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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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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)

2019 ANNUAL GENERAL MEETING

A notice of the 2019 AGM 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 Tuesday, 23 June 2020 is set out at page 12 to page 15 of this circular.

A reply slip and a form of proxy for use at the AGM are enclosed and are also published on the website of the Hong Kong Stock Exchange (www.hkexnews.hk). Shareholders who intend to attend the AGM shall complete and return the reply slip in accordance with the instructions printed thereon on or before Tuesday, 2 June 2020. Shareholders who intend to appoint a proxy to attend the AGM are requested to complete the form of proxy in accordance with the instructions printed thereon. In the case of H Shareholders, the form of proxy 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 form of proxy shall be lodged with 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 holding of the AGM or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not prevent you from attending and voting in person at the AGM or any adjournment thereof if you so wish.

8 May 2020

* *For identification purpose only*

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DEFINITIONS

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

“A Share(s)”	the ordinary shares denominated in RMB issued by the Company which are subscribed for in RMB and listed on the Shanghai Stock Exchange;
“A Shareholder(s)”	holder(s) of A Shares;
“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;
“AGM”	the 2019 annual 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 Tuesday, 23 June 2020;
“Articles of Association”	the articles of association of the Company;
“Board”	the board of Directors of the Company;
“Chalco Hong Kong Investment”	Chalco Hong Kong Investment Company Limited* (中鋁香港投資有限公司), a limited company incorporated in the British Virgin Islands and a wholly-owned subsidiary of the Company as at the Latest Practicable Date;
“Chalco Shandong”	Chalco Shandong Co., Ltd.* (中鋁山東有限公司), a limited liability company incorporated in the PRC and owned as to 100% by the Company as at the Latest Practicable Date;
“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;
“Director(s)”	the director(s) of the Company;

DEFINITIONS

“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;
“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;
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Latest Practicable Date”	29 April 2020, being the latest practicable date of ascertaining certain information contained in this circular prior to its publication;
“Ningxia Energy”	Chalco Ningxia Energy Group Limited* (中鋁寧夏能源集團有限公司), a limited liability company incorporated in the PRC and owned as to 70.82% by the Company as at the Latest Practicable Date;
“RMB”	Renminbi, the lawful currency of the PRC;
“Share(s)”	A Shares and H Shares;
“Shareholder(s)”	A Shareholders and H Shareholders;
“Supervisor(s)”	the supervisor(s) of the Company;
“Supervisory Committee”	the supervisory committee of the Company;
“Xinghua Technology”	Chinalco Shanxi Jiaokou Xinghua Technology Co., Ltd.* (中鋁集團山西交口興華科技股份有限公司), a joint stock limited company incorporated in the PRC and owned as to 66% in aggregate by the Company and Chalco Shandong as at the Latest Practicable Date; and
“%”	per cent.

LETTER FROM THE BOARD



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. Lu Dongliang (*Chairman*)

Mr. He Zhihui (*President*)

Mr. Jiang Yinggang

Mr. Zhu Runzhou

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:

Room 4501, Far East Finance Centre

No. 16 Harcourt Road

Admiralty

Hong Kong

8 May 2020

To the Shareholders

Dear Sirs or Madams,

2019 ANNUAL GENERAL MEETING

LETTER FROM THE BOARD

I. INTRODUCTION

The purpose of this circular is to provide you with the notice of the AGM and to provide you with all the information reasonably necessary to enable you to make informed decisions on whether to vote for or against the proposed resolutions at the AGM:

ORDINARY RESOLUTIONS

- (1) the resolution in relation to the Directors' Report of the Company for the year ended 31 December 2019;
- (2) the resolution in relation to the Supervisory Committee's Report of the Company for the year ended 31 December 2019;
- (3) the resolution in relation to the independent auditor's report and the audited financial reports of the Company for the year ended 31 December 2019;
- (4) the resolution in relation to the profit distribution proposal of the Company for the year 2019;
- (5) the resolution in relation to the proposed provision of guarantees by the Company to Chalco Hong Kong Investment for financing;
- (6) the resolution in relation to the proposed provision of guarantees by the Company and Chalco Shandong to Xinghua Technology for financing;
- (7) the resolution in relation to the matters on guarantees of Ningxia Energy and its subsidiaries for the year 2020;
- (8) the resolution in relation to the determination of remuneration standards for Directors and Supervisors of the Company for the year 2020;
- (9) the resolution in relation to the proposed renewal of liability insurance for year 2020-2021 for the Directors, Supervisors and senior management members of the Company;
- (10) the resolution in relation to the proposed change of auditors of the Company;

LETTER FROM THE BOARD

SPECIAL RESOLUTIONS

- (11) the resolution in relation to the proposed issue of domestic bonds by the Company;
- (12) the resolution in relation to the proposed issue of overseas bonds by the Company; and
- (13) the resolution in relation to the general mandate to issue additional H Shares.

