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## **Chongqing Iron & Steel Company Limited** **重慶鋼鐵股份有限公司**

*(a joint stock limited company incorporated in the People's Republic of China with limited liability)*  
*(在中華人民共和國註冊成立的股份有限公司)*

(Stock Code: 1053)

### **NOTICE OF 2025 ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT the 2025 annual general meeting (the “AGM”) of Chongqing Iron & Steel Company Limited (the “Company”) will be held at 2:00 p.m. on Friday, 26 June 2026 at Chongqing Iron & Steel Conference Center, No. 2 Jiangnan Avenue, Jiangnan Street, Changshou District, Chongqing, the PRC, for the purpose of considering and, if thought fit, passing the following resolutions of the Company.

### **ORDINARY RESOLUTIONS**

#### **RESOLUTIONS ADOPTING NON-CUMULATIVE VOTING**

1. The final financial accounts report for the year 2025
2. The 2025 annual report (full text and summary)
3. The profit distribution plan for the year 2025
4. The proposal on the annual plan for the year 2026
5. The report of the board of directors for the year 2025
6. 2025 annual remuneration execution report of the directors and senior management
7. The proposal on the re-appointment of accounting firm

Deloitte Touche Tohmatsu Certified Public Accountants LLP has been re-appointed as the auditor for the Company's financial statements and internal control for the year 2026. The audit fees charged by Deloitte Touche Tohmatsu are determined based on factors such as the level of responsibility, complexity, the requirements of the work, the necessary working conditions and time required, as well as the professional expertise and experience of the personnel of various levels involved in the engagement. The audit fees for the year 2025 were RMB2.4083 million (tax inclusive, including subsidiaries), of which, the audit fees were RMB1.9000 million for financial auditing services and RMB0.5083 million for internal control. The Company will propose to the general meeting to authorise the board of directors to determine the audit fees of Deloitte Touche Tohmatsu for the year 2026 within the limit of the audit fees for the year 2025 (i.e. RMB2.4083 million). The board of directors shall determine the remuneration of Deloitte Touche Tohmatsu in accordance with the authorisation of the general meeting and based on the actual work performed by Deloitte Touche Tohmatsu.

8. The proposal on the formulation of the Regulations for the Management of Remuneration of the Directors and Senior Management of the Company
9. The remuneration plans for directors and senior management for the year 2026

The details of the above resolutions numbered 8 and 9 are set out in the Appendix to this announcement, and details of other resolutions are set out in the 2025 Annual Report and the announcement of the Company dated 27 May 2026.

By order of the Board  
**Chongqing Iron & Steel Company Limited**  
**Kuang Yunlong**  
*Secretary to the Board*

Chongqing, the PRC, 27 May 2026

*As at the date of this announcement, the Directors of the Company are: Mr. Wang Huxiang (Executive Director), Mr. Kuang Yunlong (Executive Director), Mr. Chen Yingming (Executive Director), Mr. Song De An (Non-executive Director), Mr. Lin Changchun (Non-executive Director), Mr. Zhou Ping (Non-executive Director), Mr. Sheng Xuejun (Independent Non-executive Director), Ms. Tang Ping (Independent Non-executive Director) and Mr. Guo Jiebin (Independent Non-executive Director).*

*Notes:*

#### **I. ELIGIBILITY FOR ATTENDING THE AGM**

Shareholders whose names appear on the register of members of the Company at the close of business on 23 June 2026 are entitled to attend the AGM upon completion of the necessary registration procedures (holders of A shares will be otherwise notified).

## **II. REGISTRATION PROCEDURES FOR ATTENDING THE AGM**

The register of members of the Company will be closed from 23 June 2026 to 26 June 2026 (both days inclusive), during which no transfer of shares will be effected. Holders of H shares of the Company intending to attend the AGM are required to lodge their respective instrument of transfer and the relevant share certificates to Computershare Hong Kong Investor Services Limited, the Registrar of the Company, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong before 4:30 p.m. on 22 June 2026.

## **III. PROXIES**

1. Any shareholder entitled to attend and vote at the AGM is entitled to appoint one or more proxies (whether he/she is a shareholder or not) to attend and vote at the meeting on his/her behalf. Each shareholder (or his/her proxy) shall have one vote for each share held.
2. To be valid, the instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing. If the proxy form is signed by a person authorized by the appointer, the power of attorney or other authorization documents shall be notarized. The notarized power of attorney or other authorization documents together with the proxy form must be lodged with Computershare Hong Kong Investor Services Limited, the Registrar of the Company, (in the case of proxy form of holders of H shares) at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no less than 24 hours before the time appointed for the holding of the AGM (or appointed for voting), i.e. by no later than 2:00 p.m. on 25 June 2026.
3. For the shareholders appointing more than one proxy, the voting right can only be exercised by way of poll.

