Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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

(Stock Code: 2600)

## NOTICE OF 2013 FIRST EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the 2013 First Extraordinary General Meeting (the "**EGM**") of Aluminum Corporation of China Limited\* (the "**Company**") will be held at the Company's conference room, No. 62 North Xizhimen Street, Haidian District, Beijing, the People's Republic of China at 9:30 a.m. on Friday, 30 August 2013 for the purposes of considering, and if though fit, approving the following resolutions. Unless the context otherwise requires, capitalized terms used herein shall have the same meaning as those defined in the circular of the Company dated 15 July 2013 (the "**Circular**"):

## **ORDINARY RESOLUTIONS**

1. To consider and approve the resolution in relation to the election of Mr. Wu Zhenfang as the independent non-executive Director of the fifth session of the Board of the Company

- 2. To consider and approve the resolution in relation to the provision of guarantees by Ningxia Energy and Yinxing Energy to their subsidiaries:
  - (1) To consider and approve that Ningxia Energy continues to provide a joint-liability guarantee in respect of the loan of RMB30 million of Ningxia Ning Electric PV Material Co., Ltd.\* (寧夏寧電光伏材料有限公司), its wholly-owned subsidiary, for a term of one to three years;
  - (2) To consider and approve that Ningxia Energy continues to provide a joint-liability guarantee in respect of the loan of RMB20 million of Ningxia Ning Electric PV Material Co., Ltd.\* (寧夏寧電光伏材料有限公司), its wholly-owned subsidiary, for a term of one to three years;
  - (3) To consider and approve that Ningxia Energy continues to provide a joint-liability guarantee in respect of the loan of RMB40 million of Ningxia Yinxing Polycrystalline Silicon Co., Ltd.\* (寧夏銀星多晶硅有限公司), its controlled subsidiary, for a term of one year;
  - (4) To consider and approve that Ningxia Energy continues to provide a joint-liability guarantee in respect of the loan of RMB25 million of Ningxia Yinxing Polycrystalline Silicon Co., Ltd.\* (寧夏銀星多晶硅有限公司), its controlled subsidiary, for a term of one year;
  - (5) To consider and approve that Ningxia Energy continues to provide a joint-liability guarantee in respect of the loan of RMB15 million of Ningxia Yinxing Polycrystalline Silicon Co., Ltd.\* (寧夏銀星多晶硅有限公司), its controlled subsidiary, for a term of one year;
  - (6) To consider and approve that Yinxing Energy continues to provide a joint-liability guarantee in respect of the loan of RMB30 million of Ningxia Yinxing Energy Wind Power Equipment Manufacturing Co., Ltd.\* (寧夏銀星能源風電設備製造有限公司), its wholly-owned subsidiary, for a term of one year;
  - (7) To consider and approve that Yinxing Energy continues to provide a joint-liability guarantee in respect of the banker's acceptance of RMB30 million applied by Ningxia Yinxing Energy Photovoltaic Equipment Manufacturing Co., Ltd.\* (寧夏銀星能源光伏發電設備製造有限公司), its controlled subsidiary, for a term of one year;

- (8) To consider and approve that Ningxia Yinxing Energy Photovoltaic Equipment Manufacturing Co., Ltd.\* (寧夏銀星能源光伏發電設備製造有限公司), a controlled subsidiary of Yinxing Energy, continues to provide joint-liability guarantee in respect of the trade finance, letter of guarantee and exposure on banker's acceptance amounting to RMB40 million applied by Ishibashi Gearbox (Yinchuan) Co., Ltd. (石橋增速機(銀川)有限公司), a controlled subsidiary of Yinxing Energy, for a term of one year;
- (9) To consider and approve that Yinxing Energy continues to provide a joint-liability guarantee in respect of the loan of RMB30 million of Ningxia Ning Electric Silicon Materials Co., Ltd.\* (寧夏寧電硅材料有限公司) for a term of one year;
- (10) To consider and approve that Ningxia Energy provides a joint-liability guarantee in respect of the loan of RMB40 million of Ningxia Ning Electric PV Material Co., Ltd.\* (寧夏寧電光伏材料有限公司), its wholly-owned subsidiary, for a term of one year;
- (11) To consider and approve that Ningxia Energy provides a joint-liability guarantee in respect of the loan of RMB30 million of Yinxing Energy, its controlled subsidiary, for a term of one year;
- (12) To consider and approve that Ningxia Energy provides a joint-liability guarantee in respect of the loan of RMB20 million of Yinxing Energy, its controlled subsidiary, for a term of one year;
- (13) To consider and approve that Ningxia Energy provides a joint-liability guarantee in respect of the loan of RMB60 million of Yinxing Energy, its controlled subsidiary, for a term of one year;
- (14) To consider and approve that Ningxia Energy provides a joint-liability guarantee in respect of the loan of RMB30 million in the loan of RMB105 million of Zhongwei Ningdian New Energy Co., Ltd.\* (中衛寧電新能源有限公司), its controlled subsidiary, for a term of twenty years;
- (15) To consider and approve that Yinxing Energy provides a joint-liability guarantee in respect of the loan of RMB20 million of Ningxia Yinxing Energy Photovoltaic Equipment Manufacturing Co., Ltd.\* (寧夏銀星能源光伏發電設備製造有限公司), its controlled subsidiary, for a term of one year;