II. BUSINESS TO BE CONSIDERED AT THE AGM

1 The Resolution in Relation to the Directors' Report of the Company for the Year ended 31 December 2019

Details of the Directors' Report for the year ended 31 December 2019 are set out in the 2019 Annual Report of the Company and available at the website of the Hong Kong Stock Exchange (<http://www.hkex.com.hk>).

2 The Resolution in Relation to the Supervisory Committee's Report of the Company for the Year ended 31 December 2019

Details of the Supervisory Committee's Report for the year ended 31 December 2019 are set out in the 2019 Annual Report of the Company and available at the website of the Hong Kong Stock Exchange (<http://www.hkex.com.hk>).

3 The Resolution in Relation to the Independent Auditor's Report and the Audited Financial Reports of the Company for the Year ended 31 December 2019

The independent auditor's report and the audited financial reports for the year ended 31 December 2019 (including the financial report prepared in accordance with the International Financial Reporting Standards and the financial report prepared in accordance with the PRC Accounting Standards) are set out in the 2019 Annual Report of the Company and available at the websites of the Hong Kong Stock Exchange (<http://www.hkex.com.hk>) and the Shanghai Stock Exchange (<http://www.sse.com.cn>).

LETTER FROM THE BOARD

4 The Resolution in Relation to the Profit Distribution Proposal of the Company for the Year 2019

After audit, the profit after tax of the Company (including the parent company but excluding subsidiaries) realized in 2019 amounted to RMB1,030 million (according to the International Accounting Standards) and RMB1,030 million (according to the PRC Accounting Standards). Although the net profit of the Company for the year 2019 is positive, a loss was still recorded in the accumulated undistributed profit, therefore the Board proposes to recover the loss with the profit for 2019 and proposes no distribution of final dividend and no transfer of capital reserves to increase share capital.

5 The Resolution in Relation to the Proposed Provision of Guarantees by the Company to Chalco Hong Kong Investment for Financing

In order to fully utilize overseas financing channels, Chalco Hong Kong Investment, a wholly-owned subsidiary of the Company, proposes to conduct financing activities with an aggregate amount of not more than US\$1.0 billion (or in other currencies with the equivalent amount). The financing methods include but not limited to issue of bonds, financing under letters of guarantee, bank loans and others. The Company proposes to provide guarantee to Chalco Hong Kong Investment in respect of the above-mentioned financing with the guarantee amount of not more than US\$1.0 billion (or in other currencies with the equivalent amount) and a guarantee term of not more than ten years. The term of the authorization in respect of the above guarantee is 12 months from the date of this resolution being approved at the AGM.

Subject to the limit of the above-mentioned financing guarantee and within the scope permissible by the relevant national policies, the Board proposes the Chairman of the Company or other persons authorized by the Chairman be authorized to be responsible for all matters relating to the above-mentioned financing guarantee and to execute all relevant documents.

LETTER FROM THE BOARD

6 The Resolution in Relation to the Proposed Provision of Guarantees by the Company and Chalco Shandong to Xinghua Technology for Financing

Xinghua Technology, a controlling subsidiary of the Company, is owned as to 33% and 33% by the Company and Chalco Shandong, a wholly-owned subsidiary of the Company, respectively. Xinghua Technology currently proposes to newly increase its financing by RMB400 million. The Company and Chalco Shandong propose to provide guarantee for the above-mentioned financing of Xinghua Technology on a pro rata basis in proportion to their shareholdings in Xinghua Technology with the respective guarantee amount of not more than RMB132 million and a guarantee term of not more than one year. The term of the authorization in respect of the above-mentioned guarantee is 12 months from the date of this resolution being approved at the AGM.

Subject to the limit of the above-mentioned financing guarantee and within the scope permissible by the relevant national policies, the Board proposes the Chairman of the Company or other persons authorized by the Chairman be authorized to be responsible for all matters relating to the above-mentioned financing guarantee and to execute all relevant documents.

