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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 2022 FIRST H SHAREHOLDERS CLASS MEETING**

**NOTICE IS HEREBY GIVEN** that 2022 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 Tuesday, 22 March 2022 immediately following the conclusion of the EGM and 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 28 January 2022 (the “**Circular**”)):

**SPECIAL RESOLUTIONS**

1. To consider and approve the resolution in relation to the 2021 Restricted Share Incentive Scheme (Draft) of Aluminum Corporation of China Limited\* and its summary.
2. To consider and approve the resolution in relation to the Appraisal Management Measures for the Implementation of the 2021 Restricted Share Incentive Scheme of Aluminum Corporation of China Limited\*.

3. To consider and approve the resolution in relation to grant of authority to the Board of the Company to handle the relevant matters relating to the 2021 Restricted Share Incentive Scheme of the Company.

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

Beijing, the PRC  
28 January 2022

*As at the date of this notice, the members of the Board comprise Mr. Liu Jianping, Mr. Zhu Runzhou, Mr. Ou Xiaowu and Mr. Jiang Tao (Executive Directors); Mr. Zhang Jilong and Mr. Wang Jun (Non-executive Directors); Mr. Qiu Guanzhou, Mr. Yu Jinsong and Ms. Chan Yuen Sau Kelly (Independent Non-executive Directors).*

*Notes:*

- (a) Details of the above resolutions are set out in the circular dated 28 January 2022 regarding the EGM and the Class Meetings and the supplemental circular expected to be despatched to Shareholders on or before 7 March 2022.
- (b) Pursuant to the provisions of the Articles of Association, the H Share Register of Members of the Company will be closed from Friday, 18 February 2022 to Tuesday, 22 March 2022 (both days inclusive). Shareholders whose names appear on the H Share Register of Members on Friday, 18 February 2022 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 Thursday, 17 February 2022 for registration.
- (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 Tuesday, 1 March 2022.

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/her behalf at the H Shareholders Class Meeting. The instrument appointing a proxy must be in writing under the hand of the appointer or his/her 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 Shareholder or his/her 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) According to the relevant requirements under the Administrative Measures and the Provisional Rules for Management of Public Solicitation of Shareholders' Right for Listed Companies (《公開徵集上市公司股東權利管理暫行規定》) promulgated by the CSRC, Mr. Yu Jinsong, an independent non-executive Director of the Company (the "**Independent Non-executive Director**") has been appointed by other independent non-executive Directors to act as the solicitor to openly solicit votes from all Shareholders of the Company on resolutions 1 to 3 in relation to the matters relating to the Restricted Share Incentive Scheme at the H Shareholders Class Meeting of the Company to be held on 22 March 2022.

The Independent Non-executive Director has prepared a form of proxy (the "**Independent Non-executive Director's Form of Proxy**") in relation to his/her appointment as the proxy for the H Shareholders Class Meeting for the above purposes. If you wish to appoint the Independent Non-executive Director as your proxy to vote on the resolutions relating to the Restricted Share Incentive Scheme and its related matters at the H Shareholders Class Meeting, you are required to complete the Independent Non-executive Director's Form of Proxy in accordance with the instructions printed thereon and return it to the Company's H Shares 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 (as the case may be). Following the delegation of voting rights to the Independent Non-executive Director in respect of the solicitation matters, the Shareholders may attend the meeting in person or by proxy but have no rights to vote on the solicitation matters. If you wish to appoint any person other than the Independent Non-executive Director as a proxy to vote at the H Shareholders Class Meeting on the resolutions relating to the Restricted Share Incentive Scheme and its related matters, you are only required to complete and return the form of proxy in accordance with the instructions printed thereon and may ignore the Independent Non-executive Director's Form of Proxy. If a Shareholder re-delegates his/her/ its voting rights in respect of the solicitation matters to the Independent Non-executive Director and the contents of the delegations differ, the last Independent Non-executive Director's Form of Proxy signed by the Shareholder shall prevail, or if it is not possible to judge the time of signing, the last Independent Non-executive Director's Form of Proxy received by the Independent Non-executive Director shall prevail, and if it is not possible to judge the order of receipt, the

Independent Non-executive Director shall ask the entruster for confirmation by way of enquiry, and if the contents of the delegations are still unable to be confirmed by such means, such delegation shall be null and void.

The Independent Non-executive Director shall deal with in accordance with the following if the circumstances set out below arise in relation to the Independent Non-executive Director's Form of Proxy which has been confirmed to be valid:

- (i) If a Shareholder, having delegated his/her/its voting rights on the solicitation matters to the Independent Non-executive Director, expressly revokes the delegation to the Independent Non-executive Director in writing before the close of the time for registration for the on-site meeting, such delegation to the Independent Non-executive Director shall be deemed to have automatically lapsed;
  - (ii) If a Shareholder, having delegated his/her/its voting rights on the solicitation matters to a person other than the Independent Non-executive Director to exercise and attend the meeting, expressly revokes the delegation to the Independent Non-executive Director in writing before the close of the time for registration for the on-site meeting, such delegation to the Independent Non-executive Director shall be deemed to have automatically lapsed; and if the Shareholder does not expressly revoke the delegation to the Independent Non-executive Director in writing before the close of the time for registration for the on-site meeting, the delegation to the Independent Non-executive Director shall be the only valid delegation;
  - (iii) A Shareholder shall indicate clearly his/her/its voting instructions on the solicitation matter in the Independent Non-executive Director's Form of Proxy submitted and choose one of "For", "Against" or "Abstain" to tick with "✓", and if he/she/it chooses more than one item or fails to choose any one, such delegation shall be deemed to be invalid;
  - (iv) A Shareholder shall not cast multiple votes on the same matter. In the event of multiple votes, the voting results of the first vote shall prevail. If it is not possible to judge the time of a vote and there is a discrepancy between vote on a resolution in the form of proxy for use at the H Shareholders Class Meeting or through other voting method and the vote on the same resolution in the Independent Non-executive Director's Form of Proxy, the vote in the Independent Non-executive Director's Form of Proxy shall prevail.
- (h) Shareholders attending the H Shareholders Class Meeting are responsible for their own transportation and accommodation expenses.
- (i) All votings at the H Shareholders Class Meeting will be conducted by poll.

\* *For identification purposes only*