## **IV. MISCELLANEOUS**

1. Shareholders attending the AGM shall be responsible for their own travel and accommodation expenses.
2. Information may be dispatched by hand or registered post.
3. Office of the Board of Chongqing Iron & Steel Company Limited

Address: Room 402, Management Building of the Company, No. 2 Jiangnan Avenue,  
Jiangnan Street, Changshou District, Chongqing

Postal Code: 401258

Tel: (86)23 6898 3482

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Contact Person: Peng Guoju/Ji Hong

# ***APPENDIX I: REGULATIONS FOR THE MANAGEMENT OF REMUNERATION OF THE DIRECTORS AND SENIOR MANAGEMENT***

## **Chongqing Iron & Steel Company Limited Regulations for the Management of Remuneration of the Directors and Senior Management**

### **CHAPTER I GENERAL PROVISIONS**

**Article 1** In order to maximize the decision-making role of the board of directors and the operation and management role of the senior management of Chongqing Iron & Steel Company Limited (the “**Company**”), establish an effective incentive and restraint mechanism for directors and senior management, improve operation and management standards and promote high-quality development of the Company, these Regulations are formulated in accordance with the Company Law of the People’s Republic of China (the “**Company Law**”), the Code of Corporate Governance for Listed Companies, the Articles of Association of Chongqing Iron & Steel Company Limited (the “**Articles of Association**”) and other relevant rules and regulations of the Company, and taking into account the actual circumstances of the Company.

**Article 2** For the purposes of these Regulations, “directors” refers to all incumbent members of the Board, including internal directors (including employee directors), external directors and independent directors. “Internal directors (including employee directors)” refers to directors who concurrently serve as employees or officers of the Company under an employment contract or a labor contract with the Company. “External directors” refers to non-independent directors who do not hold any position in the Company other than directorship. “Independent directors” refers to directors who do not hold any position in the Company other than directorship and who have no direct or indirect interest relationship with the Company or its substantial shareholders or de facto controllers, or any other relationship that may affect their ability to exercise independent and objective judgment.

For the purposes of these Regulations, “senior management” refers to the President, Senior Vice Presidents, Chief Financial Officer, Secretary to the Board, General Legal Counsel and other senior management personnel as stipulated in the Articles of Association.

**Article 3** The remuneration of directors and senior management shall be aligned with the long-term development of the Company and the interests of shareholders so as to safeguard the long-term and stable development of the Company. Such remuneration shall be closely linked to business results and operational objectives of the Company, while remaining consistent with market value principles. The remuneration system of the Company adheres to the following principles:

- (I) the principle that remuneration levels shall be commensurate with operating performance, industry standards and stage of development of the Company;

- (II) the principle that remuneration shall reflect the responsibilities, accountability and risk exposure of each position;
- (III) the principle that remuneration allocation shall be tied to performance evaluation, value creation and long-term development;
- (IV) the principle of balancing incentives with constraints, taking into account both short-term and long-term considerations, and parallel implementation of compliance and prudence.

## **CHAPTER II MANAGEMENT AUTHORITY**

**Article 4** The general meeting of the Company shall be responsible for reviewing the remuneration appraisal system and remuneration plans for directors, and the Board shall be responsible for reviewing the remuneration appraisal system and remuneration plans for senior management.

**Article 5** The Board shall be responsible for reviewing and determining remuneration plans for senior management and reporting the same to the general meeting; the general meeting shall be responsible for reviewing and determining remuneration plans for directors, which shall be disclosed accordingly. When the Board or the Remuneration and Appraisal Committee of the Board evaluates an individual director or deliberates on his/her remuneration, such director shall abstain from the relevant deliberations.

**Article 6** The Remuneration and Appraisal Committee of the Board shall be responsible for formulating and reviewing remuneration policies and plans for directors and senior management, and for establishing appraisal criteria and conducting appraisals. In formulating remuneration policies and plans, due regard shall be given to the ratio of remuneration between senior management and general employees, with a view to determining a reasonable distribution ratio.

## **CHAPTER III REMUNERATION STANDARDS**

**Article 7** Independent directors of the Company shall be subject to a fixed allowance system, the specific amount and payment method of which shall be reviewed and approved by the general meeting.

**Article 8** External directors who hold positions with the controlling shareholder, the de facto controller or their respective affiliates shall not receive any remuneration from the Company.

