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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 2021 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2021 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, 21 June 2022 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 28 April 2022 (the “**Circular**”)):

ORDINARY RESOLUTIONS

- (1) To consider and approve the resolution in relation to the Report of the Board of the Company for the year 2021;
- (2) To consider and approve the resolution in relation to the Supervisory Committee’s Report of the Company for the year 2021;
- (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 2021;
- (4) To consider and approve the resolution in relation to profit distribution plan of the Company for the year 2021;
- (5) To consider and approve the resolution in relation to the remuneration standards for Directors and Supervisors of the Company for the year 2022;
- (6) To consider and approve the resolution in relation to the proposed renewal of liability insurance for year 2022-2023 for the Directors, Supervisors and senior management members of the Company;

- (7) To consider and approve the resolution in relation to the proposed re-appointment of auditors of the Company;
- (8) To consider and approve the resolution in relation to the proposed provision of guarantees by the Company and Chalco Shandong to Xinghua Technology for financing;

SPECIAL RESOLUTIONS

- (9) To consider and approve the resolution in relation to the 2022 bonds issuance plan of the Company;
- (10) To consider and approve the resolution in relation to the grant of general mandate to the Board of the Company to issue additional H Shares;

ORDINARY RESOLUTIONS (CUMULATIVE VOTING)

- (11) To consider and approve the resolutions in relation to the election of the Directors (excluding the independent non-executive Directors) of the eighth session of the Board of the Company:
 - (i) To consider and approve the resolution in relation to the election of Mr. Liu Jianping as an executive Director of the eighth session of the Board of the Company;
 - (ii) To consider and approve the resolution in relation to the election of Mr. Zhu Runzhou as an executive Director of the eighth session of the Board of the Company;
 - (iii) To consider and approve the resolution in relation to the election of Mr. Ou Xiaowu as an executive Director of the eighth session of the Board of the Company;
 - (iv) To consider and approve the resolution in relation to the election of Mr. Jiang Tao as an executive Director of the eighth session of the Board of the Company;
 - (v) To consider and approve the resolution in relation to the election of Mr. Zhang Jilong as a non-executive Director of the eighth session of the Board of the Company; and
 - (vi) To consider and approve the resolution in relation to the election of Mr. Chen Pengjun as a non-executive Director of the eighth session of the Board of the Company.

- (12) To consider and approve the resolutions in relation to the election of the independent non-executive Directors of the eighth session of the Board of the Company:
- (i) To consider and approve the resolution in relation to the election of Mr. Qiu Guanzhou as an independent non-executive Director of the eighth session of the Board of the Company;
 - (ii) To consider and approve the resolution in relation to the election of Mr. Yu Jinsong as an independent non-executive Director of the eighth session of the Board of the Company; and
 - (iii) the election of Ms. Chan Yuen Sau Kelly as an independent non-executive Director of the eighth session of the Board of the Company.
- (13) To consider and approve the resolutions in relation to the election of the shareholder representative Supervisors of the eighth session of the Supervisory Committee of the Company:
- (i) To consider and approve the resolution in relation to the election of Mr. Ye Guohua as a shareholder representative Supervisor of the eighth session of the Supervisory Committee of the Company;
 - (ii) To consider and approve the resolution in relation to the election of Ms. Shan Shulan as a shareholder representative Supervisor of the eighth session of the Supervisory Committee of the Company; and
 - (iii) To consider and approve the resolution in relation to the election of Ms. Lin Ni as a shareholder representative Supervisor of the eighth session of the Supervisory Committee of the Company.

By order of the Board
**Aluminum Corporation of China
Limited***
Liu Jianping
Chairman

Beijing, the PRC
28 April 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-mentioned resolutions are set out in the circular of the Company dated 28 April 2022 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 Friday, 20 May 2022 to Tuesday, 21 June 2022 (both days inclusive). Shareholders whose names appear on the H Share Register of Members on Friday, 20 May 2022 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 Thursday, 19 May 2022 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, 31 May 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)82298161/8162
Fax: (8610)82298158

- (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 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, 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.

- (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 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.
- (j) The Board has recommended a final dividend of RMB0.032 per share (tax inclusive) for 2021 and, if such dividend is declared by the Shareholders upon passing the resolution No. 4, it is expected to be paid on or before 22 August 2022 to those Shareholders whose names appear on the register of members of the Company on Friday, 8 July 2022.

Under relevant regulations of China Securities Depository and Clearing Corporation Limited Shanghai Branch and in line with the market practice regarding dividend distribution of A Shares, the Company will publish a separate announcement in respect of its final dividend distribution to holders of A Shares after the Company's AGM, which will set out the record date and ex-dividend date for final dividend distribution to holders of A Shares.

