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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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**If you are in any doubt** as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold all your shares in Aluminum Corporation of China Limited\***, you should at once hand this circular to the purchaser or to the bank, stockbroker or other agent through whom the sale was effected for transmission to the purchaser.

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**This circular is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of the Company.**

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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)

**(1) 2018 FIRST EXTRAORDINARY GENERAL MEETING;  
AND  
(2) 2018 FIRST H SHAREHOLDERS CLASS MEETING**

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A notice convening the EGM to be held at the Company's conference room, No. 62 North Xizhimen Street, Haidian District, Beijing, the PRC at 2:00 p.m. on Monday, 17 September 2018 is set out on page 7 to page 9 of this circular.

A notice convening the H Shareholders Class Meeting to be held at the Company's conference room, No. 62 North Xizhimen Street, Haidian District, Beijing, the PRC on Monday, 17 September 2018 immediately after the conclusion of the EGM and the A Shareholders Class Meeting or any adjournment thereof which will be held at the same place on the same date is set out at page 10 to page 12 of this circular.

Reply slips and forms of proxy for use at the above meetings are enclosed and are also published on the website of the Hong Kong Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)). Shareholders who intend to attend the respective meetings should complete and return the reply slips in accordance with the instructions printed thereon on or before Monday, 27 August 2018. Shareholders who intend to appoint a proxy to attend the meetings are requested to complete the proxy forms in accordance with the instructions printed thereon. In the case of H Shareholders, the proxy forms shall be lodged with the H Shares Registrar of the Company, Hong Kong Registrars Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, and in the case of A Shareholders, the proxy forms shall be lodged at the Office of the Board of the Company at No. 62 North Xizhimen Street, Haidian District, Beijing, the People's Republic of China, Postal Code 100082 as soon as possible and in any event not less than 24 hours before the time appointed for the holding of the EGM and Class Meetings or any adjournment thereof (as the case may be). Completion and return of the proxy forms will not prevent you from attending and voting in person at the meeting(s) or any adjournment if you so wish.

31 July 2018

\* *For identification purpose only*

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## DEFINITIONS

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*In this circular, the following expressions have the following meanings unless the context requires otherwise:*

“A Share(s)”	the domestic share(s) issued by the Company and subscribed for in RMB, which are listed on the Shanghai Stock Exchange;
“A Shareholder(s)”	holder(s) of A Shares;
“A Shareholders Class Meeting”	the 2018 first class meeting of the A Shareholders to be held at the Company’s conference room, No. 62 North Xizhimen Street, Haidian District, Beijing, the PRC in the afternoon of Monday, 17 September 2018 immediately following the conclusion of the EGM or any adjournment thereof which will be held at the same place on the same date;
“ABC Financial”	ABC Financial Asset Investment Company Limited* (農銀金融資產投資有限公司), a limited liability company incorporated in the PRC;
“ADS(s)”	the American Depository Share(s) issued by the Bank of New York Mellon as the depository bank and listed on the New York Stock Exchange, with each ADS representing 25 H Shares;
“Articles of Association”	the articles of association of the Company;
“associate(s)”	has the same meaning ascribed thereto under the Hong Kong Listing Rules;
“Baotou Aluminum”	Baotou Aluminum Co., Ltd.* (包頭鋁業有限公司), a limited liability company incorporated in the PRC and a subsidiary of the Company as at the Latest Practicable Date;
“Board”	the board of Directors of the Company;
“BOC Financial”	BOC Financial Asset Investment Co., Ltd.* (中銀金融資產投資有限公司), a limited liability company incorporated in the PRC;
“Chalco Mining”	Chalco Mining Co., Ltd.* (中鋁礦業有限公司), a limited liability company incorporated in the PRC and a subsidiary of the Company as at the Latest Practicable Date;

