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If you have sold or transferred all your shares in **China Aluminum International Engineering Corporation Limited**, you should at once hand this circular and the accompanying form of proxy to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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中 鋁 國 際 工 程 股 份 有 限 公 司

China Aluminum International Engineering Corporation Limited

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock code: 2068)

**PROPOSED RE-ELECTION AND APPOINTMENT OF DIRECTORS
PROPOSED RE-ELECTION AND APPOINTMENT OF SUPERVISORS
AND
NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING IN 2022**

The first extraordinary general meeting in 2022 (the “EGM”) will be held at Conference Room 211 of China Aluminum International Engineering Corporation Limited, Building C, No. 99, Xingshikou Road, Haidian District, Beijing, the PRC at 2:30 p.m. on Friday, 25 March 2022. The notice of the EGM is set out on pages 12 to 14 of this circular.

If you wish to appoint proxies to attend the EGM, you are requested to complete and return the enclosed proxy form in accordance with the instructions printed thereon. Holders of H Shares should return the proxy form to Computershare Hong Kong Investor Services Limited but in any event not less than 24 hours before the time appointed for the holding of the EGM or any adjournment thereof either by person or mail. Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.

8 March 2022

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DEFINITIONS

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

“A Shares”	the domestic ordinary shares of the Company with a par value of RMB1.00 per share and listed on the SSE for trading (stock code: 601068)
“Articles”	the articles of association of the Company, as amended, modified or otherwise supplemented from time to time
“Board”	the board of Directors
“Company”	China Aluminum International Engineering Corporation Limited (中鋁國際工程股份有限公司), a joint stock limited company incorporated in the PRC with limited liability, and its H Shares are listed on the Stock Exchange and A Shares are listed on the SSE
“Director(s)”	the director(s) of the Company
“EGM”	the first extraordinary general meeting in 2022 of the Company to be held at Conference Room 211 of China Aluminum International Engineering Corporation Limited, Building C, No. 99, Xingshikou Road, Haidian District, Beijing, at 2:30 p.m. on Friday, 25 March 2022
“H Shares”	the overseas listed foreign invested shares, with a nominal value of RMB1.00 each in the share capital of the Company, which are subscribed for and traded in HK dollars and listed on the Stock Exchange
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Latest Practicable Date”	5 March 2022, being the latest practicable date prior to the printing of this circular for containing certain information in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Notice of EGM”	the notice of the first extraordinary general meeting in 2022

DEFINITIONS

“PRC”	the People’s Republic of China
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholders”	the holders of Shares
“Shares”	the shares in the share capital of the Company at par value of RMB1.00 per share, including A Shares and H Shares
“SSE”	the Shanghai Stock Exchange
“Stock Exchange”	The Stock Exchange of Hong Kong Limited



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Non-executive Director:

LI Yihua

Executive Directors:

LIU Jing

ZHANG Jian

Independent Non-executive Directors:

GUI Weihua

CHEUNG Hung Kwong

FU Jun

Registered Office in the PRC:

Building C

No. 99, Xingshikou Road

Haidian District

Beijing

PRC

Head Office in the PRC:

Building C

No. 99, Xingshikou Road

Haidian District

Beijing

PRC

*Principal Place of Business
in Hong Kong:*

Room 4501

Far East Finance Centre

No. 16 Harcourt Road

Admiralty

Hong Kong

To the Shareholders

Dear Sir or Madam,

**PROPOSED RE-ELECTION AND APPOINTMENT OF DIRECTORS
PROPOSED RE-ELECTION AND APPOINTMENT OF SUPERVISORS
AND
NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING IN 2022**

INTRODUCTION

The purpose of this circular is to issue the notice of the EGM and provide you with

LETTER FROM THE BOARD

relevant information for making informed decisions to vote for or against the ordinary resolutions (by cumulative voting method) regarding the following matter to be proposed at the meeting:

PROPOSED RE-ELECTION AND APPOINTMENT OF DIRECTORS

As the term of the third session of the Board has expired, in accordance with the provisions of the Company Law of the People's Republic of China (the "**Company Law of PRC**") and the Articles, the Board has passed the resolutions in relation to the proposed reelection and appointment of the fourth session of the Board members on 7 March 2022. The next session of the Board will comprise nine Directors. The candidates for Directors of this session of the Board nominated by the Board of the Company are as follows:

Executive Directors	LI Yihua, LIU Jing, LIU Ruiping
Non-executive Directors	HU Zhenjie, ZHOU Xinzhe, ZHANG Wenjun
Independent Non-executive Directors	GUI Weihua, SIU Chi Hung, TONG Pengfang

The biographical details of the above candidates are set out in Appendix I.