Timetable arrangements such as the record date, the ex-dividend date and the date of distribution of cash dividend for the investors of northbound trading will be the same as holders of A Shares of the Company. Timetable arrangements such as the record date, the ex-dividend date and the date of distribution of cash dividend for the investors of southbound trading will be the same as holders of H Shares of the Company.

To determine the identity of the Shareholders entitled to receive the final dividend, the Company's H Share Register of Members will be closed from Sunday, 3 July 2022 to Friday, 8 July 2022 (both days inclusive). In order to be entitled to the final dividend, H Shareholders of the Company who have not registered the transfer documents are required to deposit the transfer documents together with the relevant share certificates with the H Share Registrar of the Company, Hong Kong Registrars Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, no later than 4:30 p.m. on Thursday, 30 June 2022 for registration.

In accordance with the Articles of Association, dividends payable to A Shareholders will be paid in RMB and dividends payable to H Shareholders will be paid in Hong Kong Dollar. The amount of the final dividend for 2021 in respect of each H Share of the Company payable in Hong Kong Dollars will be announced in the announcement of the poll results of the AGM of the Company on 21 June 2022.

According to the revised Law on Enterprise Income Tax of the People's Republic of China and its implementing rules which came into effect on 29 December 2018 and the Notice of the Issues Concerning Withholding the Enterprise Income Tax on the Dividends Paid by Chinese Resident Enterprises to H-share Holders Which Are Overseas Non-resident Enterprises issued by the State Administration of Taxation (Guo Shui Han [2008] No. 897) (《關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》(國稅函[2008]897號)), the Company is required to withhold enterprise income tax at the rate of 10% before distributing the final dividend to non-resident enterprise shareholders as appearing on the

H Share Register of Members of the Company. The enterprise income tax shall be withheld for the dividends of any H shares under the names of non-individual shareholders (any H shares of the Company registered in the name of HKSCC Nominees Limited, other nominees and trustees, or other organizations and institutions, shall be deemed as shares held by non-resident enterprise shareholders).

Pursuant to the Notice on Issues Relating to Individual Income Tax after the Abolishment of Guo Shui Fa [1993] No. 045 (Guo Shui Han [2011] No. 348) (《關於國稅發[1993]045號文件廢止後有關個人所得稅徵管問題的通知》(國稅函[2011]348號)) published by the State Administration of Taxation, the Company shall withhold and pay the individual income tax for dividend payable to the individual H Shareholders. The individual H Shareholders are entitled to the relevant preferential tax treatment pursuant to the provisions in the tax agreements between the countries where they are residents and China or the tax arrangements between mainland China and Hong Kong (Macau). If the individual H Shareholders are Hong Kong or Macau residents or residents of the countries having an agreed dividend tax rate of 10% with China, the Company shall withhold and pay the individual income tax at a rate of 10%. Should the individual H Shareholders be residents of the countries having an agreed dividend tax rate of less than 10% with China, the Company would apply for entitlement of the relevant agreed preferential tax treatment on their behalf in accordance with the Announcement of the State Administration of Taxation on Promulgating the Administrative Measures for Tax Convention Treatment for Non-resident Taxpayers (Announcement of the State Administration of Taxation [2019] No. 35) (《關於發佈〈非居民納稅人享受稅收協定待遇管理辦法〉的公告》(國家稅務總局公告2019年第35號)). Should the individual H Shareholders be residents of the countries having an agreed dividend tax rate exceeding 10% but lower than 20% with China, the Company shall withhold and pay the individual income tax at the actual agreed rate. In the case where the individual H Shareholders are residents of the countries having not entered into any tax agreement with China or otherwise, the Company shall withhold and pay the individual income tax at a rate of 20%.

According to the current practice of the Inland Revenue Department of Hong Kong, dividends paid by the Company in Hong Kong are not subject to taxation.

The Company shall take the registered address (the “**Registered Address**”) as recorded in the register of members of the Company on Friday, 8 July 2022 to determine the residence of the individual H Shareholders, and accordingly withhold and pay the individual income tax. Should the residence of the individual H Shareholders be inconsistent with the Registered Address, the individual H Shareholders should notify the Company’s H Share Registrar on or before 4:30 p.m. on Thursday, 30 June 2022 and provide relevant supporting documents, and the correspondence details are as follows: Hong Kong Registrars Limited of 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (Tel: (852) 2862 8555). For the individual H Shareholders who failed to provide relevant supporting documents to the Company’s H Share Registrar within the time period stated above, the Company will determine their residence according to the Registered Address as recorded in the register of members on Friday, 8 July 2022.

The Company assumes no responsibility and will not entertain any claims arising from any delay in, or inaccurate determination of, the identity of the Shareholders or any dispute over the arrangement of withholding and payment of tax.

* *For identification purpose only*