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## DEFINITIONS

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“Chalco Shandong”	Chalco Shandong Co., Ltd.* (中鋁山東有限公司), a limited liability company incorporated in the PRC and a subsidiary of the Company as at the Latest Practicable Date;
“China Cinda”	China Cinda Asset Management Co., Ltd.* (中國信達資產管理股份有限公司), a joint stock company incorporated in the PRC with limited liability;
“China Life”	China Life Insurance Company Limited* (中國人壽保險股份有限公司), a joint stock company incorporated in the PRC with limited liability;
“Class Meetings”	the A Shareholders Class Meeting and the H Shareholders Class Meeting;
“Company”	Aluminum Corporation of China Limited* (中國鋁業股份有限公司), a joint stock limited company incorporated in the PRC, the A Shares, H Shares and ADS(s) of which are listed on the Shanghai Stock Exchange, the Hong Kong Stock Exchange and the New York Stock Exchange, respectively;
“connected person(s)”	has the same meaning ascribed thereto under the Hong Kong Listing Rules;
“Consideration Shares”	the new A Shares to be issued by the Company to the Transferors pursuant to the Equity Acquisition Agreements (as amended by the Equity Acquisition Supplemental Agreements) for payment of the consideration for the equity interests of the Target Companies;
“CPIC Life”	China Pacific Life Insurance Co., Ltd.* (中國太平洋人壽保險股份有限公司), a joint stock company incorporated in the PRC with limited liability;
“Director(s)”	the director(s) of the Company;
“EGM”	the 2018 first extraordinary general meeting of the Company to be held at the Company’s conference room, No. 62 North Xizhimen Street, Haidian District, Beijing, the PRC at 2:00 p.m. on Monday, 17 September 2018;

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## DEFINITIONS

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“Equity Acquisition Agreements”	the agreements on the Proposed Acquisition entered into between the Company and each of the Transferors on 31 January 2018, particulars of which are set out in the announcement of the Company dated 31 January 2018 and the supplemental circular to be dispatched to Shareholders on or before 31 August 2018;
“Equity Acquisition Supplemental Agreements”	the supplemental agreements on the Proposed Acquisition entered into between the Company and each of the Transferors on 30 July 2018, particulars of which are set out in the announcement of the Company dated 30 July 2018 and the supplemental circular to be despatched to the Shareholders on or before 31 August 2018;
“H Share(s)”	the overseas-listed foreign invested share(s) in the Company’s share capital, with a nominal value of RMB1.00 each, which are listed on the Hong Kong Stock Exchange and subscribed for in Hong Kong dollars;
“H Shareholder(s)”	holder(s) of H Shares;
“H Shareholders Class Meeting”	the 2018 first class meeting of the H Shareholders to be held at the Company’s conference room, No. 62 North Xizhimen Street, Haidian District, Beijing, the PRC in the afternoon of Monday, 17 September 2018 immediately following the conclusion of the EGM, A Shareholders Class Meeting or any adjournment thereof which will be held at the same place on the same date;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended from time to time;
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Huarong Ruitong”	Huarong Ruitong Equity Investment Management Co., Ltd.* (華融瑞通股權投資管理有限公司), a limited liability company incorporated in the PRC;
“ICBC Financial”	ICBC Financial Asset Investment Co., Ltd.* (工銀金融資產投資有限公司), a limited liability company incorporated in the PRC;

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## DEFINITIONS

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“Independent Shareholder(s)”	Shareholders other than China Cinda, CPIC Life, China Life and their respective associates as well as all other Shareholders who are interested or involved in the Equity Acquisition Agreements (as amended by the Equity Acquisition Supplemental Agreements) and the transactions contemplated thereunder as well as the Specific Mandate, to the extent applicable including but not limited to the connected persons under the Hong Kong Listing Rules and the related parties under the listing rules of the Shanghai Stock Exchange in respect of the Proposed Acquisition and the issuance of the Consideration Shares, if applicable;
“Latest Practicable Date”	26 July 2018, being the latest practicable date of ascertaining certain information contained in this circular prior to its publication;
“PRC”	the People’s Republic of China which, for the purposes of this circular, excludes Hong Kong, the Macau Special Administrative Region and Taiwan;
“Proposed Acquisition”	the acquisition of equity interests in the Target Companies by the Company from the Transferors in accordance with the Equity Acquisition Agreements (as amended by the Equity Acquisition Supplemental Agreements), particulars of which are set out in the announcements of the Company dated 31 January 2018, 30 July 2018 and the supplemental circular to be despatched to the Shareholders on or before 31 August 2018;
“RMB”	Renminbi, the lawful currency of the PRC;
“Share(s)”	A Shares and H Shares;
“Shareholder(s)”	A Shareholders and H Shareholders;
“Specific Mandate”	the specific mandate to be sought from the Independent Shareholders for the allotment and issuance of Consideration Shares;
“subsidiary(ies)”	has the same meaning ascribed thereto under the Hong Kong Listing Rules;
“Target Companies”	Chalco Shandong, Baotou Aluminum, Chalco Mining and Zhongzhou Aluminum;