**Article 9** Reasonable expenses incurred by external directors and independent directors in the performance of their duties in accordance with the Company Law and the Articles of Association (including attendance at meetings of the Board and the general meeting of the Company) shall be borne by the Company.

**Article 10** The remuneration standards for internal directors and senior management of the Company shall be determined by reference to their respective positions and job responsibilities in the Company, and they shall not be entitled to any directorship allowance.

**Article 11** The annual remuneration of senior management of the Company (including senior management who concurrently serve as directors) shall comprise a base salary, performance-based pay, tenure incentives (if any) and special incentives (if any).

- (I) Base salary shall be determined by reference to position level, industry remuneration benchmarks and job responsibilities, and shall be paid on a monthly basis.
- (II) Performance-based pay shall in principle account for no less than 50% of the annual remuneration standard and shall be disbursed based on the results of annual performance evaluations. Annual performance evaluations shall be conducted with audited financial data as the core reference. In principle, annual performance bonuses shall be paid after the disclosure of the annual report; if advance payment is required, the advance payment ratio shall in principle not exceed 30%.
- (III) Tenure incentives (if any). If the Company establishes a tenure incentive scheme as necessary, such scheme shall be submitted to the Board for approval prior to implementation.
- (IV) Special incentives (if any). If the Company establishes special incentive arrangements as necessary, the principle of “fewer but more targeted” shall be applied, with strict controls on the scope and scale of such arrangements.

#### **CHAPTER IV PAYMENT OF REMUNERATION**

**Article 12** The remuneration of directors and senior management of the Company shall be stated as pre-tax amounts. The Company shall, in accordance with relevant state and internal regulations, deduct the following items from remuneration before disbursing the remainder to the individuals concerned. The items to be withheld and remitted by the Company include, but are not limited to, the following:

- (I) withholding and remittance of individual income tax;
- (II) the portion of social insurance contributions, housing provident fund and other items to be borne by individuals; and
- (III) any other amounts required to be borne by individuals pursuant to applicable state regulations or rules of the Company.

**Article 13** During their term of office, in the event that any director or senior management of the Company is involved in any of the following circumstances, the Company shall be entitled, depending on the severity of the circumstances, to reduce or cease payment of any unpaid performance-based remuneration and medium-to-long-term incentive income, and to recover in full or in part any performance-based remuneration and medium-to-long-term incentive income already paid:

- (I) the financial reports of the Company are subject to retrospective restatement due to financial fraud, violations of information disclosure requirements or other similar conduct, and the director or senior management concerned bears responsibility for such conduct;
- (II) the Company is involved in misappropriation of funds, unauthorized guarantees or other unlawful or irregular conduct, and the director or senior management concerned bears fault-based responsibility therefor;
- (III) the Company suffers material losses as a result of improper performance of duties, and the Remuneration and Appraisal Committee determines that such person bears responsibility;
- (IV) other circumstances under which remuneration clawback is required pursuant to relevant laws and regulations or these Regulations.

## **CHAPTER V REMUNERATION ADJUSTMENT**

**Article 14** The remuneration system shall serve the operational strategy of the Company and shall be adjusted in response to changes in the operating conditions of the Company so as to meet the needs of its further development. The remuneration system shall be aligned with the operating performance of the Company and individual performance, and shall be consistent with the sustainable development of the Company.

**Article 15** The basis for adjusting remuneration of directors and senior management of the Company shall be as follows:

- (I) salary increase levels in the same industry: market remuneration reports or publicly available remuneration data for the same industry shall serve as a reference basis for remuneration adjustments;
- (II) inflation levels: reference shall be made to prevailing inflation levels to ensure that the real purchasing power of remuneration is not eroded, which shall serve as a reference basis for remuneration adjustments;
- (III) operating performance of the Company and results of individual performance appraisals;

(IV) organizational restructuring;

(V) individual adjustments arising from changes in position.

**Article 16** Any adjustment to remuneration standards for directors and senior management shall be proposed by the Remuneration and Appraisal Committee of the Board, and the corresponding decision-making procedures shall be followed accordingly.

## **CHAPTER VI SUPPLEMENTARY PROVISIONS**

**Article 17** Matters not covered by these Regulations shall be handled in accordance with relevant state laws, administrative regulations, departmental rules, normative documents and the Articles of Association. In the event of any conflict between these Regulations and any laws, administrative regulations, departmental rules or normative documents promulgated by the state at a later date, or the Articles of Association as amended through lawful procedures, the relevant laws, administrative regulations, departmental rules, normative documents and the Articles of Association shall prevail.

