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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
AND INSIDE INFORMATION
PROPOSED DISPOSAL OF
EQUITY INTEREST IN NANHAI ALLOY**

This announcement is made by Aluminum Corporation of China Limited* (the “**Company**” or, together with its subsidiaries, the “**Group**”) pursuant to Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rules 13.09 and 13.10B of the Rules Governing the Listing of Securities (“**Listing Rules**”) on The Stock Exchange of Hong Kong Limited.

On 13 November 2015, the Company issued an A Share announcement on Shanghai Stock Exchange in accordance with the relevant provisions of Shanghai Stock Exchange, the content of which was in relation to the Company’s proposed disposal of the 100% equity interest held by the Company in 中鋁南海合金有限公司 (Chalco Nanhai Alloy Co., Ltd.*) (“**Nanhai Alloy**”) which is principally engaged in processing and trading of non-ferrous metal (the “**Proposed Disposal**”).

The Company is of the view that certain aspects of the A Share announcement are inside information in nature, and believes that it is appropriate to make public disclosure to enable the shareholders of the Company and the public to appraise the position of the Group.

The Company will publish an announcement according to the progress of public tender of the Proposed Disposal as and when appropriate. Upon the negotiation of transaction terms or execution of such agreement between the Company and the successful bidder in relation to the Proposed Disposal, the Company will comply with applicable requirements under the Listing Rules as and when appropriate.

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

Beijing, the People's Republic of China
13 November 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, Ms. Chen Lijie and Mr. Hu Shihai (Independent Non-executive Directors).

* *For identification purpose only*

**The Announcement of
Aluminum Corporation of China Limited
On The Proposed Transfer of the Entire Equity Interest of
Chalco Nanhai Alloy Co., Ltd.**

The Board of Directors and all Directors ensure that this announcement does not contain any false, misleading statements or material omissions, and severally and jointly accept responsibility for the truthfulness, accuracy and completeness of the contents.

Highlights:

1. The Company and its subsidiary Chalco Trading intend to transfer 100% equity interest of Chalco Nanhai Alloy Co., Ltd., the wholly-owned subsidiary of the Company, through public listing. At present, the Company is aware that Chinalco or its affiliated companies are interested in participating in the bidding. Such equity transfer will constitute a connected transaction if the bid is successful.

I. DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following respective meanings:

“The Company” or “Chalco” Aluminum Corporation of China Limited

“Nanhai Alloy” Chalco Nanhai Alloy Co., Ltd.

“Chinalco” Aluminum Corporation of China

“Chalco Trading” China Aluminum International Trading Co., Ltd.

“RMB” Renminbi

II. OVERVIEW OF THE TRANSACTION

1. Main contents of the transaction

The Company and its subsidiary Chalco Trading intend to transfer 100% equity interest in Nanhai Alloy (of which 60% is held by the Company and 40% is held by Chalco Trading) through public listing, with a consideration of no less than the net asset value after assessment of RMB210,718,100 (subject to formal assessment report).

2. The progress of procedures

- (1) On 13 November 2015, the Company held the 23rd session of the meeting of the fifth Board of Directors and considered the Proposal on the Proposed Transfer of the Entire Equity Interest of Chalco Nanhai Alloy Co., Ltd.. Associate directors Ge Honglin, Luo Jianchuan, Liu Cai Ming abstained from voting. The remaining Directors reviewed and approved the proposal.
- (2) This transaction is subject to be submitted to the shareholders' meeting for approval.
- (3) This connected transaction has obtained the advanced confirmation from the Company's Independent Directors and Independent Directors has issued a separate opinion on this connected transaction.

III. BASIC PARTICULARS OF CHINALCO

If Chinalco or its affiliated companies participate in this bidding of equity interests, this equity interests transfer constitutes a connected transaction. The basic particulars of Chinalco are as follows: Chinalco is the Company's controlling shareholder, as well as the Company's related legal person. Chinalco is a state owned company, solely funded by the China government, and it was legally incorporated in February 2001, with its legal representative as Ge Honglin. The registered capital is RMB22,301,051,000. The registered address is No.62 Xizhimen North Street, Haidian District, Beijing. The main business scope includes: bauxite mining; deployment of personnel necessary for overseas engineering projects commensurating with its capacity, scale and performance; operation and management of state-owned assets and equities; production and sales of aluminum, copper, rare earth and related non-ferrous metals mineral products, smelted products and carbon products; exploration design, general project contracting, construction and installation; equipment manufacturing; technological development and technical service; import and export businesses. As at 31 December 2014, Chinalco has total assets of RMB486,449,000,000, net assets of RMB55,594,000,000 and main business income of RMB280,008,000,000.

IV. BASIC PARTICULARS OF NANHAI ALLOY

Nanhai Alloy was established on 25 June 2007, solely funded by the Company, with a registered capital of RMB184,000,000. On 1 June 2014, the Company made a capital injection to Chalco Trading by transferring 40% equity interests in Nanhai Alloy. The 100% equity interest will be disposed of by Chalco Trading together with the Company in this transaction.

The main business scope of Nanhai Alloy includes: processing and trading of non-ferrous metal: non-ferrous minerals, materials and alloys (including intermediate alloy, wrought alloys, casting alloys, casting alloys, etc.), non-ferrous metal casting (casting rods, ingots, flat ingot, die castings, casting parts, sand casting, etc.), non-ferrous metal processing material (including tubes, rods, profiles, sheet, strip, foil, etc.); high-tech development, technical consulting, technology transfer. (For projects subject to legal approvals, they should be approved by the relevant authorities before carrying out its business activities)

As at 30 September 2015, the audited total assets of Nanhai Alloy amounted to RMB247,561,100, its total liabilities amounted to RMB144,158,800 and its net assets amounted to RMB103,402,300.

V. MAIN CONTENTS OF EQUITY TRANSFER AGREEMENT

The transaction agreement will be officially signed with the transferee after the listing on Assets and Equity Exchange. The Company will disclose the contents in accordance with the laws after the official signing of the transaction documents.

VI. IMPACT OF THIS TRANSACTION ON THE COMPANY

The transaction is consistent with the strategic layout of the Company, and it helps to strengthen, improve and refine our main business of aluminum, as well as revitalizing the Company's idle assets.

VII. INDEPENDENT OPINION OF INDEPENDENT DIRECTORS

This connected transaction has been approved in advance by the Company's Independent Directors. The Independent Directions are of the views that:

Such transaction helps to revitalize the Company's idle assets, increase utilization efficiency of assets, improve debt structure, which will help the company to upgrade and restructuring and is in line with the Company's development strategy and the overall interests. Such connected transaction is carried on normal commercial terms and is fair and reasonable and of the interests of the Company and all shareholders as a whole.

VIII. DOCUMENTS FOR REFERENCE

1. Resolution of the 23rd Meeting of the Fifth Board of Directors.
2. Independent opinion of Independent Directors.

13 November 2015

Board of Directors
Aluminum Corporation of China Limited