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## DEFINITIONS

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“Transferors”	Huarong Ruitong, China Life, Zhaoping Investment, CPIC Life, China Cinda, BOC Financial, ICBC Financial and ABC Financial, or some of them, depending on specific Equity Acquisition Agreement(s) (as amended by the Equity Acquisition Supplemental Agreement(s));
“Zhaoping Investment”	Shenzhen Zhaoping Chalco Investment Center LLP* (深圳市招平中鋁投資中心(有限合夥)), a limited liability partnership incorporated in the PRC;
“Zhongzhou Aluminum”	Chalco Zhongzhou Aluminum Co., Ltd.* (中鋁中州鋁業有限公司), a limited liability company incorporated in the PRC and a subsidiary of the Company as at the Latest Practicable Date;
“%”	per cent.

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## LETTER FROM THE BOARD

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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)

*Executive Directors:*

Mr. Yu Dehui (*Chairman*)  
Mr. Lu Dongliang (*President*)  
Mr. Jiang Yinggang

*Non-executive Directors:*

Mr. Ao Hong  
Mr. Wang Jun

*Independent non-executive Directors:*

Ms. Chen Lijie  
Mr. Hu Shihai  
Mr. Lie-A-Cheong Tai Chong, David

*Registered office:*

No.62 North Xizhimen Street  
Haidian District  
Beijing  
The People's Republic of China  
Postal code: 100082

*Principal place of business:*

No.62 North Xizhimen Street  
Haidian District  
Beijing  
The People's Republic of China  
Postal code: 100082

*Principal place of business in Hong Kong:*

9/F, The Center  
99 Queen's Road Central  
Central  
Hong Kong

31 July 2018

*To the Shareholders*

Dear Sirs or Madams,

**(1) 2018 FIRST EXTRAORDINARY GENERAL MEETING;  
AND  
(2) 2018 FIRST H SHAREHOLDERS CLASS MEETING**

**I. INTRODUCTION**

The purpose of this circular is to provide you with the notices of the EGM and the H Shareholders Class Meeting and all the information reasonably necessary to enable you to make informed decisions on whether to vote for or against the resolutions to be proposed at the EGM and the H Shareholders Class Meeting:

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## LETTER FROM THE BOARD

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### 1. Resolutions to be proposed at the EGM

#### Special resolutions

- (1) To consider the resolution in relation to the Company's eligibility for the assets acquisition by issuance of shares.
- (2) To consider the resolution in relation to the assets acquisition by issuance of shares by the Company constituting a related-party transaction.
- (3) To consider the resolution in relation to the assets acquisition by issuance of shares by the Company and the related-party transaction plan (items under this resolution shall be considered separately).
  - (i) Type and nominal value of the shares to be issued;
  - (ii) Method of issue;
  - (iii) Target assets;
  - (iv) Pricing principles and transaction price;
  - (v) Payment of consideration;
  - (vi) Basis of pricing, pricing benchmark date and issue price of shares to be issued;
  - (vii) Targets of the issuance and number of shares to be issued;
  - (viii) Lock-up period arrangement;
  - (ix) Profit and loss arrangement in the transitional period;
  - (x) Arrangement relating to the accumulated undistributed profits;
  - (xi) Place of listing;
  - (xii) Validity period of the resolution.
- (4) To consider the resolution in relation to the "Report on the Assets Acquisition by Issuance of Shares and Related-Party Transaction of Aluminum Corporation of China Limited\* (Draft)" and its summary.

