

# Directors, Supervisors, Senior Management and Staffs



## 1. Directors, Supervisors and Senior Management

Name	Post	Sex	Age	Date of appointment	Total emolument received from the Company in the reporting period RMB'000 (Before tax)	Any receipt of emolument or allowance from shareholder of the Company or other related entity
Xiao Yaqing	Chairman and CEO	M	49	2007.5.18	1,340.9	No
Luo Jianchuan	Executive Director and President	M	45	2007.5.18	1,122.8	No
Chen Jihua	Executive Director, Vice President and CFO	M	40	2007.5.18	781.5	No
Liu Xiangmin	Executive Director and Vice President	M	46	2007.5.18	781.5	No
Shi Chungui	Non-executive Director	M	68	2007.5.18	150 *	Yes
Poon Yiu Kin, Samuel	Independent Non-executive Director	M	49	2007.5.18	229 *	No
Kang Yi	Independent Non-executive Director	M	68	2007.5.18	233 *	No
Zhang Zhuoyuan	Independent Non-executive Director	M	74	2007.5.18	158 *	No
Ao Hong	Chairman of Supervisory Committee	M	47	2007.5.18	nil	Yes
Yuan Li	Supervisor	M	50	2007.5.18	558.5	No
Zhang Zhankui	Supervisor	M	50	2007.5.18	nil	Yes
Ding Haiyan	Vice President	M	50	2007.5.18	781.5	No
Jiang Yinggang	Vice President	M	45	2007.5.18	522.4	No
Liu Qiang	Secretary to the Board	F	44	2007.5.18	513.3	No

\* being reimbursements of travelling and out of pocket expenses

# Directors, Supervisors, Senior Management and Staffs *(Continued)*

Profiles of Directors, Supervisors and Senior Management:

## Directors

### Executive Directors

**Xiao Yaqing**, 49, is the Chairman of the Board, Chief Executive Officer of the Company, the Chairman of the Nomination Committee of the Board and is also the President of Aluminum Corporation of China. He has been employed by the Company since 2004. Mr. Xiao graduated from Central South University of Industry in 1982 majoring in pressure processing and holds a doctorate degree from Central South University of Industry. Mr. Xiao is a professor-grade senior engineer. Having engaged in such fields as metallic material research, production and corporate management, and capital operation for a long time, Mr. Xiao has outstanding achievement as well as extensive practical experience and eminent operating competence. He formerly served as the engineer, department head, deputy chief engineer and chief engineer of Northeast Light Alloy Fabrication Plant. He had also served as the General Manager of Northeast Light Alloy Corporation Limited, the plant manager of Southwest Aluminum Fabrication Plant, the Chairman and General Manager of Southwest Aluminum (Group) Co., Ltd. and the Deputy President of Aluminum Corporation of China.

**Luo Jianchuan**, 45, is an Executive Director and President of the Company as well as the Chairman of Development Planning Committee of the Board. He has been employed by the Company since 2001. Mr. Luo graduated from Kunming University of Science and Technology in 1985 majoring in mining, holds a doctorate degree from Central South University of Industry and is

a senior engineer. He has participated in non-ferrous metal trading and corporate management for a long period of time, and thus has extensive professional experience and strong management skill in those fields. Mr. Luo formerly served as an engineer of the Lead and Zinc Bureau of China Non-ferrous Metals Industry Corporation, Manager of Haikou Nanxin Industry & Commerce Corporation, Assistant to the General Manager of Jinpeng Mining Development Corporation, Deputy General Manager and General Manager of Beijing Xinquan Tech-trading Corporation, Assistant to the General Manager of China Non-Ferrous Metals Industry Trading Group Corporation, Deputy Chief of the Trading Division of China Copper, Lead & Zinc Group Corporation, General Manager of China Aluminum International Trading Corporation Limited, General Manager of the Operations and Sales Division, Vice President and Senior Vice President of the Company.

**Chen Jihua**, 40, is an Executive Director, Vice President and the Chief Financial Officer of the Company. Mr. Chen has been employed by the Company since 2001. He holds a Master degree from Central University of Finance and Economics. He has engaged in corporate and financial management for a long time and accumulated extensive and professional experience. He formerly served as Executive Manager of the International Finance Department of China Chengxin Securities Appraisal Company Limited, Financial Controller of Red Bull Vitamin Beverages Company Limited, Regional (China) Financial Controller of Saudi Arabia ALJ (China) Limited, Financial Controller of Jitong Network Communications Company Limited, the Assistant to the President of Aluminum Corporation of China and General Manager of the Company's Finance Department.