7 The Resolution in Relation to the Matters on Guarantees of Ningxia Energy and its Subsidiaries for the Year 2020

Ningxia Energy is a controlling subsidiary of the Company. As at the end of 2019, the guarantee balance of Ningxia Energy and its subsidiaries totaled RMB2,767 million.

Ningxia Energy and its subsidiaries propose to repay the mature guarantee borrowings or renew guarantee thereof in 2020, and newly add guarantees according to the actual needs in order to safeguard the capital needs for the construction of the projects and to replenish liquidity, but the guarantee balance of Ningxia Energy and its subsidiaries shall not exceed RMB2,467 million as at the end of 2020.

LETTER FROM THE BOARD

Subject to the limit of the above-mentioned financing guarantee and within the scope permissible by the relevant national policies, the Board proposes the Chairman of the Company or other persons authorized by the Chairman be authorized to be responsible for all matters relating to the above-mentioned financing guarantee and to execute all relevant documents.

The subsidiaries of Ningxia Energy are not connected persons of the Company under the Hong Kong Listing Rules.

8 The Resolution in Relation to the Determination of Remuneration Standards for Directors and Supervisors of the Company for the Year 2020

The Remuneration Committee of the Board has considered and approved the remuneration standards for the Directors and employee representative Supervisors of the Company for the year 2020 and made recommendations to the Board. The Board proposes to adopt the remuneration standards for the Directors and employee representative Supervisors of the Company for the year 2020.

9 The Resolution in Relation to the Proposed Renewal of Liability Insurance for Year 2020-2021 for the Directors, Supervisors and Senior Management Members of the Company

The Board proposes the renewal of liability insurance for a period of one year from 18 May 2020 to 17 May 2021 for the Company's Directors, Supervisors and senior management members with an insurance amount of US\$25 million and total insurance fee of US\$297,400 (tax inclusive).

The Board proposes the Chairman or other person authorized by the Chairman be authorized to be responsible for matters relating to the renewal of liability insurance for the year 2020-2021 and to execute all relevant documents.

10 The Resolution in Relation to the Proposed Change of Auditors of the Company

Reference is made to the announcement of the Company dated on 26 March 2020 in relation to the proposed change of auditors. According to the relevant requirements in respect of the rotation of auditors issued by the Ministry of Finance of the People's Republic of China and the State-owned Assets Supervision and Administration Commission of the State Council, as the years of providing audit services to the Company by Ernst & Young Hua Ming LLP and Ernst & Young have reached the prescribed limit, the Company proposed to change the auditors.

LETTER FROM THE BOARD

The Board proposes (1) to appoint PricewaterhouseCoopers Zhong Tian LLP and PricewaterhouseCoopers to provide domestic and international audit services to the Company. In particular, PricewaterhouseCoopers Zhong Tian LLP will mainly be the domestic and the U.S. auditor of the Company (including internal control audit); PricewaterhouseCoopers will mainly be the Hong Kong auditor of the Company. The engagement period of the two accounting firms will commence from the date of this resolution being approved at the AGM of the Company and expire upon the conclusion of the 2020 annual general meeting of the Company; and (2) to authorize the Audit Committee of the Board to specifically determine the remuneration of the above-mentioned two accounting firms according to their work performance.

11 The Resolution in Relation to the Proposed Issue of Domestic Bonds by the Company

In order to optimize debt structure and reduce finance cost, the Company proposes to register and issue bonds in one or several tranches in the PRC in 2020 and the aggregate outstanding balance of all bonds shall not exceed RMB50 billion (including various issued domestic bonds as of 31 December 2019 with a balance of RMB28.8 billion). The term of the authorization is from the date of this resolution being approved at the AGM of the Company to the conclusion of the 2020 annual general meeting of the Company.

The Board proposes the Chairman of the Company or other person authorized by the Chairman be authorized to, pursuant to the needs of the Company, determine the type, specific terms and conditions of the issue of bonds and other matters relating thereto (including but not limited to, the application and registration of the cap amount of bonds, the determination of the type, amount, interest rate, term, rating, and use of proceeds of the bonds to be issued actually), engage intermediary institutions, submit relevant application documents to the regulatory authorities, and execute requisite legal documents as required by regulatory authorities in connection with the Company's issuance of the bonds and make relevant information disclosure.

12 The Resolution in Relation to the Proposed Issue of Overseas Bonds by the Company

In order to optimize debt structure and reduce finance cost, the Company or its domestic and overseas subsidiaries at all levels proposes to issue overseas bonds with an aggregate amount of not more than US\$1.0 billion (or in other currencies with the equivalent amount). The term of the authorization is from the date of this resolution being approved at the AGM of the Company to the conclusion of the 2020 annual general meeting of the Company.