Pursuant to the Articles, the Directors serve for a term of three years for each session. If the above candidates for Directors are elected as the Directors of the fourth session of the Board of the Company at the general meeting, they will enter into service agreements with the Company. Remuneration of the chairman and the Directors of the Company who serve as senior management of the Company consists of basic salary, annual performance compensations, work-related transport allowance and tenure incentive remuneration. Of which, the basic salary is distributed on monthly basis. Annual performance compensation is redeemed based on the annual performance assessment score received in the annual appraisal by the Company. The leading staff who are not allocated with official cars will receive the allowance at the standard of RMB1,300/month according to the appointments and corresponding standards. Work-related transport allowance will not be additionally paid to the leading staff who are allocated with official cars. For the tenure incentive remuneration, after the end of the term of office, it will standardize the calculation method and be one-off redeemed based on the tenure assessment score of the Company. The relevant benefits are implemented in accordance with the uniform benefits policy of the Company, which comprise specifically social insurance and housing provident fund required under the laws and regulations of the PRC. Non-independent Directors who do not serve as senior management of the Company shall not receive their remuneration from the Company. Remuneration of independent non-executive Director shall be RMB10,000 per month, net of tax.

Save as disclosed in relation to the biographical details of the above candidates, each of the Directors confirmed that (1) he does not hold any position in the Company or any of the subsidiaries of the Company, or hold any director or supervisor position in any

LETTER FROM THE BOARD

other listed public companies during last three years; (2) he does not have any relationship with any other Directors, supervisors or senior managements or substantial shareholders or controlling shareholders of the Company or any of its subsidiaries; and (3) he does not have any interests in the Shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance as at the date of this circular.

In addition, there is no other information in relation to the above candidates for Directors which is discloseable pursuant to any of the requirements as set out in Rules 13.51(2)(h) to (v) of the Listing Rules and there are no other matters which need to be brought to the attention of the Shareholders in respect of the proposed appointments of Directors.

PROPOSED RE-ELECTION AND APPOINTMENT OF SUPERVISORS

As the term of the third session of the Supervisory Board has expired, in accordance with the provisions of the Company Law of PRC and the Articles, the Supervisory Board of the Company has passed the resolutions in relation to the proposed re-election and appointment of the fourth session of the Shareholder Representative Supervisors of the Supervisory Board on 7 March 2022. The candidates for Shareholder Representative Supervisors of this session of the Supervisory Board nominated by the Company are as follows:

Shareholder Representative Supervisors

HE Wenjian, LIN Ni

Pursuant to the Articles, the Supervisors serve for a term of three years for each session. If the above candidates for Shareholder Representative Supervisors are elected as the Supervisors of the fourth session of the Supervisory Board of the Company at the general meeting, they will enter into service agreements with the Company. Remuneration of the supervisors who serve in the Company consists of basic salary, annual performance compensations, work-related transport allowance and tenure incentive remuneration. Of which, the basic salary is distributed on monthly basis. Annual performance compensation is redeemed based on the annual performance assessment score received in the annual appraisal by the Company. The leading staff who are not allocated with official cars will receive the allowance at the standard of RMB1,300/month according to the appointments and corresponding standards. Work-related transport allowance will not be additionally paid to the leading staff who are allocated with official cars. For the tenure incentive remuneration, after the end of the term of office, it will standardize the calculation method and be one-off redeemed based on the tenure assessment score of the Company. The relevant benefits are implemented in accordance with the uniform benefits policy of the Company, which comprise specifically social insurance and housing provident fund required under the laws and regulations of the PRC. Supervisors who do not have other positions in the Company shall not receive their remuneration from the Company.

LETTER FROM THE BOARD

The biographical details of Mr. HE Wenjian and Ms. LIN Ni are set out in Appendix II.