# Directors, Supervisors, Senior Management and Staffs *(Continued)*

**Liu Xiangmin**, 46, is an Executive Director and Vice President of the Company and has been employed by the Company since 2001. Mr. Liu graduated from Central South University of Industry in 1982, majoring in non-ferrous metal science and holds a doctorate degree in Central South University of Industry. He is a professor-grade senior engineer and has participated in non-ferrous metal metallurgy and corporate management for a long term and accumulated extensive and professional experience. Mr. Liu previously served as Deputy Head and Head of the Alumina branch of Zhongzhou Aluminum Plant, Deputy Head of Zhongzhou Aluminum Plant, and General Manager of Zhongzhou Branch of the Company.

## Non-Executive Directors

**Shi Chungui**, 68, is a Non-executive Director of the Company and a member of the Expert Advisory Committee of China Cinda Asset Management Corporation. He has been employed by the Company since 2005. He graduated from Northeast University of Finance and Economics and majoring in accounting in 1964. Mr. Shi is a senior economist with extensive experience in finance, government and corporate management. Mr. Shi was previously Head of Commerce Bureau of Qinhuangdao City, Hebei Province, the Standing Deputy Mayor of Qinhuangdao City, Hebei Province, President of Hebei Branch of China Construction Bank, President of Beijing Branch of China Construction Bank, Deputy



# Directors, Supervisors, Senior Management and Staffs *(Continued)*

President of the Head Office of China Construction Bank and Deputy President of China Cinda Asset Management Corporation.

## Independent Non-Executive Directors

**Poon Yiu Kin, Samuel**, 49, is an Independent Non-Executive Director of the Company and the Chairman of the Audit Committee. Mr. Poon has served as an Independent Non-Executive Director of the Company since 2005. He holds a Master of Business Administration degree from London Business School, a Master of Education degree and a Bachelor's degree in Business Administration from The Chinese University of Hong Kong. Mr. Poon is also an Independent Non-Executive

Director of Yue Yuen Industrial (Holdings) Limited and a member of the Executive Committee and Honorary Treasury of English Schools Foundation. He is a member of the Advisory Committee of the Hong Kong Securities and Futures Commission and Joint Committee on Student Finance of Education and Manpower Bureau, and an adjunct Professor of Beijing University, National Chengchi University of Taiwan and The Chinese University of Hong Kong. Mr. Poon formerly served as a Managing Director as well as held various positions in Merrill Lynch, including the co-head of the investment bank division for the Asia-Pacific region, the head of debt capital markets of the Asia Pacific region and the head of corporate finance of Europe, the Middle East and Africa.





# Directors, Supervisors, Senior Management and Staffs *(Continued)*

**Kang Yi**, 68, is an Independent Non-Executive Director and the Chairman of the Remuneration Committee of the Company. Mr. Kang has served as an Independent Non-Executive Director of the Company since 2004. Mr. Kang graduated in 1965 from Central South University of Industry majoring in the metallurgy of non-ferrous metals. He is a professor-grade senior engineer and has engaged in corporate management and civil service for a long term. Mr. Kang has extensive experience and is currently the Chairman of the China Non-ferrous Metals Industry Association. He is also a member of the China Association for Science and Technology, the Chairman of Non-ferrous Metals Society of China and an Independent Non-Executive Director of Jiangxi Copper Company Limited. Mr. Kang once served as the factory manager of Qingtongxia Aluminum Plant, the Head of the Economic Committee of Ningxia Hui Autonomous Region, Deputy General Manager of China Non-ferrous Metals Industry Corporation, Deputy Head of the State Non-ferrous Metals Industry Bureau and a member of the previous session of National Committee of the Chinese People's Political Consultative Conference ("CPPCC").

**Zhang Zhuoyuan**, 74, is an Independent Non-executive Director of the Company. He is a member of the Chinese Academy of Social Sciences and a researcher of Institute of Economics. Mr. Zhang graduated from the Faculty of Economics of Zhongnan University of Economics and has achieved extensive and professional accomplishment in such aspects as political economy, price theory and marketing. Mr. Zhang had consecutively served as the director and researcher of the Institute of Finance, Trade and Economics of Chinese Academy of Social Sciences, the chief editor of

"Finance & Trade Economics" and a tutor of doctorate students, director, researcher and tutor of doctorate students of the Institute of Industrial Economics of Chinese Academy of Social Sciences, director, researcher and tutor of doctorate students of the Institute of Economics of Chinese Academy of Social Sciences. He is the chief editor of Economics Research Journal. Mr. Zhang is also a member of the Ninth and Tenth Sessions of CPPCC, deputy director of China Association of Pricing, China Society of Urban Economy and Chinese Society for Urban Studies, director of Chinese Society for Cost Studies and Secretary-General of Foundation of Sun Ye Fang Economics and Science. At present, Mr. Zhang is also an Independent Director of Jiangnan Securities Co. Ltd.

