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**中国铝业股份有限公司**  
**ALUMINUM CORPORATION OF CHINA LIMITED**\*

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

(Stock Code: 2600)

**OVERSEAS REGULATORY ANNOUNCEMENT**

This overseas regulatory announcement is made pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The content of the following information published by Aluminum Corporation of China Limited\* on the website of the Shanghai Stock Exchange is set out herein for reference purpose only.

By order of the board of directors  
**Aluminum Corporation of China Limited\***  
**Xu Bo**  
Company Secretary

Beijing, the PRC  
30 August 2013

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

\* For identification purpose only

**Aluminum Corporation of China Limited\***  
**Announcement on Resolutions Passed at the Fourth Meeting of**  
**the Fifth Session of the Board of Directors**

*The Company and all members of the board of directors warrant the truthfulness, accuracy and completeness of the information disclosed herein, and accept joint responsibility for any misrepresentation or misleading statement contained in or material omission from this announcement.*

The fourth meeting of the fifth session of the board of directors (the “Board”) of Aluminum Corporation of China Limited\* (the “Company”) was convened at the conference room of the Company’s office building located at No.62 North Xizhimen Street, Haidian District, Beijing, at 10:20 a.m. on 30 August 2013 (Friday). 9 out of the 9 eligible directors attended the meeting in person, among which Mr. Wang Jun appointed Mr. Xiong Weiping to attend the meeting on his behalf and vote in accordance with his expressed intention. Certain supervisors, senior management and Secretary to the Board of the Company attended the meeting as non-voting participants. The meeting was chaired by Mr. Xiong Weiping, the Chairman of the Company, and was convened in compliance with relevant requirements of the Company Law of the People’s Republic of China and the Articles of Association. At the meeting, 8 resolutions including 2013 Interim Report of the Company were considered and passed as follows:

**I. THE PROPOSAL IN RELATION TO THE COMPANY’S PROPOSED ADDITION OF ACCOUNTING POLICIES AND ACCOUNTING ESTIMATION TO 2013 INTERIM REPORT WAS CONSIDERED AND APPROVED**

It was approved that the Company shall add certain presentation of accounting policies and accounting estimation for the energy segment in 2013 interim report.

Voting result: Out of the 9 ballots carrying voting rights, 9 assenting votes, 0 dissenting vote, 0 abstained vote

## **II. THE PROPOSAL IN RELATION TO THE 2013 INTERIM REPORT OF THE COMPANY WAS CONSIDERED AND APPROVED**

The 2013 interim report of the Company (including the financial report prepared under the International Accounting Standards and the PRC Accounting Standards) was approved.

Voting result: Out of the 9 ballots carrying voting rights, 9 assenting votes, 0 dissenting vote, 0 abstained vote

## **III. THE PROPOSAL IN RELATION TO THE CHANGE OF COMPOSITION OF THE AUDIT COMMITTEE OF THE FIFTH SESSION OF THE BOARD OF THE COMPANY WAS CONSIDERED AND APPROVED**

The appointment of Mr. Wu Zhenfang as the member of the audit committee of the fifth session of the Board of the Company was approved. The audit committee of the fifth session of the Board of the Company shall comprise three members, namely Mr. Wu Jianchang, Mr. Ma Si-hang, Frederick and Mr. Wu Zhenfang. Mr. MA Si-hang, Frederick is the chairman of the committee.

Voting result: Out of the 9 ballots carrying voting rights, 9 assenting votes, 0 dissenting vote, 0 abstained vote

## **IV. THE PROPOSAL IN RELATION TO THE CHANGE OF THE COMPOSITION OF THE NOMINATION COMMITTEE OF THE FIFTH SESSION OF THE BOARD OF THE COMPANY WAS CONSIDERED AND APPROVED**

The appointments of Mr. Luo Jianchuan and Mr. Wu Zhenfang as members of the nomination committee of the fifth session of the Board of the Company were approved. The nomination committee of the fifth session of the Board of the Company shall comprise five members, namely Mr. Xiong Weiping, Mr. Luo Jianchuan, Mr. Wu Jianchang, Mr. Ma Si-hang, Frederick and Mr. Wu Zhenfang. Mr. Wu Jianchang is the chairman of the committee.