(16) To consider and approve that Yinxing Energy provides a joint-liability guarantee in respect of the loan of RMB20 million of Ishibashi Gearbox (Yinchuan) Co., Ltd. (石橋增速機(銀川)有限公司), its controlled subsidiary, for a term of one year;

(17) To consider and approve that Ningxia Yinyi Wind Power Co., Ltd. (寧夏銀儀 風力發電有限責任公司), a controlled subsidiary of Yinxing Energy, provides a joint-liability guarantee in respect of the loan of RMB30 million in the loan of RMB91 million for the Sunjiatan Phase II Project of Yinxing Energy, for a term of twenty years;

(18) To consider and approve that Yinxing Energy provides a joint-liability guarantee in respect of the loan of RMB40 million in the loan of RMB158.4 million of Ningxia Yinyi Wind Power Co., Ltd. (寧夏銀儀風力發電有限責任公司), its controlled subsidiary, for a term of fourteen years;

(19) To consider and approve that Yinxing Energy provides a joint-liability guarantee in respect of the loan of RMB60 million of Ningxia Yinyi Wind Power Co., Ltd. (寧夏銀儀風力發電有限責任公司), its controlled subsidiary, for a term of one year.

By order of the Board

Aluminum Corporation of China Limited\*

Xu Bo

Company Secretary

Beijing, the PRC 15 July 2013

Notes:

(a) Details of the above resolutions are set out in the circular regarding the EGM dated 15 July 2013.

(b) Pursuant to the provisions of the Articles of Association, the H Share register of members will be

closed from Wednesday, 31 July 2013 to Friday, 30 August 2013 (both days inclusive). Shareholders

whose names appear on the H Share Register of Members at 4:30 p.m. on Tuesday, 30 July 2013 are

entitled to attend and vote at the EGM after completing the registration procedures for attending the

meeting. In order for the H Shareholders to be qualified to attend and vote at the EGM, all transfer

documents accompanied by the relevant H Share certificates must be lodged with the Company's

H Share Registrar, Hong Kong Registrars Limited, at Shops 1712-1716, 17th Floor, Hopewell

Centre, 183 Queen's Road East, Hong Kong, no later than 4:30 p.m. on Tuesday, 30 July 2013 for

registration.

(c) Holders of A Shares or H Shares, who intend to attend the EGM, must complete the reply slip for

attending the EGM and return them to the Company's Board Secretary Office no later than 20 days

before the date of the EGM, i.e. no later than Saturday, 10 August 2013.

Details of the Company's Board Office are as follows:

No. 62 North Xizhimen Street, Haidian District, Beijing,

The People's Republic of China

Postal Code: 100082

Tel: (8610) 8229 8161/8162

Fax: (8610) 8229 8158

(d) Each holder of H Shares who has the right to attend and vote at the EGM is entitled to appoint in

writing one or more proxies, whether a shareholder or not, to attend and vote on his behalf at the

EGM. The instrument appointing a proxy must be in writing under the hand of the appointer or his

attorney duly authorised in writing, if that instrument is signed by an attorney of the appointer, the

power of attorney authorizing that attorney to sign, or other documents of authorization, must be

notarially certified.

(e) To be valid, the form of proxy, and if the form of proxy is signed by a person under a power of

attorney or other authority on behalf of the appointer, a notarially certified copy of that power of

attorney or other authority, must be delivered to the Company's H Share Registrar, Hong Kong

Registrars Limited, the address of which is set out in Note (a) above, not less than 24 hours before

the time for holding the EGM or any adjournment thereof in order for such document to be valid.

**—** 5 **—** 

- (f) Each holder of A Shares which is entitled to attend the EGM and is entitled to vote is entitled to appoint in writing one or more proxies, whether a shareholder or not, to attend and vote on its behalf at the EGM, and Notes (c) to (d) also apply to A Shareholders, except that the proxy form or other documents of authority must be delivered to the Company's Board Secretary Office, the address of which is set out in Note (b) above, not less than 24 hours before the time for holding the EGM or any adjournment thereof, in order for such documents to be valid.
- (g) If a proxy attends the EGM on behalf of a shareholder, he should produce his ID card and the instrument signed by the proxy or his legal representative, and specifying the date of its issuance. If a legal person shareholder appoints its corporate representative to attend the EGM, such representative should produce his/her ID card and the notarised copy of the resolution passed by the board of directors or other authorities or other notarised copy of the authorisation issued by such legal person shareholder.
- (h) Shareholders attending the EGM are responsible for their own transportation and accommodation expenses.
- (i) All votings at the EGM will be conducted by a poll.

As at the date of this announcement, the members of the Board of Directors comprise Mr. Xiong Weiping, Mr. Luo Jianchuan, Mr. Liu Xiang min and Mr. Jiang Yinggang (Executive Directors); Mr. Liu Caiming and Mr. Wang Jun (Non-executive Directors); Mr. Wu Jianchang and Mr. MA Si-hang, Frederick (Independent Non-executive Directors).

<sup>\*</sup> For identification purpose only