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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)

SUPPLEMENTARY NOTICE OF 2016 ANNUAL GENERAL MEETING

Reference is made to the shareholder circular dated 7 April 2017 (the “**AGM Circular**”) and the notice of the AGM (the “**Notice of the AGM**”) of China Aluminum International Engineering Corporation Limited (the “**Company**”), which set out the time, venue and resolutions proposed for consideration and approval by Shareholders at the 2016 Annual General Meeting to be convened by the Company (the “**AGM**”). Unless the context otherwise specified, capitalised terms used in this supplementary notice shall have the same meanings as those defined in the AGM Circular and the supplementary circular dated 2 May 2017.

Supplementary notice is hereby given that the AGM will be held as originally scheduled. The Amended Resolution below replaced and updated resolution no. 15 in the Notice of the AGM. Save for the above, the resolutions set out in the Notice of the AGM of the Company remain unchanged.

SPECIAL RESOLUTION

To consider the following matter as special resolution:

1. To consider and approve the proposed amendments to the Articles.

According to the requirements of the “Guidelines on Deepening the Reform of State-owned Enterprises” (《關於深化國有企業改革的指導意見》) (Zhongfa [2015] No. 22), the “Certain Opinions on Upholding the Leadership by the Party and Strengthening the Party Construction Throughout the Deepening Reform of State-owned Enterprises” (《關於在深化國有企業改革中堅持黨的領導加強黨的建設的若干意見》) (Zhongfa [2015] No. 44) and China Securities Regulatory Commission Announcement [2016] No. 23-Guidelines for the Articles of Association of Listed Companies (Revised in 2016) (《中國證券監督管理委員會公告[2016]23號上市公司章程指引(2016年修訂)》), pursuant to the provisions of the Company Laws of the PRC, the Securities Laws of the PRC, the Rules Governing the Listing of Securities on the Shanghai Stock Exchange and the actual situation of the Company, the Company proposed amendments to the Articles.

Details of the amendments to the Articles are as follows:

Articles of Association of China Aluminum International Engineering Corporation Limited

Current Articles

Article 1

China Aluminum International Engineering Corporation Limited (the “Company”) is a joint stock limited company incorporated in accordance with “*The Company Law of the People’s Republic of China*” (the “Company Law”), “*The Special Regulations of the State Council on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies*” (the “Special Regulations”), “*The Mandatory Provisions for the Article of Association of Companies Seeking a Listing Outside the PRC*”, “*The Letter on the Opinion Regarding the Supplemental Amendments to the Articles of Association of Companies Seeking a Listing in Hong Kong*”, “*The Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited*” and other relevant laws and administrative regulations of the State.

Amended Articles

Article 1

China Aluminum International Engineering Corporation Limited (the “Company”) is a joint stock limited company incorporated in accordance with “*The Company Law of the People’s Republic of China*” (the “Company Law”), “*The Special Regulations of the State Council on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies*” (the “Special Regulations”), “*The Mandatory Provisions for the Articles of Association of Companies Seeking a Listing Outside the PRC*”, “*The Letter on the Opinion Regarding the Supplemental Amendments to the Articles of Association of Companies Seeking a Listing in Hong Kong*”, “*The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited*”, “***The Constitution of the Communist Party of China***” and other relevant national laws and administrative regulations.

Current Articles

Article 107

The Board exercises the following powers:

(1) to be responsible for convening general meetings, to propose at a general meeting to pass the relevant matters and to report on its work to the general meeting;

Except the resolutions of the Board in respect of the matters specified in paragraphs (6), (7) and (13) above, which shall be passed by two-thirds or more of the Directors, the resolutions of the Board in respect of all other matters may be passed by more than half of the Directors.

Resolutions in respect of connected transactions made by the Board shall not come into force unless it is signed by Independent Directors.

Amended Articles

Article 107

The Board exercises the following powers:

(1) to be responsible for convening general meetings, to propose at a general meeting to pass the relevant matters and to report on its work to the general meeting;

Except the resolutions of the Board in respect of the matters specified in paragraphs (6), (7) and (13) above, which shall be passed by two-thirds or more of the Directors, the resolutions of the Board in respect of all other matters may be passed by more than half of the Directors.

Resolutions in respect of connected transactions made by the Board shall not come into force unless such resolutions are signed by Independent Directors.

In deciding major corporate issues, the Board shall consult the Party Committee of the Company in advance.

Current Articles

Nil

Amended Articles

Article 99

According to “The Constitution of the Communist Party of China”, the Company established the Committee of Communist Party of China of China Aluminum International Engineering Corporation Limited (the “Party Committee”) and the Committee of Communist Party of China for Discipline Inspection of China Aluminum International Engineering Corporation Limited (the “Discipline Committee”).