## Supervisors

**Ao Hong**, 47, is currently a Vice President of Aluminum Corporation of China. Mr. Ao graduated from Kunming University of Science and Technology majoring in Metallurgy. He holds a Master degree of Central South University and is a professor-grade senior engineer with extensive experience in non-ferrous metals research, corporate management, corporate governance and internal control. Mr. Ao formerly served as an engineer, senior engineer, Head of General Office and Vice Chairman of Beijing General Research Institute for Non-ferrous Metals, the Chairman of GRINM Semiconductor Materials Co., Ltd., Guorui Electronic Materials Co., Ltd., Beijing Guojing Infrared Optical Technology Co., Ltd., Guowei Silver Anticorrosive Materials Company and Guo Jing Micro-electronic Holdings Ltd. in Hong Kong, respectively.

# Directors, Supervisors, Senior Management and Staffs *(Continued)*

**Yuan Li**, 50, is a Supervisor elected as the employee representative of the Company and a General Manager of the Corporate Culture Department of the Company. Mr. Yuan has been employed by the Company since 2001. He is an engineer with extensive administrative and managerial experience. He formerly served as a Manager and Deputy Head of the General Management Office of China Non-ferrous Metals Industry Corporation, the Head of the Department of Research and Investigation as well as the Head of the Secretariat and an assistant inspector of the State Bureau of Non-ferrous Metals Industry and the Deputy Head of the Department of Political Affairs and the Head of the Community Union Working Department of Aluminum Corporation of China.

**Zhang Zhankui**, 50, is the Deputy Head of the Finance Department of Aluminum Corporation of China. Mr. Zhang is a postgraduate researcher in economic management and a senior accountant. He has extensive experience in corporate financial accounting, fund management and auditing. Mr. Zhang formerly served as the Head of the Finance Division and then the Head of the Audit Division of China General Design Institute for Non-ferrous Metals, a Deputy General Manager of Beijing Enfei Tech-industry Group, the Head of the Accounting Division of the Finance Department and the Deputy Head of the Finance Department of China Copper Lead & Zinc Group Corporation, the manager of the Asset and Finance of the Listing Office of Chinalco and the Head of the Fund Division of the Finance Department of Chinalco and the manager of the General Division of the Finance Department of the Company.

## Other Senior Management Personnel

**Ding Haiyan**, 50, is a Vice President of the Company and has been employed by the Company since 2001. Graduated from Capital University of Economics and Business in 1982 majoring in Labor Economics, Mr. Ding holds a Master degree in Economics and is a senior economist with extensive experience in labor, wages, insurance, merger and acquisition of enterprises and capital operation. He once served as the Head of Labor Wage Division of the Human Resource Department and the Deputy Director of the Bureau of Labor and Insurance of China Non-ferrous Metals Industry Corporation, the Deputy Director-General of the Enterprise Reform Department of the State Bureau of Non-ferrous Metals Industry as well as the Head Manager of the Department of Asset Operation, the Deputy Head of the Listing Office and an Assistant to president of Aluminum Corporation of China, and was an Executive Director and the Secretary of the Board of the Company.

**Jiang Yinggang**, 45, is a Vice President of the Company and the General Manager of Qinghai Branch of the Company. Graduated in 1983 from Central South University of Industry majoring in the metallurgy of non-ferrous metals, Mr. Jiang holds a Master degree in metallurgy engineering of non-ferrous metals and is a professor-grade senior engineer. He has participated in production operation and corporate management of production enterprises for a long period of time and has extensive professional experience. He has served as the Deputy Head and then the Head of Corporate Management Department of Qinghai Aluminum Plant, the Head of Qinghai Aluminum Smelter, a Deputy General Manager and General Manager of Qinghai Aluminum Company Limited, and the General Manager of Qinghai branch of the Company.