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## LETTER FROM THE BOARD

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- (5) To consider the resolution in relation to the signing of the Equity Acquisition Agreements and the Equity Acquisition Supplemental Agreements.
- (6) To consider the resolution that the assets acquisition by issuance of shares does not constitute a material asset restructuring and restructuring for listing.
- (7) To consider the resolution in relation to the independence of the valuer, the reasonableness of valuation assumptions, the relevance between valuation methods and valuation purpose, and the fairness of pricing of the valuation.
- (8) To consider the resolution in relation to the confirmation on the financial reports and asset valuation reports on the assets acquisition by issuance of shares.
- (9) To consider the resolution in relation to the grant of authorization to the Board of the Company and its authorized persons at the general meeting to deal with matters relating to the assets acquisition by issuance of shares.

### **2. Resolutions to be proposed at the H Shareholders Class Meeting**

#### **Special Resolutions**

- (1) To consider the resolution in relation to the assets acquisition by issuance of shares by the Company and the related-party transaction plan (items under this resolution shall be considered separately).
  - (i) Type and nominal value of the shares to be issued;
  - (ii) Method of issue;
  - (iii) Target assets;
  - (iv) Pricing principles and transaction price;
  - (v) Payment of consideration;
  - (vi) Basis of pricing, pricing benchmark date and issue price of shares to be issued;
  - (vii) Targets of the issuance and number of shares to be issued;
  - (viii) Lock-up period arrangement;

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## LETTER FROM THE BOARD

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- (ix) Profit and loss arrangement in the transitional period;
  - (x) Arrangement relating to the accumulated undistributed profits;
  - (xi) Place of listing;
  - (xii) Validity period of the resolution.
- (2) To consider the resolution in relation to the “Report on the Assets Acquisition by Issuance of Shares and Related-Party Transaction of Aluminum Corporation of China Limited\* (Draft)” and its summary.
  - (3) To consider the resolution in relation to the signing of the Equity Acquisition Agreements and the Equity Acquisition Supplemental Agreements.
  - (4) To consider the resolution in relation to the grant of authorization to the Board of the Company and its authorized persons at the general meeting to deal with matters relating to the assets acquisition by issuance of shares.

## **II. THE TRANSACTION ON THE PROPOSED ISSUANCE OF CONSIDERATION SHARES FOR ACQUISITION**

References are made to the announcements of the Company dated 31 January 2018 and 30 July 2018 in relation to the proposed issuance of new A shares for acquisition.

To further the Company’s enhancement in control over the subsidiaries, promote the coordinated development of the subsidiaries and the parent through implementation of strategic deployment, optimization of resource allocation and improvement of operation efficiency, strengthen the continuous profitability of the Company and improve the net profits attributable to the shareholders of the parent company, the Company entered into the Equity Acquisition Agreements on 31 January 2018 and the Equity Acquisition Supplemental Agreements on 30 July 2018, respectively with each of the Transferors (i.e., Huarong Ruitong, China Life, Zhaoping Investment, CPIC Life, China Cinda, BOC Financial, ICBC Financial and ABC Financial), pursuant to which, the Company has conditionally agreed to acquire and the Transferors have conditionally agreed to sell the equity interests in the Target Companies (i.e., 30.7954% equity interests in Chalco Shandong, 25.6748% equity interests in Baotou Aluminum, 81.1361% equity interests in Chalco Mining and 36.8990% equity interests in Zhongzhou Aluminum) held by them at a consideration of approximately RMB12,713,248,350. The consideration will be paid by the Company through issue of a total of approximately 2,118,874,715 Consideration Shares at an issue price of RMB6.00 per Consideration Share to the Transferors. Upon completion of the proposed issuance of new A shares for acquisition, all of the Target Companies will become wholly-owned subsidiaries of the Company.

