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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)

**ANNOUNCEMENT  
POLL RESULTS OF THE 2015 SECOND EXTRAORDINARY  
GENERAL MEETING  
AND  
THE APPOINTMENT OF THE DIRECTORS AND SUPERVISOR**

At the 2015 second extraordinary general meeting of the Company held on 29 December 2015, all resolutions set out in the notice of the EGM dated 13 November 2015 and the supplemental notice of the EGM dated 1 December 2015 were duly passed.

At the EGM, Mr. Ao Hong was elected as an executive Director of the fifth session of the Board of the Company, Mr. Lie-A-Cheong Tai Chong, David was elected as an independent non-executive Director of the fifth session of the Board of the Company and Mr. Wang Jun was elected as a Supervisor of the fifth session of the Supervisory Committee of the Company.

References are made to the notice of the 2015 second extraordinary general meeting (the “**EGM**”) dated 13 November 2015, the supplemental notice of the EGM dated 1 December 2015, the circular of the EGM dated 13 November 2015 and the supplemental circular of the EGM dated 14 December 2015 (the “**Circulars**”) of Aluminum Corporation of China Limited\* (the “**Company**”). Terms used in this announcement shall have the same meanings as defined in the Circulars unless the context requires otherwise.

## 1. PARTICULARS OF THE MEETING

1. Time of on-site meeting of the EGM: 2:00 p.m. on Tuesday, 29 December 2015.
2. The time for network voting at the EGM: The time for voting on the voting platform of the Shanghai Stock Exchange Online Voting System is 9:15 to 9:25, 9:30 to 11:30, 13:00 to 15:00 on 29 December 2015. The time for voting on the internet voting platform is 9:15 to 15:00 on 29 December 2015.
3. Venue of on-site meeting: the Company's conference room at No. 62 North Xizhimen Street, Haidian District, Beijing, the People's Republic of China.
4. Way of convening the meeting: both on-site voting and network voting were adopted for the EGM.
5. Convenor of the meeting: the Board of Directors.
6. Chairman of the meeting: Mr. Ge Honglin.
7. The meeting was convened in compliance with the requirements of the Company Law of the People's Republic of China and the Articles of Association of the Company (the "**Articles of Association**").

## II. ATTENDANCE OF THE MEETING

As at the date of the EGM, the Company has 14,903,798,236 Shares in issue. In respect of all the resolutions set out in the notice and supplemental notice of the EGM, the total number of Shares entitling the holders to attend and vote for or against all the resolutions through on-site voting or network voting at the meeting was 14,903,798,236 Shares. 17 Shareholders and proxies attended the EGM (including on-site meeting and network voting), representing 6,848,388,627 Shares, accounting for 45.95% of the total number of issued Shares of the Company as at the equity record date of the EGM (i.e. 27 November 2015), including 16 A Shareholders and proxies attended on-site meeting and network voting, representing 5,291,874,027 A Shares; 1 H Shareholder and proxy attended on-site meeting, representing 1,556,514,600 H Shares. Chinalco and its associates have abstained from voting on (i) the resolution in relation to the proposed capital contribution to Chinalco Property Development Co., Ltd.\* (中鋁置業發展有限公司) by the Company and its subsidiaries by way of injecting certain urban property assets and cash; (ii) the resolution in relation to the proposed transfer of the property assets of Chalco Hong Kong Limited\* (中國鋁業香港有限公司) by the Company; (iii) the resolution in relation to the proposed capital contribution to Chinalco Capital Holdings Co., Ltd.\* (中鋁資本控股有限公司) by the Company by way of injecting the equity interests in ABC-CA Fund Co.,

Ltd.\* (農銀匯理基金有限公司) held by the Company and cash; (iv) the resolution in relation to the proposed transfer of all equity interests in China Aluminum Nanhai Alloy Co., Ltd.\* (中鋁南海合金有限公司) held by the Company; (v) the resolution in relation to the proposed transfer of equity interests in China Aluminum Logistics Group Corporation Ltd.\* (中鋁物流集團有限公司) by the Company; (vi) the resolution in relation to the revision of the 2015 annual cap of revenue transactions under the General Agreement on Mutual Provision of Production Supplies and Ancillary Services; and (vii) the resolution in relation to the New Finance Lease Framework Agreement entered into by the Company and Chinalco Lease and the proposed cap thereunder. Save as the above, none of the Shareholders has been imposed any restrictions regarding voting on the resolutions at the EGM. None of the Shareholders was entitled to attend but should abstain from voting in favour of any resolutions at the EGM.

### III. RESOLUTIONS CONSIDERED

All of the following resolutions were considered and passed by way of voting by poll at the meeting:

#### ORDINARY RESOLUTIONS

1. To consider and approve the resolution in relation to the proposed capital contribution to Chinalco Property Development Co., Ltd.\* (中鋁置業發展有限公司) by the Company and its subsidiaries by way of injecting certain urban property assets and cash.

