Jun
Executive Director and Chairman of the Board

Anshan City, Liaoning Province, the PRC
30 March 2026

As at the date of this announcement, the Board comprises of the following directors:

Executive Directors:

Wang Jun
Tian Yong
Li Jingdong

Independent Non-executive Directors:

Zhu Keshi
Hu Caimei
Liu Chaojian

Non-executive Directors:

Tan Yuhai

Employee Director:

Zhao Zhongmin

* *For identification purpose only*