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首長國際企業有限公司

SHOUGANG CONCORD INTERNATIONAL ENTERPRISES COMPANY LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 697)

CHANGES OF DIRECTORS

AND

LIST OF DIRECTORS AND THEIR ROLES AND FUNCTIONS

CHANGE OF DIRECTORS

The board of directors (the “Board”) of Shougang Concord International Enterprises Company Limited (the “Company”) announces that:

1. Mr. Wang Qinghai (“Mr. Wang”) has resigned as a Non-executive Director of the Company with effect from 21 December 2012 and will ipso facto cease to be the Chairman of the Board as well as a member and the chairman of the Nomination Committee from the same date;
2. Mr. Xu Ning (“Mr. Xu”) has been appointed as a Non-executive Director of the Company and the Chairman of the Board as well as a member and the chairman of the Nomination Committee with effect from 21 December 2012;
3. Mr. Chen Zhouping (“Mr. Chen”) will be re-designated from an Executive Director of the Company to a Non-executive Director of the Company with effect from 21 December 2012 and will ipso facto cease to be the Deputy Managing Director and a member of the Executive Committee from the same date; and
4. Mr. Cao Zhong (“Mr. Cao”) has resigned as a Non-executive Director of the Company with effect from 21 December 2012 and will ipso facto cease to be the Vice Chairman of the Board from the same date.

Mr. Xu, aged 58, senior economist, graduated from the Party School of the Central Committee of the Communist Party of China. Mr. Xu will act as the chairman of Shougang Holding (Hong Kong) Limited (“Shougang Holding”), a substantial shareholder of the Company within the meaning of Part XV of the Securities and Futures Ordinance (the “SFO”) on 21 December 2012. He joined Shougang Corporation, the ultimate holding company of Shougang Holding, in 1970 and

is a director and the general manager of Shougang Corporation. Mr. Xu has extensive experience in management and operation of steel industry.

An engagement letter will be entered into with Mr. Xu for a term commencing on 21 December 2012 and expiring on 31 December 2013. Under the engagement letter, Mr. Xu will be entitled to a director's fee as may be determined by the Board from time to time pursuant to the authority given by the shareholders of the Company (the "Shareholders"). For the financial years ending 31 December 2012 and 31 December 2013, the director's fee of Mr. Xu will be HK\$170,000 for a full year which will be paid in proportion to the actual length of services provided by Mr. Xu. Such director's fees were determined with reference to Mr. Xu's experience and duties as well as the prevailing market conditions.

As at the date of this announcement and within the meaning of Part XV of the SFO, Mr. Xu does not have any interests in the shares of the Company.

In accordance with the articles of association of the Company, Mr. Xu shall hold office until the next following general meeting of the Company, at which time he will be eligible for re-election. Thereafter, Mr. Xu will be subject to rotation requirements as contained in the articles of association of the Company and shall retire from office by rotation at least once every three years.

Save as disclosed above, Mr. Xu does not hold any directorships in other Hong Kong or overseas listed public companies in the last three years and does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company. There is no information relating to the appointment of Mr. Xu which is discloseable nor is/was he involved in any matters required to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"), and there is no other matter that needs to be brought to the attention of the Shareholders.

Mr. Chen, aged 46, graduated from the School of Economics and Management, Beijing Tsinghua University and is a member of the Chinese Institute of Certified Public Accountants. Mr. Chen was appointed an Executive Director and a Deputy Managing Director of the Company in November 2002 and is a member of the Executive Committee of the Company. He is a deputy managing director of Shougang Holding, and a director of each of Grand Invest International Limited ("Grand Invest") and China Gate Investments Limited ("China Gate"). Each of Shougang Holding, Grand Invest and China Gate is a substantial shareholder of the Company within the meaning of Part XV of the SFO. Mr. Chen is the vice chairman and managing director of Shougang Fushan Resources Group Limited, an associated company of the Company. He is also a non-executive director of Mount Gibson Iron Limited, a company listed on the Australian Securities Exchange. Mr. Chen has extensive experience in steel industry, engineering design, human resources and management.