Save as disclosed in relation to the biographical details of the above candidates for Shareholder Representative Supervisors, each of the Supervisors confirmed that (1) he does not hold any position in the Company or any of the subsidiaries of the Company, or hold any director or supervisor position in any other listed public companies during last three years; (2) he does not have any relationship with any other Directors, Supervisors or senior management or substantial shareholders or controlling shareholders of the Company or any of its subsidiaries; and (3) he does not have any interests in the Shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance as at the date of this circular.

In addition, there is no other information in relation to the above candidates for Shareholder Representative Supervisors which is discloseable pursuant to any of the requirements as set out in Rules 13.51(2)(h) to (v) of the Listing Rules and there are no other matters which need to be brought to the attention of the Shareholders in respect of the proposed appointments of Supervisors.

EGM

The first extraordinary general meeting in 2022 will be held at Conference Room 211 of China Aluminum International Engineering Corporation Limited, Building C, No. 99, Xingshikou Road, Haidian District, Beijing, at 2:30 p.m. on Friday, 25 March 2022. The Notice of EGM is set out on pages 12 to 14 of this circular.

In order to determine the Shareholders entitled to attend the EGM to be convened on Friday, 25 March 2022, the register of members will be closed from Tuesday, 22 March 2022 to Friday, 25 March 2022, both days inclusive, during which time no transfer of the Company's Shares will be registered. The holders of H Shares of the Company shall lodge the relevant Share transfer documents with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Monday, 21 March 2022.

VOTING BY POLL AT EGM

Pursuant to Rule 13.39(4) of the Listing Rules, all votes of the Shareholders at the general meetings must be taken by poll. The chairman of the EGM will therefore demand a poll for every resolution put to the vote of the EGM pursuant to the Articles.

On a poll, every Shareholder present in person or by proxy or (being a corporation) by its duly authorised representative shall have one vote for each Share registered in his/her/its name in the register of members. A Shareholder entitled to more than one vote needs not use all his/her/its votes or cast all the votes he/she uses in the same manner.

The cumulative voting method shall be adopted for the voting of the resolutions in relation to the proposed re-election and appointment of directors and proposed re-election and appointment of supervisors. The cumulative voting method refers to the

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voting for the election of directors or supervisors where each share is entitled to the same number of votes which equals to the total number of directors or supervisors to be elected on a general meeting, and Shareholders may consolidate their voting rights when casting a vote. The cumulative voting method includes the regular voting method where Shareholders may cast their votes with partial or all voting rights.

RECOMMENDATION

The Board considers that the resolutions mentioned above are in the best interest of the Company and its Shareholders. Accordingly, the Board recommends that Shareholders vote in favor of the resolutions set out in the Notice of EGM and to be proposed at the EGM.

By order of the Board
China Aluminum International Engineering Corporation Limited
ZHANG Jian
Joint Company Secretary

Beijing, PRC, 8 March 2022

CANDIDATES FOR EXECUTIVE DIRECTORS:

Mr. LI Yihua (李宜華先生): aged 43, is currently the secretary of party committee, Chairman, non-executive Director of the Company, a member and the chairman of the Risk Management Committee of the Board, a member of the Nomination Committee of the Board and a member and the cha. He is an economist with a master's degree in business administration. He has worked as the project manager in Yunnan Huawen Hengye Investment Company (雲南華文恒業投資公司) and has served as the director of legal affairs department and deputy head of investment and development department in Yunnan Sino-platinum Metals Co., Ltd. (雲南貴研鎢業股份有限公司), the deputy director of the corporate development department in Yunnan Tin Group (Holding) Co., Ltd. (雲南錫業集團(控股)有限責任公司), the secretary for board of directors, and the director of the securities department in Yunnan Tin Co., Ltd. (雲南錫業股份有限公司), the vice president of Yunnan Investment Holding Group Co., Ltd. (雲南投資控股集團有限責任公司), the deputy director, director of the legal affairs department and a general manager of capital operation department of Chinalco (中鋁集團), a general manager, deputy party secretary and director of Chinalco Assets Operation and Management Co., Ltd (中鋁資產經營管理有限公司), the chairman of Chinalco Industrial Service Co., Ltd. (中鋁工業服務有限公司), a director of China Aluminum Group High-end Manufacturing Co., Ltd. (中國鋁業集團高端製造股份有限公司), and a director of China Aluminum International Trade Co., Ltd. (中鋁國際貿易有限公司). Mr. Li is currently also a director of a director of Aluminum Corporation of China Iron Ore Holdings Limited (中鋁鐵礦控股有限公司).