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## LETTER FROM THE BOARD

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The resolutions in relation thereto were passed at the nineteenth meeting of the sixth session of the Board held on 31 January 2018 and the twenty-ninth meeting of the sixth session of the Board held on 30 July 2018 and will be proposed at the EGM and the Class Meetings for approval as special resolutions. A supplemental circular containing, among other things, details of this transaction is expected to be despatched to Shareholders on or before 31 August 2018.

### III. EGM AND THE CLASS MEETINGS

A notice convening the EGM to be held at the Company's conference room, No. 62 North Xizhimen Street, Haidian District, Beijing, the PRC at 2:00 p.m. on Monday, 17 September 2018 is set out on page 7 to page 9 of this circular.

A notice convening the H Shareholders Class Meeting to be held at the Company's conference room, No. 62 North Xizhimen Street, Haidian District, Beijing, the PRC on Monday, 17 September 2018 immediately after the conclusion of the EGM and the A Shareholders Class Meeting or any adjournment thereof which will be held at the same place on the same date is set out at page 10 to page 12 of this circular.

Reply slips and forms of proxy for use at the above meetings are enclosed and are also published on the website of the Hong Kong Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)). Shareholders who intend to attend the respective meetings should complete and return the reply slips in accordance with the instructions printed thereon on or before Monday, 27 August 2018. Shareholders who intend to appoint a proxy to attend the meetings are requested to complete the proxy forms in accordance with the instructions printed thereon. In the case of H Shareholders, the proxy forms shall be lodged with the H Shares Registrar of the Company, Hong Kong Registrars Limited, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, and in the case of A Shareholders, the proxy forms shall be lodged at the Company's Board Office at No. 62 North Xizhimen Street, Haidian District, Beijing, the PRC, Postal Code 100082 as soon as possible and in any event not less than 24 hours before the time appointed for the holding of the EGM and the Class Meetings or any adjournment thereof (as the case may be). Completion and return of the proxy forms will not prevent you from attending and voting in person at the meeting(s) or any adjournment thereof if you so wish.

As disclosed in the Company's announcement dated 31 January 2018, in relation to proposed issuance of new A Shares for acquisition, China Cinda and its associates, CPIC Life, China Life and its associates hold 133,685,331 A Shares, 16,668,900 A Shares and 41,478,108 A Shares of the Company, respectively, representing approximately 0.90%, 0.11% and 0.28% of the total issued share capital of the Company, respectively. The Company will update the information on their shareholdings in the Company in a supplemental circular. China Life is a connected person of the

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## LETTER FROM THE BOARD

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Company under the Hong Kong Listing Rules, and China Life, Huarong Ruitong and Zhaoping Investment are related parties of the Company under the listing rules of the Shanghai Stock Exchange. Therefore, the abovementioned persons and all other Shareholders who are interested in or involved in the Equity Acquisition Agreements (as amended by the Equity Acquisition Supplemental Agreements) and the transactions contemplated thereunder as well as the Specific Mandate shall abstain from voting on the relevant resolutions at the EGM and the Class Meetings. Saved as disclosed above, to the best knowledge, information and belief of the Directors having made all reasonable enquiries, as at the Latest Practicable Date, none of the Shareholders is required to abstain from voting on the proposed resolutions at the EGM and the A Shareholders Class Meeting and the H Shareholders Class Meeting (if applicable).

Pursuant to Rule 13.39(4) of the Hong Kong Listing Rules, all votes at the EGM and the Class Meetings will be taken by poll. The Company will announce the results of the poll in accordance with the Hong Kong Listing Rules after the EGM and the Class Meetings.