LETTER FROM THE BOARD

The Board proposes the Chairman of the Company or other person authorized by the Chairman be authorized to, pursuant to the needs of the Company, determine the specific matters relating to the issue of overseas bonds (including but not limited to, the determination of currency, type, amount, interest rate, term, rating, and use of proceeds of the bonds to be issued actually), deal with approval procedures, engage intermediary institutions, submit relevant application documents to the regulatory authorities for approval, and execute requisite legal documents as required by regulatory authorities in connection with the Company's issuance of the overseas bonds and make relevant information disclosure.

13 The Resolution in Relation to the General Mandate to Issue Additional H Shares

In order to provide the Company with flexibility to issue additional new Shares and to provide discretionary power to the Board, a special resolution will be proposed by the Board to the AGM to grant a general mandate to the Board to issue additional H Shares up to the limit of 20% of the number of H Shares of the Company in issue, under the premise of compliance with relevant requirements of the Hong Kong Listing Rules and the Articles of Association.

Details of the mandate are as follows:

- (a) the Board be and is hereby granted an unconditional and general mandate to issue, allot and deal with additional H Shares in the share capital of the Company and to make or grant offers, agreements or call options in respect thereof, subject to the following terms:
 - (i) such mandate shall not extend beyond the Relevant Period save that the Board may during the Relevant Period make or grant offers, agreements or call options which might require the implementation or exercise after the end of the Relevant Period;
 - (ii) the number of share capital approved to be allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to a call option or otherwise) by the Board shall not exceed 20% of the number of H Shares of the Company in issue as at the date of this resolution being approved; and
 - (iii) the Board will only exercise the above power under such mandate in accordance with the Company Law of the PRC and the Hong Kong Listing Rules (as amended from time to time) and only if all necessary approvals from the China Securities Regulatory Commission and/or other relevant PRC government authorities are obtained.

LETTER FROM THE BOARD

- (b) for the purpose of this resolution:

“**H Shares**” means the overseas-listed foreign invested shares in the share capital of the Company with a par value of RMB1.00 each, which are held and traded in Hong Kong dollars;

“**Relevant Period**” means the period from the passing of this resolution until the earliest of:

- (i) the conclusion of the next annual general meeting of the Company following the passing of this resolution;
 - (ii) the expiration of a 12-month period following the passing of this resolution; or
 - (iii) the date on which the authority set out in this resolution is revoked or varied by a special resolution at a general meeting;
- (c) contingent on the Board resolving to issue Shares pursuant to sub-paragraph (a) of this resolution, the Board be and is hereby authorized to:

- (i) approve, execute and do or procure to be executed and done, all such documents, deeds and things as it may consider relevant in connection with the issue of such new Shares including, but not limited to, determining the time and place of issue, making all necessary applications to the relevant authorities and entering into an underwriting agreement (or any other agreement);
- (ii) determine the use of proceeds and make all necessary filings and registrations in Mainland China, Hong Kong and other relevant authorities; and
- (iii) increase the registered capital of the Company pursuant to the issue of Shares under sub-paragraph (a) of this resolution and make such amendments to the Articles of Association, as it thinks fit, so as to reflect the increase in the registered capital of the Company.

LETTER FROM THE BOARD

III. THE AGM

A notice of the AGM 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 Tuesday, 23 June 2020 is set out at page 12 to page 15 of this circular.

A reply slip and a form of proxy for use at the AGM are enclosed and are also published on the website of the Hong Kong Stock Exchange (www.hkexnews.hk). Shareholders who intend to attend the AGM shall complete and return the reply slip in accordance with the instructions printed thereon on or before Tuesday, 2 June 2020. Shareholders who intend to appoint a proxy to attend the AGM are requested to complete the form of proxy in accordance with the instructions printed thereon. In the case of H Shareholders, the form of proxy 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 form of proxy shall be lodged with 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 holding of the AGM or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not prevent you from attending and voting in person at the AGM or any adjournment thereof if you so wish.

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 AGM.

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

IV. CLOSURE OF H SHARE REGISTER OF MEMBERS

Pursuant to the provisions of the Articles of Association, the H Share Register of Members will be closed from Sunday, 24 May 2020 to Tuesday, 23 June 2020 (both days inclusive). Shareholders whose names appear on the H Share Register of Members at 4:30 p.m. on Friday, 22 May 2020 are entitled to attend and vote at the AGM after completing the registration procedures for attending the AGM. In order for the H Shareholders to be qualified to attend and vote at the AGM, 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, 22 May 2020 for registration.

