



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)

FORM OF PROXY
FOR THE 2015 ANNUAL GENERAL MEETING TO BE HELD ON TUESDAY, 28 JUNE 2016

No. of shares to which this Form of Proxy relates <i>(Note 1)</i>	
Type of shares (A Shares or H Shares) to which this Form of Proxy relates <i>(Note 2)</i>	

I/We *(Note 3)* _____
of _____
being shareholder(s) of **ALUMINUM CORPORATION OF CHINA LIMITED*** (the “**Company**”) hereby appoint the Chairman of the Meeting *(Note 4)* or _____
of _____
as my/our proxy to attend and vote for me/us and on my/our behalf at the 2015 Annual General Meeting of the Company to be held at the Company’s conference room at No. 62 North Xizhimen Street, Haidian District, Beijing, the PRC at 2:00 p.m. on Tuesday, 28 June 2016 as hereunder indicated in respect of the resolutions set out in the Notice of 2015 Annual General Meeting, and, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		For <i>(Note 5)</i>	Against <i>(Note 5)</i>	Abstain <i>(Note 5)</i>
1	To consider and approve the resolution in relation to the Directors’ Report of the Company for the year ended 31 December 2015.			
2	To consider and approve the resolution in relation to the Supervisory Committee’s Report of the Company for the year ended 31 December 2015.			
3	To consider and approve the resolution in relation to the independent auditor’s report and the audited financial report of the Company for the year ended 31 December 2015.			
4	To consider and approve the resolution in relation to the loss recovery proposals of the Company for the year 2015.			
5	To consider and approve the resolution in relation to the remuneration standards for Directors and Supervisors of the Company for the year 2016.			
6	To consider and approve the resolution in relation to the proposed renewal of liability insurance for year 2016-2017 for the Directors, Supervisors and senior management members of the Company.			

ORDINARY RESOLUTIONS		For ^(Note 5)	Against ^(Note 5)	Abstain ^(Note 5)
7	To consider and approve the resolution in relation to the proposed re-appointment of auditors of the Company.			
8	To consider and approve the resolution in relation to the proposed provision of guarantees by the Company to Chalco Hong Kong and its subsidiaries for financing in foreign currencies.			
9	To consider and approve the resolution in relation to the proposed provision of guarantees by the Company to Shanxi Huaze for financing.			
10	To consider and approve the resolution in relation to the matters on guarantees of Ningxia Energy and its subsidiaries for the year 2016.			
SPECIAL RESOLUTIONS		For ^(Note 5)	Against ^(Note 5)	Abstain ^(Note 5)
11	To consider and approve the resolution in relation to the proposed issue of debt financing instruments by the Company.			
12	To consider and approve the resolution in relation to the proposed issue of overseas bonds by the Company or its subsidiaries.			
13	To consider and approve the resolution in relation to the general mandate to issue additional H Shares.			
ORDINARY RESOLUTIONS (CUMULATIVE VOTING)		Votes		
14	To consider and approve the resolution in relation to the election of Directors (excluding independent non-executive Directors) of the sixth session of the Board of the Company:	<i>Cumulative voting adopted for the voting ^(Note 6)</i>		
14.1	To consider and approve the resolution in relation to the election of Mr. Yu Dehui as a non-executive Director of the sixth session of the Board of the Company.			
14.2	To consider and approve the resolution in relation to the election of Mr. Ao Hong as an executive Director of the sixth session of the Board of the Company.			
14.3	To consider and approve the resolution in relation to the election of Mr. Liu Caiming as a non-executive Director of the sixth session of the Board of the Company.			
14.4	To consider and approve the resolution in relation to the election of Mr. Lu Dongliang as an executive Director of the sixth session of the Board of the Company.			
14.5	To consider and approve the resolution in relation to the election of Mr. Jiang Yinggang as an executive Director of the sixth session of the Board of the Company.			
14.6	To consider and approve the resolution in relation to the election of Mr. Wang Jun as a non-executive Director of the sixth session of the Board of the Company.			

ORDINARY RESOLUTIONS (CUMULATIVE VOTING)		Votes
15	To consider and approve the resolution in relation to the election of independent non-executive Directors of the sixth session of the Board of the Company:	<i>Cumulative voting adopted for the voting ^(Note 6)</i>
	15.1 To consider and approve the resolution in relation to the election of Ms. Chen Lijie as an independent non-executive Director of the sixth session of the Board of the Company.	
	15.2 To consider and approve the resolution in relation to the election of Mr. Hu Shihai as an independent non-executive Director of the sixth session of the Board of the Company.	
	15.3 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 sixth session of the Board of the Company.	
16	To consider and approve the resolution in relation to the election of shareholder representative Supervisors of the sixth session of the Supervisory Committee of the Company:	<i>Cumulative voting adopted for the voting ^(Note 6)</i>
	16.1 To consider and approve the resolution in relation to the election of Mr. Liu Xiangmin as a shareholder representative Supervisor of the sixth session of the Supervisory Committee of the Company.	
	16.2 To consider and approve the resolution in relation to the election of Mr. Wang Jun as a shareholder representative Supervisor of the sixth session of the Supervisory Committee of the Company.	

