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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)

**POLL RESULTS ANNOUNCEMENT OF  
THE 2015 FIRST EXTRAORDINARY GENERAL MEETING**

At the EGM held on 26 February 2015, all resolutions set out in the revised notice of the 2015 First Extraordinary General Meeting dated 30 January 2015 were duly passed.

References are made to the circular (the “**Circular**”) of Aluminum Corporation of China Limited\* (the “**Company**”) dated 13 January 2015 and the revised notice of the 2015 First Extraordinary General Meeting (“**EGM**”) dated 30 January 2015. Terms used in this announcement shall have the same meanings as defined in the Circular unless the context requires otherwise.

## **I. CONVENING AND ATTENDANCE OF THE EGM**

The EGM was held by way of poll at 2:00 p.m. on Thursday, 26 February 2015 at the Company's conference room at No. 62 North Xizhimen Street, Haidian District, Beijing, the PRC.

The number of shares held by Shareholders who are entitled to attend and vote at the EGM amounted to 13,524,487,892 Shares. 24 Shareholders and authorized proxies, holding 8,083,868,491 Shares, representing 59.77% of the total number of issued shares of the Company carrying voting rights were present at the EGM.

The total number of shares of the Company entitling the holders thereof to attend and vote for or against all the resolutions at the EGM was 13,524,487,892. In addition, there were no shares of the Company entitling the holders thereof to attend but vote only against any resolution at the EGM.

The EGM was convened by the Board of the Company and chaired by Mr. Luo Jianchuan, an executive director and president of the Company. Certain directors, supervisors, senior management and the lawyer as witness of the Company presented at the meeting. Both on-site voting and network voting were adopted for the meeting. The convening of and the voting on the meeting were in compliance with relevant laws and regulations and the requirements as stipulated in the Articles of Association of the Company. The meeting was legally and validly convened.

## II. RESOLUTIONS CONSIDERED

All of the following ordinary resolutions were considered and passed by way of poll at the EGM:

1. To consider and approve the resolution in relation to the election of Directors of the fifth session of the Board of the Company:

No. of resolutions	Name of resolutions	(For) Number of votes	(For) Number of votes representing of the voting rights at the EGM (%)	Elected or not
1.1	To consider and approve the resolution in relation to the election of Mr. Ge Honglin as an executive Director of the fifth session of the Board of the Company	8,017,770,002	99.18	Yes
1.2	To consider and approve the resolution in relation to the election of Mr. Liu Caiming as a non-executive Director of the fifth session of the Board of the Company	7,932,874,860	98.13	Yes

2. To consider and approve the resolution in relation to the election of the independent non-executive Director of the fifth session of the Board of the Company:

No. of resolution	Name of resolution	(For) Number of votes	(For) Number of votes representing of the voting rights at the EGM (%)	Elected or not
2.1	To consider and approve the resolution in relation to the election of Ms. Chen Lijie as an independent non-executive Director of the fifth session of the Board of the Company	8,036,721,330	99.42	Yes

3. To consider and approve the resolution in relation to the proposed transfer of all shares held by the Company in Jiaozuo Wanfang Aluminum Manufacturing Co., Ltd.:

No. of resolution	For		Against		Abstain	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
3	8,035,828,598	99.42	47,126,444	0.58	0	0

*Note:* Pursuant to Article 79 of the Articles of Association, any abstained vote or waiver to vote shall be disregarded as voting rights for the purposes of calculating the result of that resolution.

### **III. LAWYER AS WITNESS**

The meeting was witnessed by lawyers from Jincheng Tongda & Neal, Beijing, the PRC legal adviser of the Company, who issued a legal opinion on the meeting, concluding that the convening of and the procedures for holding the meeting, the voting procedures adopted, the eligibility of the person who convened the meeting and the eligibility of shareholders (or their proxies) who attended the meeting were in compliance with relevant laws and relevant requirements of the Articles of Association and that the voting results of the meeting were valid.

### **IV. SCRUTINEER**

Hong Kong Registrars Limited, the H share registrar and transfer office of the Company, acted as the scrutineer at the EGM for the purposes of vote-taking.

### **V. ELECTION OF THE BOARD AND DIRECTORS' COMMITTEE**

At the EGM, Mr. Ge Honglin was elected as an executive Director of the fifth session of the Board of the Company, Mr. Liu Caiming was elected as a non-executive Director of the fifth session of the Board of the Company and Ms. Chen Lijie was elected as an independent non-executive Director of the fifth session of the Board of the Company. The term of office of such Directors commences from the conclusion of the EGM to the date of the election of the sixth session of the Board. For biographical details and other information of such Directors which are required to be disclosed under Rule 13.51(2) of the Hong Kong Listing Rules, please refer to the announcement of the Company dated 5 January 2015. Mr. Wu Jianchang resigned as an independent non-executive Director due to his age and his resignation became effective upon the election of Ms. Chen Lijie as an independent non-executive Director of the fifth session of the Board of the Company at the EGM.

Immediately following the conclusion of the EGM, the Company held the sixteenth meeting of the fifth session of the Board. At the meeting, the Board elected Mr. Ge Honglin as the chairman of the fifth session of the Board of the Company.

In addition, the Board approved the adjustment of the composition of each specialized committee under the fifth session of the Board of the Company as follows:

- (i) The Nomination Committee under the fifth session of the Board comprises Mr. Ge Honglin, Mr. Luo Jianchuan, Mr. Ma Si-hang, Frederick, Mr. Wu Zhenfang and Ms. Chen Lijie, with Mr. Ge Honglin being the chairman.
- (ii) The Remuneration Committee under the fifth session of the Board comprises Mr. Liu Caiming, Mr. Ma Si-hang, Frederick and Mr. Wu Zhenfang, with Mr. Wu Zhenfang being the chairman.
- (iii) The Audit Committee under the fifth session of the Board comprises Mr. Ma Si-hang, Frederick, Mr. Wu Zhenfang and Ms. Chen Lijie, with Mr. Ma Si-hang, Frederick being the chairman.
- (iv) The Development Planning Committee under the fifth session of the Board comprises Mr. Ge Honglin, Mr. Luo Jianchuan, Mr. Jiang Yinggang and Mr. Wu Zhenfang, with Mr. Ge Honglin being the chairman.
- (v) The Occupational Health and Safety and Environment Committee under the fifth session of the Board comprises Mr. Liu Xiangmin, Mr. Jiang Yinggang and Mr. Wang Jun, with Mr. Liu Xiangmin being the chairman.

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

Beijing, the PRC  
26 February 2015

*As at the date of this announcement, the members of the board of directors comprise Mr. Ge Honglin, Mr. Luo Jianchuan, Mr. Liu Xiangmin and Mr. Jiang Yinggang (Executive Directors); Mr. Liu Caiming and Mr. Wang Jun (Non-executive Directors); Mr. Ma Si-hang, Frederick, Mr. Wu Zhenfang and Ms. Chen Lijie (Independent Non-executive Directors).*

\* *For identification purposes only*