LETTER FROM THE BOARD

V. RECOMMENDATIONS

The Directors (including independent non-executive Directors) consider that the resolutions as set out in the notice of the AGM 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*
Wang Jun
Company Secretary

* *For identification purposes only*

NOTICE OF 2019 ANNUAL GENERAL MEETING



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 2019 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2019 Annual General Meeting (the “AGM”) 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 Tuesday, 23 June 2020 for the purpose of considering, and if thought fit, approving the following resolutions (unless otherwise specified, terms used in this notice shall have the same meaning as defined in the circular of the Company dated 8 May 2020 (the “Circular”)):

ORDINARY RESOLUTIONS

1. To consider and approve the resolution in relation to the Directors’ Report of the Company for the year ended 31 December 2019;
2. To consider and approve the resolution in relation to the Supervisory Committee’s Report of the Company for the year ended 31 December 2019;
3. To consider and approve the resolution in relation to the independent auditor’s report and the audited financial reports of the Company for the year ended 31 December 2019;
4. To consider and approve the resolution in relation to the profit distribution proposal of the Company for the year 2019;
5. To consider and approve the resolution in relation to the proposed provision of guarantees by the Company to Chalco Hong Kong Investment for financing;

NOTICE OF 2019 ANNUAL GENERAL MEETING

6. To consider and approve the resolution in relation to the proposed provision of guarantees by the Company and Chalco Shandong to Xinghua Technology for financing;
7. To consider and approve the resolution in relation to the matters on guarantees of Ningxia Energy and its subsidiaries for the year 2020;
8. To consider and approve the resolution in relation to the determination of remuneration standards for Directors and Supervisors of the Company for the year 2020;
9. To consider and approve the resolution in relation to the proposed renewal of liability insurance for year 2020-2021 for the Directors, Supervisors and senior management members of the Company;
10. To consider and approve the resolution in relation to the proposed change of auditors of the Company;

SPECIAL RESOLUTIONS

11. To consider and approve the resolution in relation to the proposed issue of domestic bonds by the Company;
12. To consider and approve the resolution in relation to the proposed issue of overseas bonds by the Company; and
13. To consider and approve the resolution in relation to the general mandate to issue additional H Shares.

By order of the Board
Aluminum Corporation of China Limited*
Wang Jun
Company Secretary

Beijing, the PRC
8 May 2020

NOTICE OF 2019 ANNUAL GENERAL MEETING

Notes:

- (a) Details of the above-mentioned resolutions are set out in the circular of the Company dated 8 May 2020 in relation to the AGM.
- (b) Pursuant to the provisions of the Articles of Association, the H Share Register of Members of the Company will be closed from Sunday, 24 May 2020 to Tuesday, 23 June 2020 (both days inclusive). Shareholders whose names appear on the H Share Register of Members at 4:30 p.m. on Friday, 22 May 2020 are entitled to attend and vote at the AGM after completing the registration procedures for attending the meeting. In order for the H Shareholders to be qualified to attend and vote at the AGM, 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, 22 May 2020 for registration.
- (c) A Shareholders or H Shareholders, who intend to attend the AGM, must complete the reply slip for attending the AGM and return it to the Company's Board Office no later than 20 days before the date of the AGM, i.e. on or before Tuesday, 2 June 2020.

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 Shareholder who has the right to attend and vote at the AGM is entitled to appoint in writing one or more proxies, whether a shareholder or not, to attend and vote on his behalf at the AGM. 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 for holding the AGM or any adjournment thereof in order for such document to be valid.
- (f) Each A Shareholder who is entitled to attend the AGM and is entitled to vote is entitled to appoint in writing one or more proxies, whether a shareholder or not, to attend and vote on its behalf at the AGM, 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 AGM or any adjournment thereof, in order for such documents to be valid.

NOTICE OF 2019 ANNUAL GENERAL MEETING

- (g) If a proxy attends the AGM on behalf of a shareholder, he should produce his 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 AGM, such representative should produce his/her ID card and the notarised copy of the resolution passed by the board of directors or other authorities or other notarised copy of the authorisation issued by such legal person shareholder.
- (h) Shareholders attending the AGM are responsible for their own transportation and accommodation expenses.
- (i) All votings at the AGM will be conducted by a poll.

* *For identification purpose only*