**Article 18** These Regulations shall be interpreted by the Board of the Company.

**Article 19** These Regulations shall come into effect on the date of approval by the general meeting of the Company.

## **APPENDIX II: REMUNERATION PLANS FOR DIRECTORS AND SENIOR MANAGEMENT FOR THE YEAR 2026**

### **Chongqing Iron & Steel Company Limited Remuneration Plans for Directors and Senior Management for the Year 2026**

These plans are formulated in accordance with the Company Law of the People's Republic of China (the "**Company Law**"), the Code of Corporate Governance for Listed Companies, the Articles of Association of Chongqing Iron & Steel Company Limited (the "**Articles of Association**") and other relevant rules and regulations of Chongqing Iron & Steel Company Limited (the "**Company**"), and taking into account the actual circumstances of the Company.

#### **I. SCOPE OF APPLICATION**

These plans apply to all directors and senior management of the Company who are in office during 2026.

#### **II. APPLICABLE PERIOD**

These plans shall apply for the period from 1 January 2026 to 31 December 2026.

#### **III. REMUNERATION PLANS**

These plans strictly adhere to the core principles established under the Regulations for the Management of Remuneration of the Directors and Senior Management of Chongqing Iron & Steel Company Limited, namely the alignment of remuneration with operating performance, the unity of responsibilities, authority and benefits, the linking of remuneration to performance, and the equal emphasis on incentives and constraints. Differentiated remuneration standards are set for different categories of personnel, as follows:

##### **(I) Remuneration Standards for Independent Directors and External Directors**

1. Independent directors shall be subject to a fixed allowance system, with an annual allowance of RMB180,000 per annum (pre-tax), and no other forms of remuneration shall be paid.
2. External directors who hold positions with the controlling shareholder, the de facto controller or their respective affiliates shall not receive any remuneration from the Company.

3. Reasonable expenses incurred by the above-mentioned persons in the performance of their duties in accordance with the Company Law and the Articles of Association (including attendance at meetings of the Board and the general meeting) shall be borne by the Company on an actual reimbursement basis.

## **(II) Remuneration Standards for Internal Directors**

Internal directors shall receive remuneration in accordance with the standards applicable to the positions they hold in the Company and shall not be entitled to any additional directorship allowance.

## **(III) Remuneration Standards for Senior Management**

The annual remuneration of senior management of the Company shall comprise a base salary, performance-based pay and special incentives. Performance-based pay shall in principle account for no less than 50% of total annual remuneration. The specific arrangements are as follows:

### **1. *Base Salary***

Base salary shall be determined by reference to position level, industry remuneration benchmarks and job responsibilities, and shall be paid on a monthly basis.

### **2. *Performance-based Pay***

Performance-based pay shall be linked to the annual operating performance of the Company and the results of individual performance appraisals. In principle, it shall be paid after disclosure of the annual report; if advance payment is required, the advance payment ratio shall not exceed 30%.

### **3. *Special Incentives (If Any)***

If the Company establishes special incentive arrangements as necessary, the principle of “fewer but more targeted” shall be applied, with strict controls on the scope and scale of such arrangements.

#### **IV. Payment and Administration of Remuneration**

- (I) All remuneration under these plans shall be stated as pre-tax amounts. The Company shall withhold and remit individual income tax, the portion of social insurance contributions and housing provident fund to be borne by individuals, and any other applicable deductions in accordance with the law.
- (II) A person vacating office due to re-election, resignation or other reasons shall have remuneration calculated and paid on a pro-rata basis by reference to the period of service.
- (III) During the term of office, in the event of financial fraud, non-compliance in information disclosure, unlawful provision of guarantees, or improper performance of duties resulting in material losses to the Company, the Company shall be entitled, depending on the severity of the circumstances, to withhold unpaid performance-based remuneration and tenure incentives, and to recover in full or in part the relevant remuneration already paid.

#### **V. Miscellaneous**

- (I) The remuneration for directors under these plans shall be submitted to the general meeting for review and approval, and the remuneration for senior management shall be submitted to the Board for review and approval.
- (II) Remuneration adjustments and related deliberations shall be subject to the applicable decision-making procedures in accordance with the rules of the Company and regulatory requirements, with interested parties abstaining in accordance with the laws.
- (III) Matters not covered by these plans shall be handled in accordance with relevant state laws and regulations, the Articles of Association and the remuneration management regulations of the Company; in the event of any conflict with subsequent new regulations, such new regulations shall prevail.
- (IV) These plans shall be interpreted by the Board.