#### IV. CLOSURE OF H SHARE REGISTER OF MEMBERS

Pursuant to the provisions of the Articles of Association, the H Share Register of Members of the Company will be closed from Saturday, 18 August 2018 to Monday, 17 September 2018 (both days inclusive). Shareholders whose names appear on the H Share Register of Members at 4:30 p.m. on Friday, 17 August 2018 are entitled to attend and vote at the EGM after completing the registration procedures for attending the meeting. In order for the H Shareholders to be qualified to attend and vote at the EGM and the H Shareholders Class Meeting, all transfer documents accompanied by the relevant H Share certificates must be lodged with the Company's H Share Registrar, Hong Kong Registrars Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on Friday, 17 August 2018 for registration.

#### V. RECOMMENDATIONS

The Directors (including independent non-executive Directors) consider that the resolutions set out in the notices of the EGM and the Class Meetings are in the interests of the Company and its Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of the above proposed resolutions.

By order of the Board  
**Aluminum Corporation of China Limited\***  
**Zhang Zhankui**  
*Company Secretary*

\* *For identification purposes only*

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# NOTICE OF 2018 FIRST EXTRAORDINARY GENERAL MEETING

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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)

### NOTICE OF 2018 FIRST EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the 2018 first extraordinary general meeting (the “**EGM**”) of Aluminum Corporation of China Limited\* (the “**Company**”) will be held at the Company’s conference room, No. 62 North Xizhimen Street, Haidian District, Beijing, the People’s Republic of China at 2:00 p.m. on Monday, 17 September 2018 for the purposes of considering, and if thought fit, approving the following resolutions (unless otherwise specified, terms used in this notice have the same meanings as defined in the circular of the Company dated 31 July 2018 (the “**Circular**”)):

#### SPECIAL RESOLUTIONS

1. To consider the resolution in relation to the Company’s eligibility for the assets acquisition by issuance of shares.
2. To consider the resolution in relation to the assets acquisition by issuance of shares by the Company constituting a related-party transaction.
3. To consider the resolution in relation to the assets acquisition by issuance of shares by the Company and the related-party transaction plan (items under this resolution shall be considered separately).
  - (i) Type and nominal value of the shares to be issued;
  - (ii) Method of issue;
  - (iii) Target assets;
  - (iv) Pricing principles and transaction price;
  - (v) Payment of consideration;
  - (vi) Basis of pricing, pricing benchmark date and issue price of shares to be issued;

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## NOTICE OF 2018 FIRST EXTRAORDINARY GENERAL MEETING

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- (vii) Targets of the issuance and number of shares to be issued;
  - (viii) Lock-up period arrangement;
  - (ix) Profit and loss arrangement in the transitional period;
  - (x) Arrangement relating to the accumulated undistributed profits;
  - (xi) Place of listing;
  - (xii) Validity period of the resolution.
4. To consider the resolution in relation to the “Report on the Assets Acquisition by Issuance of Shares and Related-Party Transaction of Aluminum Corporation of China Limited\* (Draft)” and its summary.
  5. To consider the resolution in relation to the signing of the Equity Acquisition Agreements and the Equity Acquisition Supplemental Agreements.
  6. To consider the resolution that the assets acquisition by issuance of shares does not constitute a material asset restructuring and restructuring for listing.
  7. To consider the resolution in relation to the independence of the valuer, the reasonableness of valuation assumptions, the relevance between valuation methods and valuation purpose, and the fairness of pricing of the valuation.
  8. To consider the resolution in relation to the confirmation on the financial reports and asset valuation reports on the assets acquisition by issuance of shares.
  9. To consider the resolution in relation to the grant of authorization to the Board of the Company and its authorized persons at the general meeting to deal with matters relating to the assets acquisition by issuance of shares.

By order of the Board  
**Aluminum Corporation of China Limited\***  
**Zhang Zhankui**  
*Company Secretary*