# Directors, Supervisors, Senior Management and Staffs *(Continued)*

**Liu Qiang**, 44, is the Secretary to the Board and has been employed by the Company since 2001. Ms. Liu holds a Master's degree in English literature and is a deputy senior translator. She studied finance and business administration at the University of International Business and Economics, Beijing for one year. Ms. Liu has extensive experience in the import and export of non-ferrous metals and analysis of the aluminum market. She once served in the finance department of Hong Kong Oriental

Xiyuan (Holdings) Company Limited. Ms. Liu formerly served as the Manager of the finance department of the Australian branch of China National Non-Ferrous Metals Import and Export Corporation; a senior market analyst for the Aluminum Industry in China National Non-Ferrous Metals Trading Group and China National Metals and Minerals Import and Export Corporation as well as the Deputy Manager of the Import and Export Division of China Aluminum International Trading Co., Ltd.

## 2. Positions held in Shareholders of the Company

Name	Name of Shareholder	Position(s)	Date of Appointment	Whether Receiving Remuneration or Allowance
Xiao Yaqing	Aluminum Corporation of China	President	April 2004	No
Ao Hong	Aluminum Corporation of China	Vice President	October 2005	Yes
Zhang Zhankui	Aluminum Corporation of China	Deputy Head of Finance Department	March 2006	Yes
Shi Chungui	China Cinda Asset Management Corporation	Member of Expert Advisory Committee	November 2001	Yes



# Directors, Supervisors, Senior Management and Staffs *(Continued)*

## Positions in Other Entities

Name	Name of other entities	Position(s)	Date of Appointment	Whether Receiving Remuneration
Shi Chungui	Cinda Securities Company Limited	Independent Director	August 2007	No
Poon Yiu Kin, Samuel	Yue Yuen Industrial (Holdings) Limited	Independent Director	October 2004	Yes
Kang Yi	Jiangxi Copper Company Limited	Independent Director	June 2002	Yes

Name	Name of other entities	Position(s)	Date of Appointment	Whether Receiving Remuneration
Zhang Zhuoyuan	Guangdong Dehao Runda Electrical Appliance Co., Ltd.	Independent Director	September 2004 <sup>#</sup>	Yes
	Jiangnan Securities Co., Ltd.	Independent Director	October 2002	Yes

<sup>#</sup> Resigned in August 2007

# Directors, Supervisors, Senior Management and Staffs *(Continued)*

## 3. Decision Making Process, Determination Basis and Status of Remuneration of Directors, Supervisors and Senior Management

Based on the market condition and the remuneration strategy of the Company, a proposal in relation to the remuneration of the Company's Directors, Supervisors and Senior Management has been prepared by a specialized department of the Company. Such proposal has been submitted to the Remuneration Committee of the Company for consideration. Remuneration of the Senior Management will be submitted to the Board for consideration whereas that of the Directors and the Supervisors will be submitted to the Board for consideration and to the general meeting for approval.

Remunerations for Directors, Supervisors and Senior Management are determined in accordance with the Company's development tactic, corporate culture and remuneration strategy, with reference to the remuneration standard of corresponding positions in comparable enterprises (in terms of scale, industry and nature etc.) in the market. The opinion and advice of an external and professional consultancy will also be taken into consideration and will be linked with the Company's operating results and assessment of individual performance.

In 2007, the total remuneration of directors, supervisors, senior management and secretary to the board of the Company amounted to RMB7,697,400 (including the travelling expenses of independent directors). Other than the discretionary bonus of RMB2,371,700 which has not yet been distributed, all remuneration has been paid during the period.

## 4. Changes in Directors, Supervisors and Senior Management

Name	Position(s)	Reason for change
Zhang Chengzhong	Executive Director, Vice President	Expiry of term
Wang Dianzuo	Independent Non-executive Director	Expiry of term
Joseph C. Muscari	Non-executive Director	Expiry of term
Helmut Wieser	Non-executive Director	Alcoa disposed all of the Company's shares
Liu Xiangmin	Executive Director	Appointed at the annual general meeting on 18 May 2007

Jiang Yinggang is appointed as the Vice President of the Company.

# Directors, Supervisors, Senior Management and Staffs *(Continued)*

## 5. Employees of the Company

As at the date of the end of the reporting period, the Company had 94,269 employees. The structure of employees is as follows:

### Professional Structure

Category	Number of Persons
Management	15,048
Sales staffs	583
Production staffs	78,003
Others	635
Total	94,269

### Education Background

Category	Number of Persons
Masters	358
Undergraduates	8,541
College students	15,997
Secondary school or below	69,373
Total	94,269