Voting result: Out of the 9 ballots carrying voting rights, 9 assenting votes, 0 dissenting vote, 0 abstained vote

## **V. THE PROPOSAL IN RELATION TO THE CHANGE OF COMPOSITION OF THE REMUNERATION COMMITTEE OF THE FIFTH SESSION OF THE BOARD OF THE COMPANY WAS CONSIDERED AND APPROVED**

The appointment of Mr. Wu Zhenfang as the member and chairman of the remuneration committee of the fifth session of the Board of the Company was approved. In the meantime, Mr. Wu Jianchang will no longer serve as the member and chairman of the remuneration committee of the fifth session of the Board of the Company. The remuneration committee of the fifth session of the Board of the Company shall comprise three members, namely Mr. Ma Si-hang, Frederick, Mr. Wu Zhenfang and Mr. Liu Caiming. Mr. Wu Zhenfang is the chairman of the committee.

Voting result: Out of the 9 ballots carrying voting rights, 9 assenting votes, 0 dissenting vote, 0 abstained vote

## **VI. THE PROPOSAL IN RELATION TO THE PROPOSED GUARANTEE PROVIDED BY SHANXI HUASHENG ALUMINUM LIMITED COMPANY (山西華聖鋁業有限公司) FOR ITS ASSOCIATE WAS CONSIDERED AND APPROVED**

1. It was approved that Shanxi Huasheng Aluminum Limited Company (山西華聖鋁業有限公司) shall provide guarantee for the project loans of Huozhou Coal Group Xingshengyuan Coal Co., Ltd. (霍州煤電集團興盛園煤業有限責任公司), its associate, in proportion to its shareholding.
2. All the independent directors of the Company believe that the abovementioned guarantee is in compliance with the requirements of laws, regulations and the Articles of Association.
3. It was approved that the abovementioned guarantee shall be submitted to the general meeting for consideration and approval.

Voting result: Out of the 9 ballots carrying voting rights, 9 assenting votes, 0 dissenting vote, 0 abstained vote

**VII.THE PROPOSAL IN RELATION TO CHALCO NINGXIA ENERGY GROUP LIMITED\*’S PROPOSED SUBSCRIPTION OF SHARES ISSUED THROUGH NON-PUBLIC OFFERING BY NING XIA YIN XING ENERGY CO., LTD.\* WAS CONSIDERED AND APPROVED**

1. It was approved that Chalco Ningxia Energy Group Limited\* (hereinafter referred to as “Chalco Ningxia Energy”), proposed to subscribe for the shares issued through non-public offering by Ning Xia Yin Xing Energy Co., Ltd.\* (hereinafter referred to as “Yinxing Energy”) for a consideration of the assets in the wind power generation business of Chalco Ningxia Energy. Chalco Ningxia Energy also proposed to subscribe for 20% of the banking facility of Yinxing Energy for ancillary facilities in cash. Upon completion of subscription, Chalco Ningxia Energy will hold 283,505,700 shares of Yinxing Energy and its shareholding will increase from 28.02% to 52.67%.
2. The proposed non-public offering of Yinxing Energy is still subject to the approval of relevant regulatory bodies. If there is any adjustment to the proposal of offering, the Chairman of the Company shall be authorized to review and approve such adjustments.

Voting result: Out of the 9 ballots carrying voting rights, 9 assenting votes, 0 dissenting vote, 0 abstained vote

**VIII.THE PROPOSAL IN RELATION TO THE COMPANY’S PROPOSED PLEDGE OF ITS EQUITY INTERESTS IN CHALCO NINGXIA ENERGY GROUP LIMITED\* TO APPLY FOR ANNEXATION LOANS WAS CONSIDERED AND APPROVED**

It was approved that the Company shall pledge its equity interests in Chalco Ningxia Energy Group Limited\* to apply for annexation loans.

Voting result: Out of the 9 ballots carrying voting rights, 9 assenting votes, 0 dissenting vote, 0 abstained vote

Document Available for Inspection:

1. Resolutions Passed at the Fourth Meeting of the Fifth Session of the Board of Directors of Aluminum Corporation of China Limited\*
2. Independent Opinions of the Independent Directors of Aluminum Corporation of China Limited\* on the External Guarantees

**The Board of Aluminum Corporation of China Limited\***

30 August 2013