Mr. LIU Jing (劉敬先生): aged 53, is currently an executive Director, president, deputy party secretary of the Company. He is a senior engineer, graduated from the university with a bachelor degree in engineering. He had been a technician, the deputy director and director of civil construction department, manager of Trinidad and Tobago projects, deputy chief engineer, deputy director of design management department, and director of project management department of Shenyang Aluminum & Magnesium Engineering & Research Institute (瀋陽鋁鎂設計研究院); assistant general manager, deputy general manager, executive director, general manager and secretary of party committee of Shenyang Aluminum & Magnesium Engineering & Research Institute Co., Ltd. (瀋陽鋁鎂設計研究院有限公司); deputy leader of the preparation team, chairman, president, secretary of party committee and secretary of the disciplinary committee of Chinalco Overseas Development Co., Ltd. (中鋁海外發展有限公司) Mr. LIU Jing is currently also a director of Aluminum Corporation of China Iron Ore Holdings Limited (中鋁鐵礦控股有限公司) and the chairman of China Nonferrous Metals Processing Technology Co., Ltd. (中色科技股份有限公司).

Mr. LIU Ruiping (劉瑞平先生): aged 54, is currently the vice president of the Company. He is an excellent senior engineer with a Master's degree awarded by Central Party School of the CPC. Mr. LIU served as the chief engineer and deputy director of economic planning division of SAMI (瀋陽鋁鎂設計研究院); the deputy manager and manager of the Alumina Project of Investment Management Department and manager of the First Division, the senior manager, deputy general manager and general manager of the Investment Management Department of Aluminum Corporation of China Limited (中國鋁業股份有限公司). Mr. LIU is currently also the Party secretary and the chairman of China Nonferrous Metals Industry's 12th Metallurgical Construction Co., Ltd. (中色十二冶

APPENDIX I BIOGRAPHICAL DETAILS OF CANDIDATES FOR DIRECTORS

金建設有限公司) and the executive director of Shanxi 12th Metallurgical Asset Management Co., Ltd. (山西十二冶資產管理有限公司).

Candidates for Non-executive Directors:

Mr. Hu Zhenjie (胡振杰先生): aged 57, currently is the chief legal adviser and the general manager of the legal compliance department of Aluminum Corporation of China (中國鋁業集團有限公司). He graduated with a PhD degree and a doctorate in law, and he is a senior economist and company counsel. He was an assistant researcher, department deputy head, head and head of the General Office and deputy chief of the Secretary and Administration Department (Research Office, Human Resources Office) of the Legal Affairs Office of the State Council* (國務院法制辦), a member of the Party Group and the deputy mayor (temporary) of the People's Government of Fuzhou, Fujian Province and the chief legal adviser of Aluminum Corporation of China (中國鋁業公司). Mr. Hu is currently also a director of Aluminum Corporation of China Overseas Holdings Limited (中鋁海外控股有限公司).

Mr. Zhou Xinzhe (周新哲先生): aged 58, currently is a supervisor of the enterprise under China Aluminum Group Limited (中國鋁業集團有限公司). He is a college graduate and a senior engineer. He was a technician, engineer, chief engineer, deputy plant operating director, head of Material Equipment Division, deputy chief economist, head of Sales Division, manager of sales company, vice plant manager and secretary of the Party committee of the 107 branch of Fushun Aluminum Factory (撫順鋁廠), the deputy secretary of the Party committee, secretary of the Party committee, chief general manager, the chairman of the labor union, executive Director and supervisor of Fushun Aluminum Co., Ltd. (撫順鋁業有限公司), the chairman, general manager and an executive Director of Fushun Titanium Co., Ltd. (撫順鈦業有限公司), the deputy secretary of the Party committee and the chairman of the labor union of Lanzhou Branch of Aluminum Corporation of China Limited (中國鋁業股份有限公司) and the deputy secretary of the Party committee and the chairman of the labor union of Lanzhou Aluminum Co., Ltd (蘭州鋁業有限公司). Mr. Zhou is currently also a full-time director of Chinalco Electrode Materials Co., Ltd. (中鋁電極材料有限公司) and a full-time external director of Ninth Metallurgical Construction Co., Ltd. (九冶建設有限公司).