Voting results:

Type of Shareholders	For		Against		Abstain <sup>Note</sup>	
	Votes	Proportion	Votes	Proportion	Votes	Proportion
		(%)		(%)		(%)
A Shares	160,397,926	97.42	4,234,300	2.58	0	0.00
H Shares	1,121,403,277	72.07	434,610,323	27.93	0	0.00
Total ordinary shares	1,281,801,203	74.4954	438,844,623	25.5046	0	0.0000

2. To consider and approve the resolution in relation to the proposed transfer of the property assets of Chalco Hong Kong Limited\* (中國鋁業香港有限公司) by the Company.

Voting results:

Type of Shareholders	For		Against		Abstain <sup>Note</sup>	
	Votes	Proportion	Votes	Proportion	Votes	Proportion
		(%)		(%)		(%)
A Shares	164,545,926	99.94	86,300	0.06	0	0.00
H Shares	1,555,058,491	99.94	965,109	0.06	0	0.00
Total ordinary shares	1,719,604,417	99.9389	1,051,409	0.0611	0	0.0000

3. To consider and approve the resolution in relation to the proposed capital contribution to Chinalco Capital Holdings Co., Ltd.\* (中鋁資本控股有限公司) by the Company by way of injecting the equity interests in ABC-CA Fund Co., Ltd.\* (農銀匯理基金有限公司) held by the Company and cash.

Voting results:

Type of Shareholders	For		Against		Abstain <sup>Note</sup>	
	Votes	Proportion	Votes	Proportion	Votes	Proportion
		(%)		(%)		(%)
A Shares	160,396,526	97.42	4,235,700	2.58	0	0.00
H Shares	1,121,367,411	72.07	434,656,189	27.93	0	0.00
Total ordinary shares	1,281,763,937	74.4928	438,891,889	25.5072	0	0.0000

4. To consider and approve the resolution in relation to the proposed transfer of all equity interests in China Aluminum Nanhai Alloy Co., Ltd.\* (中鋁南海合金有限公司) held by the Company.

Voting results:

Type of Shareholders	For		Against		Abstain <sup>Note</sup>	
	Votes	Proportion	Votes	Proportion	Votes	Proportion
		(%)		(%)		(%)
A Shares	164,545,926	99.94	86,300	0.06	0	0.00
H Shares	1,555,574,648	99.94	913,702	0.06	0	0.00
Total ordinary shares	1,720,120,574	99.9419	1,000,002	0.0581	0	0.0000

5. To consider and approve the resolution in relation to the proposed transfer of equity interests in China Aluminum Logistics Group Corporation Ltd.\* (中鋁物流集團有限公司) by the Company.

Voting results:

Type of Shareholders	For		Against		Abstain <sup>Note</sup>	
	Votes	Proportion	Votes	Proportion	Votes	Proportion
		(%)		(%)		(%)
A Shares	164,545,926	99.94	86,300	0.06	0	0.00
H Shares	1,555,574,648	99.94	913,702	0.06	0	0.00
Total ordinary shares	1,720,120,574	99.9419	1,000,002	0.0581	0	0.0000

6. To consider and approve the resolution in relation to the proposed transfer of equity interests in Shanxi Huaxing Aluminum Co., Ltd.\* (山西華興鋁業有限公司) by the Company.

Voting results:

Type of Shareholders	For		Against		Abstain <sup>Note</sup>	
	Votes	Proportion	Votes	Proportion	Votes	Proportion
		(%)		(%)		(%)
A Shares	5,291,787,727	99.99	86,300	0.01	0	0.00
H Shares	1,555,574,166	99.94	924,184	0.06	0	0.00
Total ordinary shares	6,847,361,893	99.9852	1,010,484	0.0148	0	0.0000

7. To consider and approve the resolution in relation to the revision of the 2015 annual cap of revenue transactions under the General Agreement of Mutual Provision of Production Supplies and Ancillary Services.

Voting results:

Type of Shareholders	For		Against		Abstain <sup>Note</sup>	
	Votes	Proportion	Votes	Proportion	Votes	Proportion
		(%)		(%)		(%)
A Shares	164,442,026	99.88	86,300	0.12	0	0.00
H Shares	1,528,497,892	99.05	14,630,421	0.95	0	0.00
Total ordinary shares	1,692,939,918	99.1382	14,716,721	0.8618	0	0.0000

8. To consider and approve the resolution in relation to the New Finance Lease Framework Agreement entered into by the Company and Chinalco Lease and the proposed caps thereunder.

Voting results:

Type of Shareholders	For		Against		Abstain <sup>Note</sup>	
	Votes	Proportion	Votes	Proportion	Votes	Proportion
		(%)		(%)		(%)
A Shares	164,442,026	99.88	86,300	0.12	0	0.00
H Shares	1,525,623,624	98.86	17,528,487	1.14	0	0.00
Total ordinary shares	1,690,065,650	98.9685	17,614,787	1.0315	0	0.0000

9. To consider and approve the resolution in relation to the proposed change of the US auditor by the Company.

Voting results:

Type of Shareholders	For		Against		Abstain <sup>Note</sup>	
	Votes	Proportion	Votes	Proportion	Votes	Proportion
		(%)		(%)		(%)
A Shares	5,291,787,727	99.99	86,300	0.01	0	0.00
H Shares	1,556,178,323	99.98	319,334	0.02	0	0.00
Total ordinary shares	6,847,966,050	99.9941	405,634	0.0059	0	0.0000

## SPECIAL RESOLUTIONS

10. To consider and approve the resolution in relation to the proposed non-public issuance of corporate bonds by the Company.