Dated this _____ day of _____ 2016

Signature(s) ^(Note 6): _____

* **Important: You should first review the notice and the circular of the 2015 annual general meeting of the Company dated 13 May 2016 before appointing a proxy. Unless otherwise specified, words used in this form of proxy has the same meaning as defined in the above circular.**

Notes:

1. Please insert the number of shares registered in your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares in the share capital of the Company registered in your name(s).
2. Please also insert the type of shares (A Shares or H Shares) to which this form of proxy relates.
3. Please insert the full name(s) (in Chinese or in English, as shown in the register of members) and registered address(es) in **BLOCK LETTERS**.
4. If any proxy other than the Chairman of the Meeting is preferred, please delete the words “the Chairman of the Meeting or” and insert the name and address of the proxy desired in the space provided. A shareholder may appoint one or more proxies to attend and vote in his stead. A proxy need not be a shareholder of the Company. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE DULY INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
5. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK IN THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED “AGAINST”. IF YOU WISH TO ABSTAIN FROM VOTING ON ANY RESOLUTION, TICK IN THE BOX MARKED “ABSTAIN”. ANY ABSTAIN VOTE OR WAIVER TO VOTE SHALL BE DISREGARDED AS VOTING RIGHTS FOR THE PURPOSE OF CALCULATING THE RESULT OF THAT RESOLUTION.** Failure to tick the box will entitle your proxy to cast your vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolutions properly put to the 2015 Annual General Meeting other than those referred to in the notice of the 2015 Annual General Meeting.
6. The cumulative voting method shall be adopted for the voting of Resolutions No. 14, 15 and 16. The cumulative voting method refers to the voting for the election of directors (excluding independent non-executive directors), independent non-executive directors or supervisors where each share is entitled to the same number of votes which equals to the total number of directors (excluding independent non-executive directors), independent non-executive directors or supervisors to be elected, and your entire votes, represented by the shares held by you, can be equally cast for each candidate or can be consolidated to vote for one or certain candidates. For example, if you hold 100 Shares, then you are entitled to 600 votes, 300 votes and 200 votes for Resolutions No. 14, 15 and 16, respectively. You may cast your respective votes equally to each of the candidates of directors (excluding independent non-executive directors), independent non-executive directors or supervisors with 100 votes for each; or cast respective votes entirely for one or certain candidates of directors (excluding independent non-executive directors), independent non-executive directors or supervisors.

Please note with particular attention that the sum of your votes cast for all candidates of directors (excluding independent non-executive directors), independent non-executive directors or supervisors shall not exceed your entire votes represented by the shares held by you. That is, if the total votes you cast for one, certain or all candidates of directors (excluding independent non-executive directors), independent non-executive directors or supervisors exceed your entire votes represented by the shares held by you, then all the votes will be invalid; if the total votes you cast for one, certain or all candidates of directors (excluding independent non-executive directors), independent non-executive directors or supervisors are fewer than your entire votes represented by the shares held by you, then the votes cast by you shall be valid, and the votes not cast shall be deemed to have been waived by you. If a candidate of directors (excluding independent non-executive directors), independent non-executive directors or supervisors obtains more than half of the votes representing total number of shares (assuming the cumulative voting has not been adopted) from shareholders attending the AGM, he/she will be deemed as elected.
7. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a legal person, must either be executed under its seal or under the hand of a legal representative or other attorney duly authorised to sign the same. If this form of proxy is signed by an attorney of the appointer, the power of attorney authorising that attorney to sign, or other document of authorisation, must be notarially certified.
8. Where there are joint registered holders of any share, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders are present at the Meeting, personally or by proxy, then one of the persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
9. To be valid, for A Shareholders, this form of proxy, together with the notarially certified power of attorney or other document of authorisation, must be delivered to the Board Office at the business address of the Company, Aluminum Corporation of China Limited*, No. 62 North Xizhimen Street, Haidian District, Beijing, the People’s Republic of China (Postal Code: 100082), not less than 24 hours before the time for holding the Meeting. In order to be valid, for holders of H Shares, the above document must be delivered to Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong within the same period.

* For identification purpose only