Mr. Zhang Wenjun (張文軍先生): aged 42, currently is a full-time director of the enterprise under Aluminum Corporation of China (中國鋁業集團有限公司) and a manager of budget and management division of the Finance and Ownership Department. He is a college graduate, a bachelor in Management and a senior accountant. He was an accountant of the finance department of China Water & Power Press (中國水利水電出版社), an accountant and the deputy director of the finance department of Peking University Press (北京大學出版社), the business director of budget management division of finance department, a senior business manager of budget assessment division, and the deputy head of accounting and auditing division of Aluminum Corporation of China (中國鋁業公司), the deputy head of accounting and auditing division of finance department, deputy head, head and manager of budget assessment division of Aluminum Corporation of China (中國鋁業集團有限公司) and a supervisor of Chinalco Finance Company Limited (中鋁財務有限責任公司). Mr. Zhang is currently also a full-time external director of Chinalco Finance Company Limited, a full-time external director of Chinalco Capital Holdings

APPENDIX I BIOGRAPHICAL DETAILS OF CANDIDATES FOR DIRECTORS

Limited (中鋁資本控股有限公司) and a full-time director of Chalco International Trading Group Co., Ltd. (中鋁國際貿易集團有限公司).

Candidates for Independent non-executive Directors:

Mr. GUI Weihua (桂衛華先生): aged 71, is currently the independent non-executive Director of the Company, a member of the Audit Committee, a member and the chairman of the Remuneration Committee, a member of the Nomination Committee and a member of Strategy Committee of the Board. He holds a master postgraduate qualification. Mr. GUI is the academician of the Chinese Academy of Engineering, an academic leader among the Innovative Research Groups of the National Natural Science Foundation of China (國家自然科學基金創新研究群體), the head of the Nonferrous Metallurgical Automation, the Ministry of Education's Engineering Research Center (有色冶金自動化教育部工程研究中心), the head of the Institute of Information Science and Engineering, Central South University (中南大學信息科學與工程學院控制工程研究所), as well as a professor and instructor of doctorate students of Central South University (中南大學). Mr. GUI currently is an independent non-executive director of China Nerin Engineering Co., Ltd. (中國瑞林工程技術有限公司).

Mr. Siu Chi Hung (蕭志雄先生): aged 51, with Chinese (Hong Kong) nationality. He is a college graduate with bachelor degree in business administration. He currently is a member of the Hong Kong Institute of Certified Public Accountants, a member of the American Institute of Certified Public Accountants and a member of the Hong Kong Independent Non-Executive Director Association. He was a partner of KPMG (Hong Kong), the principal partner of real estate of KPMG (China) and the principal partner of Capital Markets development (Southern China) of KPMG (China), and he was an executive director of LVGEM (China) Real Estate Investment Company Limited. Mr. Siu is currently also an independent non-executive Director of Roiserv Lifestyle Services Co., Ltd., an independent non-executive Director of China Gas Industry Investment Holdings Co. Ltd., an independent non-executive Director of Dongjiang Environmental Company Limited and an independent non-executive Director of Central China Management Company Limited.

Mr. Tong Pengfang (董朋方先生): aged 49, currently is a senior partner and director of Beijing De Run Law Firm (北京市德潤律師事務所). He graduated with a master's degree in law and is a counsel and a certified public accountant. He was an editor of China Financial & Economic Publishing House (中國財政經濟出版社), an independent director of Yunnan Tin Co., Ltd. (雲南錫業股份有限公司), an independent director of Guizhou Xinbang Pharmaceutical Co., Ltd. (貴州信邦製藥股份有限公司) and an independent director of Ningxia Zhongyin Cashmere Co., Ltd. (寧夏中銀絨業股份有限公司). Mr. Tong is currently also an external director of Yunnan Tin Group Company Limited (雲南錫業集團(控股)有限責任公司), an external director of Shanghai Taisen Landscape Co., Ltd. (上海秦森園林股份有限公司) and an independent director of China Rare Earth Holdings Limited (中國稀有稀土股份有限公司).