Voting results:

Type of Shareholders	For		Against		Abstain <sup>Note</sup>	
	Votes	Proportion	Votes	Proportion	Votes	Proportion
		(%)		(%)		(%)
A Shares	5,291,676,727	99.99	197,300	0.01	0	0.00
H Shares	1,476,989,994	94.89	79,524,581	5.11	0	0.00
Total ordinary shares	6,768,666,721	98.8359	79,721,881	1.1641	0	0.0000

11. To consider and approve the resolution in relation to the amendments to the Articles of Association.

Voting results:

Type of Shareholders	For		Against		Abstain <sup>Note</sup>	
	Votes	Proportion (%)	Votes	Proportion (%)	Votes	Proportion (%)
A Shares	5,291,787,727	99.99	86,300	0.01	0	0.00
H Shares	1,554,920,414	99.90	1,569,861	0.10	0	0.00
Total ordinary shares	6,846,708,141	99.9758	1,656,161	0.0242	0	0.0000

### ORDINARY RESOLUTIONS (CUMULATIVE VOTING)

12. To consider and approve the resolution in relation to the election of Mr. Ao Hong as an executive Director of the fifth session of the Board of Directors of the Company.

Voting results:

Votes for	Total votes for representing the valid voting rights present at the EGM (%) <sup>Note</sup>	Whether elected
6,845,119,511	99.9550	yes

13. To consider and approve the resolution in relation to the election of Mr. Lie-A-Cheong Tai Chong, David as an independent non-executive Director of the fifth session of the Board of Directors of the Company.

Voting results:

Votes for	Total votes for representing the valid voting rights present at the EGM (%) <sup>Note</sup>	Whether elected
6,846,714,488	99.9786	yes

14. To consider and approve the resolution in relation to the election of Mr. Wang Jun as a Supervisor of the fifth session of the Supervisory Committee of the Company.

Voting results:

<b>Votes for</b>	<b>Total votes for representing the valid voting rights present at the EGM (%) <sup>Note</sup></b>	<b>Whether elected</b>
6,810,909,452	99.4580	yes

*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 purpose of calculating the result of that resolution.

#### **IV. LAWYER AS WITNESS**

The meeting was witnessed by lawyers from Jincheng Tongda & Neal, Beijing, the legal adviser of the Company, who issued a legal opinion on the meeting considering 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 requirements of relevant laws and the Articles of Association and that the voting results of the meeting were valid.

#### **V. SCRUTINEER**

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

#### **VI. THE APPOINTMENT OF THE DIRECTORS AND SUPERVISOR**

Mr. Ao Hong was elected as an executive Director of the fifth session of the Board of the Company and Mr. Lie-A-Cheong Tai Chong, David was elected as an independent non-executive Director of the fifth session of the Board of the Company at the EGM for a term commencing from the conclusion of the EGM to the election of the sixth session of the Board of the Company. Please refer to the announcements dated 20 November 2015 and 13 November 2015 of the Company for the biographical details of Mr. Ao and Mr. Lie-A-Cheong respectively and other information required to be disclosed under Rule 13.51(2) of the Hong Kong Listing Rules.



Mr. Wang Jun was elected as a Supervisor of the fifth session of the Supervisory Committee of the Company at the EGM for a term commencing from the conclusion of the EGM to the election of the sixth session of the Supervisory Committee of the Company. Please refer to the announcement dated 30 November 2015 of the Company for the biographical details of Mr. Wang and other information required to be disclosed under Rule 13.51(2) of the Hong Kong Listing Rules.

The resignation of Mr. Ma Si-hang, Frederick as an independent non-executive Director, the chairman of the Audit Committee and a member of the Nomination Committee and the Remuneration Committee of the Company took effect on the same day. Given the resignation of Mr. Ma, the Company is temporarily unable to satisfy (i) the requirement on the composition of the audit committee under Rule 3.21 of the Hong Kong Listing Rules; and (ii) the requirement on the composition of the remuneration committee under Rule 3.25 of the Hong Kong Listing Rules. A Board meeting will be convened by the Company to fill the vacancy of relevant special committees as soon as practicable. The Company will make further announcement in relation to such appointment as and when appropriate.

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

Beijing, the PRC  
29 December 2015

*As at the date of this announcement, the members of the board of directors comprise Mr. Ge Honglin, Mr. Ao Hong, Mr. Liu Xiangmin and Mr. Jiang Yinggang (Executive Directors); Mr. Liu Caiming and Mr. Wang Jun (Non-executive Directors); Ms. Chen Lijie, Mr. Hu Shihai and Mr. Lie-A-Cheong Tai Chong, David (Independent Non-executive Directors).*

\* *For identification purposes only*