An engagement letter will be entered into with Mr. Chen for a term commencing on 21 December 2012 and expiring on 31 December 2013. Under the engagement letter, Mr. Chen will be entitled to a director's fee as may be determined by the Board from time to time pursuant to the authority given by the Shareholders. For the financial years ending 31 December 2012 and 31 December 2013, the director's fee of Mr. Chen will be HK\$150,000 for a full year which will be paid in proportion to the actual length of services provided by Mr. Chen as a Non-executive Director of the Company. Such director's fees were determined with reference to Mr. Chen's experience and duties as well as the prevailing market conditions.

As at the date of this announcement and within the meaning of Part XV of the SFO, Mr. Chen has a beneficial interest of 45,000,000 underlying shares of the Company attached to the share options granted by the Company.

Mr. Chen will be subject to rotation requirements as contained in the articles of association of the Company and shall retire from office by rotation at least once every three years.

Save as disclosed above, Mr. Chen does not hold any directorships in other Hong Kong or overseas listed public companies in the last three years and does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company. There is no information relating to the re-designation of Mr. Chen which is discloseable nor is/was he involved in any matters required to be disclosed pursuant to any requirements of the provisions under Rules 13.51(2)(h) to (v) of the Listing Rules, and there is no other matter that needs to be brought to the attention of the Shareholders.

Mr. Wang and Mr. Cao resigned from the Board due to their own business engagements. Each of Mr. Wang and Mr. Cao confirmed that he did not have any disagreement with the Board and there is no other matter relating to his resignation that needs to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to express its gratitude to Mr. Wang and Mr. Cao for their invaluable contributions to the Board and would also thank Mr. Chen for his contributions to the Group during his tenure of service as the Deputy Managing Director. The Board would welcome Mr. Xu to the Board.

LIST OF DIRECTORS AND THEIR ROLES AND FUNCTIONS

With effect from 21 December 2012, the members of the Board and the membership of the 4 Board committees of the Company will be as follows:

Members of the Board

Executive Directors

Li Shaofeng (Managing Director)

Zhang Wenhui (Deputy Managing Director)

Non-executive Directors

Xu Ning (Chairman)

Chen Zhouping

Ip Tak Chuen, Edmond

Leung Shun Sang, Tony

Independent Non-executive Directors

Kan Lai Kuen, Alice

Wong Kun Kim

Leung Kai Cheung

Membership of the 4 Board committees

Board Committee Director	Executive Committee	Audit Committee	Remuneration Committee	Nomination Committee
Xu Ning				C
Li Shaofeng	C		M	
Zhang Wenhui	M			
Chen Zhouping				
Ip Tak Chuen, Edmond				
Leung Shun Sang, Tony			M	M
Kan Lai Kuen, Alice		C	M	M
Wong Kun Kim		M	C	M
Leung Kai Cheung		M	M	M

Notes:

C Chairman of the relevant Board committees

M Member of the relevant Board committees

By Order of the Board
**Shougang Concord International Enterprises
Company Limited**
Li Shaofeng
Managing Director

Hong Kong, 20 December 2012

As at the date of this announcement, the Board comprises Mr. Wang Qinghai (Chairman), Mr. Cao Zhong (Vice Chairman), Mr. Li Shaofeng (Managing Director), Mr. Zhang Wenhui (Deputy Managing Director), Mr. Chen Zhouping (Deputy Managing Director), Mr. Ip Tak Chuen, Edmond (Non-executive Director), Mr. Leung Shun Sang, Tony (Non-executive Director), Ms. Kan Lai Kuen, Alice (Independent Non-executive Director), Mr. Wong Kun Kim (Independent Non-executive Director) and Mr. Leung Kai Cheung (Independent Non-executive Director).