BIOGRAPHICAL DETAILS OF CANDIDATES FOR SHAREHOLDER REPRESENTATIVE SUPERVISORS

Mr. HE Wenjian (何文建先生): aged 52, currently is the general manager of operational excellence department (reform office) of Aluminum Corporation of China. He is a college graduate, a bachelor in Engineering and a senior engineer. He was an aluminum electrolysis worker of the 1st electrolysis factory, a technician of the technology division, a deputy director officer of corporate management team of the corporate management division, a deputy section chief of secretarial division of the factory management office, the head of research division, the deputy head of promotional department of the Party committee, the deputy secretary to the Party general branch of material management office of Qinghai Aluminum Plant (青海鋁廠), the deputy head of material management office of the Marketing Center of Qinghai Aluminum Co., Ltd. (青海鋁業有限責任公司), the deputy manager and manager of planning management department of Qinghai branch of Chalco (中國鋁業青海分公司), an assistant to the general manager and the head of plant of Aluminum Carbon Plant, of Qinghai branch of Chalco, a senior manager, deputy manager of corporate management department and a manager of electrolytic aluminum of Aluminum Corporation of China Limited (中國鋁業股份有限公司), a director of Shanxi Huaze Aluminum & Power Co., Ltd. (山西華澤鋁電有限公司), a director of Zunyi Aluminum Co., Ltd. (遵義鋁業股份有限公司), the deputy director of corporate management department of Aluminum Corporation of China (中國鋁業公司), the general manager, deputy secretary of the Party committee and secretary of the Party committee of Liancheng branch of Aluminum Corporation of China Limited (中國鋁業股份有限公司), the chairman of Lanzhou Liancheng Aluminum Co., Ltd. (蘭州連城鋁業有限責任公司) and the person-in-charge of operational excellence department (reform office) of Aluminum Corporation of China. Mr. HE is currently also a part-time external director of Chinalco Asset Operation Management Co., Ltd. (中鋁資產經營管理有限公司), a director of Gansu Hualu Aluminum Co., Ltd. (甘肅華鷺鋁業有限公司) and a director of China Rare Earth Group Co., Ltd. (中國稀土集團有限公司).

Ms. LIN Ni (林妮女士): aged 48, is currently the general manager of the audit department of Aluminum Corporation of China* (中國鋁業集團有限公司). Ms. Lin graduated from Shandong Economics University with a bachelor degree in economics majoring in international accounting, a certified public accountant, a registered tax advisor, a registered asset appraiser and a senior auditor. Ms. Lin has extensive experience in the fields of auditing and accounting. She has successively served as the head of the 2nd division and the 1st division of the audit department and the deputy head of the audit department of Aluminum Corporation of China* (中國鋁業公司) and the deputy general manager (in charge) of the audit department of Aluminum Corporation of China* (中國鋁業集團有限公司). Ms. Lin currently also is a supervisor of Aluminum Corporation of China Limited (中國鋁業股份有限公司), a supervisor of Chinalco Assets Operation and Management Co., Ltd. (中鋁資產經營管理有限公司) and a supervisor of Chinalco Materials Application Research Institute Co., Ltd. (中鋁材料應用研究院有限公司).



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China Aluminum International Engineering Corporation Limited
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(Stock code: 2068)

**NOTICE OF THE FIRST EXTRAORDINARY
GENERAL MEETING IN 2022**

NOTICE IS HEREBY GIVEN that the first extraordinary general meeting in 2022 of China Aluminum International Engineering Corporation Limited (the “**Company**”) will be held at Conference Room 211 of China Aluminum International Engineering Corporation Limited, Building C, No. 99, Xingshikou Road, Haidian District, Beijing, at 2:30 p.m. on Friday, 25 March 2022 to consider and, if thought fit, pass the following resolutions.