Beijing, the PRC  
31 July 2018

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## NOTICE OF 2018 FIRST EXTRAORDINARY GENERAL MEETING

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*Notes:*

- (a) Details of the above resolutions are set out in the circular dated 31 July 2018 regarding the EGM and the Class Meetings and the supplemental circular expected to be despatched to Shareholders on or before 31 August 2018.
- (b) Pursuant to the provisions of the Articles of Association, the H Share Register of Members of the Company will be closed from Saturday, 18 August 2018 to Monday, 17 September 2018 (both days inclusive). Shareholders whose names appear on the H Share Register of Members at 4:30 p.m. on Friday, 17 August 2018 are entitled to attend and vote at the EGM after completing the registration procedures for attending the meeting. In order for the H Shareholders to be qualified to attend and vote at the EGM, all transfer documents accompanied by the relevant H Share certificates must be lodged with the Company's H Share Registrar, Hong Kong Registrars Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on Friday, 17 August 2018 for registration.
- (c) Holders of A Shares or H Shares, who intend to attend the EGM, must complete the reply slip for attending the EGM and return them to the Company's Board Office no later than 20 days before the date of the EGM, i.e. on or before Monday, 27 August 2018.

Details of the Company's Board Office are as follows:

No.62 North Xizhimen Street, Haidian District, Beijing,  
The People's Republic of China (Postal Code: 100082)  
Tel: (8610) 8229 8161/8162  
Fax: (8610) 8229 8158

- (d) Each holder of H Shares who has the right to attend and vote at the EGM is entitled to appoint in writing one or more proxies, whether a Shareholder or not, to attend and vote on his behalf at the EGM. The instrument appointing a proxy must be in writing under the hand of the appointer or his attorney duly authorised in writing, if that instrument is signed by an attorney of the appointer, the power of attorney authorizing that attorney to sign, or other documents of authorization, must be notarially certified.
- (e) To be valid, the form of proxy, and if the form of proxy is signed by a person under a power of attorney or other authority on behalf of the appointer, a notarially certified copy of that power of attorney or other authority, must be delivered to the Company's H Share Registrar, Hong Kong Registrars Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 24 hours before the time appointed for the holding of the EGM or any adjournment thereof in order for such document to be valid.
- (f) Each holder of A Shares who has the right to attend and vote at the EGM is entitled to appoint in writing one or more proxies, whether a Shareholder or not, to attend and vote on its behalf at the EGM, and Notes (d) to (e) also apply to A Shareholders, except that the form of proxy or other documents of authority must be delivered to the Company's Board Office, the address of which is set out in Note (c) above, not less than 24 hours before the time for holding the EGM or any adjournment thereof, in order for such documents to be valid.
- (g) If a proxy attends the EGM on behalf of a Shareholder, he/she should produce his/her ID card and the instrument signed by the proxy or his legal representative, and specifying the date of its issuance. If a legal person Shareholder appoints its corporate representative to attend the EGM, such representative should produce his/her ID card and the notarised copy of the resolution passed by the board or other authorities or other notarised copy of the authorisation issued by such legal person Shareholder.
- (h) Shareholders attending the EGM are responsible for their own transportation and accommodation expenses.
- (i) All votings at the EGM will be conducted by poll.

\* *For identification purposes only*

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## NOTICE OF 2018 FIRST H SHAREHOLDERS CLASS MEETING

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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)

## NOTICE OF 2018 FIRST H SHAREHOLDERS CLASS MEETING

**NOTICE IS HEREBY GIVEN** that 2018 first class meeting of the holders of H shares (the “**H Shareholders Class Meeting**”) of Aluminum Corporation of China Limited\* (the “**Company**”) will be held at the Company’s conference room, No. 62 North Xizhimen Street, Haidian District, Beijing, the People’s Republic of China in the afternoon of Monday, 17 September 2018 immediately after the conclusion of the EGM, the A Shareholders Class Meeting or any adjournment thereof to be held at the same place on the same date for the purposes of considering, and if thought fit, approving the following resolutions (unless otherwise specified, terms used in this notice have the same meanings as defined in the circular of the Company dated 31 July 2018 (the “**Circular**”)):

### SPECIAL RESOLUTIONS

1. To consider the resolution in relation to the assets acquisition by issuance of shares by the Company and the related-party transaction plan (items under this resolution shall be considered separately).
  - (i) Type and nominal value of the shares to be issued;
  - (ii) Method of issue;
  - (iii) Target assets;
  - (iv) Pricing principles and transaction price;
  - (v) Payment of consideration;
  - (vi) Basis of pricing, pricing benchmark date and issue price of shares to be issued;
  - (vii) Targets of the issuance and number of shares to be issued;
  - (viii) Lock-up period arrangement;