Ordinary Resolutions (Cumulative Voting Method)

- 1.00 The resolutions regarding the election of Executive Directors and Non-executive Directors of the fourth session of the Board of the Company
 - 1.01 Election of Mr. LI Yihua as an Executive Director
 - 1.02 Election of Mr. LIU Jing as an Executive Director
 - 1.03 Election of Mr. LIU Ruiping as an Executive Director
 - 1.04 Election of Mr. HU Zhenjie as a Non-executive Director
 - 1.05 Election of Mr. ZHOU Xinzhe as a Non-executive Director
 - 1.06 Election of Mr. ZHANG Wenjun as a Non-executive Director
- 2.00 The resolutions regarding the election of Independent Non-executive Directors of the fourth session of the Board of the Company
 - 2.01 Election of Mr. GUI Weihua as an Independent Non-executive Director
 - 2.02 Election of Mr. SIU Chi Hung as an Independent Non-executive Director
 - 2.03 Election of Mr. TONG Pengfang as an Independent Non-executive Director

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING IN 2022

3.00 The resolutions regarding the election of Shareholder Representative Supervisors of the fourth session of the Supervisory Board of the Company

3.01 Election of Mr. HE Wenjian as a Shareholder Representative Supervisor

3.02 Election of Ms. LIN Ni as a Shareholder Representative Supervisor

Details of the above resolutions are set out in the circular of the first extraordinary general meeting in 2022 despatched by the Company on 8 March 2022. Unless otherwise specified, capitalised terms defined in the circular shall have the same meanings as those used in this notice.

By order of the Board
China Aluminum International Engineering Corporation Limited
ZHANG Jian
Joint Company Secretary

Beijing, PRC, 8 March 2022

Notes:

1. In order to determine the list of Shareholders who are entitled to attend the first extraordinary general meeting in 2022 to be convened on Friday, 25 March 2022, the register of members will be closed from Tuesday, 22 March 2022 to Friday, 25 March 2022, both days inclusive, during which time no transfer of the shares will be registered. In order to be qualified to attend and vote at the first extraordinary general meeting in 2022, the holders of H shares of the Company shall lodge the relevant share transfer documents with the Company's H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not later than 4:30 p.m. on Monday, 21 March 2022.
2. A shareholder who is entitled to attend and vote at the first extraordinary general meeting in 2022 may appoint one or more proxies (regardless whether he/she is a shareholder) to attend and vote at the first extraordinary general meeting in 2022 on his or her behalf.
3. The instrument to appoint a proxy shall be signed by the appointer or his attorney duly authorised in writing or, in the case of a legal person, must be either executed under its common seal or under the hand of its directors or attorney duly authorised.
4. To be valid, the form of proxy must be lodged with the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for holders of H shares of the Company) not less than 24 hours prior to the holding of the first extraordinary general meeting in 2022. If such instrument is signed by another person under a power of attorney or other authorisation documents given by the appointer, such power of attorney or other authorisation documents shall be notarised. The notarised power of attorney or other authorisation documents shall, together with the form of proxy, be deposited at the specified place at the time set out in such form of proxy.
5. If the appointer is a legal person, its legal representative or any person authorised by resolutions of the Board or other governing bodies may attend the first extraordinary general meeting in 2022 on behalf of the appointer.
6. The Company has the rights to request a proxy who attends the extraordinary general meeting on behalf of a shareholder to provide proof of identity.

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING IN 2022

7. The first extraordinary general meeting in 2022 is expected to take less than half a day. Shareholders who attend the first extraordinary general meeting in 2022 shall be responsible for their own travel and accommodation expenses.
8. All votings at the EGM will be conducted by poll. The cumulative voting method shall be adopted for the voting of the resolutions at the first extraordinary general meeting in 2022. The cumulative voting method refers to the voting for the election of directors or supervisors where each share is entitled to the same number of votes which equals to the total number of directors or supervisors to be elected on a general meeting, and Shareholders may consolidate their voting rights when casting a vote. The cumulative voting method includes the regular voting method where Shareholders may cast their votes with partial or all voting rights.

As at the date of this notice, the non-executive Director is Mr. LI Yihua; the executive Directors are Mr. LIU Jing and Mr. ZHANG Jian; and the independent non-executive Directors are Mr. GUI Weihua, Mr. CHEUNG Hung Kwong and Mr. FU Jun.