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- (ix) Profit and loss arrangement in the transitional period;
  - (x) Arrangement relating to the accumulated undistributed profits;
  - (xi) Place of listing;
  - (xii) Validity period of the resolution.
2. To consider the resolution in relation to the “Report on the Assets Acquisition by Issuance of Shares and Related-Party Transaction of Aluminum Corporation of China Limited\* (Draft)” and its summary.
  3. To consider the resolution in relation to the signing of the Equity Acquisition Agreements and the Equity Acquisition Supplemental Agreements.
  4. To consider the resolution in relation to the grant of authorization to the Board of the Company and its authorized persons at the general meeting to deal with matters relating to the assets acquisition by issuance of shares.

By order of the Board  
**Aluminum Corporation of China Limited\***  
**Zhang Zhankui**  
*Company Secretary*

Beijing, the PRC  
31 July 2018

*Notes:*

- (a) Details of the above resolutions are set out in the circular dated 31 July 2018 regarding the EGM and Class Meetings and the supplemental circular expected to be despatched to Shareholders on or before 31 August 2018.
- (b) Pursuant to the provisions of the Articles of Association, the H Share Register of Members of the Company will be closed from Saturday, 18 August 2018 to Monday, 17 September 2018 (both days inclusive). Shareholders whose names appear on the H Share Register of Members at 4:30 p.m. on Friday, 17 August 2018 are entitled to attend and vote at the H Shareholders Class Meeting after completing the registration procedures for attending the meeting. In order for the H Shareholders to be qualified to attend and vote at the H Shareholders Class Meeting, all transfer documents accompanied by the relevant H Share certificates must be lodged with the Company’s H Share Registrar, Hong Kong Registrars Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on Friday, 17 August 2018 for registration.

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- (c) H Shareholders, who intend to attend the H Shareholders Class Meeting, must complete the reply slip for attending the H Shareholders Class Meeting and return them to the Company's Board Office no later than 20 days before the date of the H Shareholders Class Meeting, i.e. on or before Monday, 27 August 2018.

Details of the Company's Board Office are as follows:

No.62 North Xizhimen Street, Haidian District, Beijing,  
The People's Republic of China (Postal Code: 100082)  
Tel: (8610) 8229 8161/8162  
Fax: (8610) 8229 8158

- (d) Each H Shareholders who has the right to attend and vote at the H Shareholders Class Meeting is entitled to appoint in writing one or more proxies, whether a Shareholder or not, to attend and vote on his behalf at the H Shareholders Class Meeting. The instrument appointing a proxy must be in writing under the hand of the appointer or his attorney duly authorised in writing, if that instrument is signed by an attorney of the appointer, the power of attorney authorizing that attorney to sign, or other documents of authorization, must be notarially certified.
- (e) To be valid, the form of proxy, and if the form of proxy is signed by a person under a power of attorney or other authority on behalf of the appointer, a notarially certified copy of that power of attorney or other authority, must be delivered to the Company's H Share Registrar, Hong Kong Registrars Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 24 hours before the time appointed for the holding of the H Shareholders Class Meeting or any adjournment thereof in order for such document to be valid.
- (f) If a proxy attends the H Shareholders Class Meeting on behalf of a Shareholder, he/she should produce his/her ID card and the instrument signed by the proxy or his legal representative, and specifying the date of its issuance. If a legal person Shareholder appoints its corporate representative to attend the H Shareholders Class Meeting, such representative should produce his/her ID card and the notarised copy of the resolution passed by the board or other authorities or other notarised copy of the authorisation issued by such legal person Shareholder.
- (g) Shareholders attending the H Shareholders Class Meeting are responsible for their own transportation and accommodation expenses.
- (h) All votings at the H Shareholders Class Meeting will be conducted by poll.

\* *For identification purposes only*