The Company established the Party Committee which comprised a party secretary, a deputy party secretary and a certain number of Party Committee members (standing committee members). In principle, the same person should hold the positions of the chairman and the party secretary, and when necessary, assign a deputy party secretary who is dedicated to party construction of the Company. Meanwhile, the Discipline Committee is established in accordance with relevant regulations.

Current Articles

Nil

Amended Articles

Article 100

The Party Committee performs the following duties:

(1) The Party Committee, as the core of leadership and politics, maintains strategic directions, manages the overall situation and ensures effective implementation. The Party Committee serves the Company in its production, operation, reform and development, ensures and monitors the Company in its implementation of party and national guidelines and policies, enforces the guidelines and policies of the central party committee and the State Council as well as the decisions and deployment from the superior party committee, and ensures that the Company maintains a correct direction in its reform and development.

Current Articles

Amended Articles

(2) The Party Committee assumes the principal responsibility for strict party governance, strengthens and regulates the political life within the party, specifies strict and impartial political discipline and rules for the party, maintains the implementation of the Eight Rules of the central party committee, and fully strengthens the supervision in the party. With these measures in place, the Party Committee strives to develop an effective system under which no one dares to or can be corrupted or thinks of committing corruption, enhances the unified leadership on building a clean party and fighting against corruption, and supports the Discipline Committee in performing its responsibility of supervision.

(3) The Party Committee studies and discusses on the Company's reform and stable development, major operational and management matters and major issues related to the staff's vital interests, and raises advice and suggestions. The Party Committee also supports general meetings, the Board, the Board of Supervisors and senior management personnel to exercise their powers according to law. Major operational and management matters must be studied and discussed by the Party Committee and then decided by the Board and senior management personnel.

Current Articles

Amended Articles

(4) By following the principle of the party's supervision of cadres and talents, the Party Committee performs its leadership in selecting cadres for important operation and management within the Company, plays a dominant role in personnel appointment, and strengthens the supervision over the leaders of the Company. In addition, by adhering to the combination of principles of the party's supervision of cadres, the Board's lawful appointment of senior management, and senior management's lawful exercise of its administrative power regarding the employment of the Company, the Party Committee considers the candidates nominated by the Board or President, and raises advice and suggestions to the Board or the President in respect of such candidates. Alternatively, the Party Committee recommends candidates to the Board or the President, joins the Board in examining such candidates, conducts collective research and raises advice and suggestions.

(5) The Party Committee improves its own construction and the construction of its grass-roots organizations, leads the Company's work on political thoughts, united front work, spiritual civilization, corporate culture and trade unions, the Communist Youth League, etc.

Current Articles

Nil

Amended Articles

(6) The Party Committee relies on its staff and the public wholeheartedly, and leads and supports the staff and workers' congress in carrying out its work.

(7) The Party Committee also performs other duties that it should perform.

Article 101

The Discipline Committee performs the following duties:

The Discipline Committee supervises the execution of the accountability function, supervises and inspects the deployment and implementation of the important decisions, resolutions and work of the Company's Party Committee and its superior committee, and strengthens the supervision over party members and cadres in performing duties, exercising powers and working in an honest manner. The Discipline Committee also supervises the Party Committee to fulfill its principal responsibilities, assists the Party Committee to enhance the building of a clean party, organizes and coordinates anti-corruption work, and studies and deploys the work on discipline inspection and supervision.

Current Articles

Nil

Amended Articles

Article 102

The Company insists on and perfects a mechanism of dual entry and cross appointment of leaders. Under the mechanism, qualified leaders of the Party Committee can undergo legal procedures to join the Board, the Board of Supervisors and senior management, while qualified party members from the Board, the Board of Supervisors and senior management can also join the Party Committee according to relevant regulations and procedures. The mechanism is designed to ensure the effective role of the Party Committee at the levels of decision-making, supervision and implementation.

Nil

Article 103

The Company has special working bodies for its Party Committee and Discipline Committee, with mass organizations established, such as the labor union and Youth League Committee. The Party Committee and its staff are included into the Company's management organization and staffing, with the Party Committee's work funding also included into the Company's budget and charged to the Company's management costs. The personnel on party affairs enjoy the same treatment as the same-level operation and management personnel.

Current Articles

Nil

Amended Articles

Article 104

The Company establishes and improves the democratic management system in the form of staff and workers' congress, promotes publicity of the business, implements the staff and workers' right to know, to participate, to express and to supervise, and fully mobilizes the enthusiasm, initiative and creativity of the staff and workers. The Company should listen to the views of its staff and workers in major decision-making; the major issues involving the staff and workers' vital interests must be considered by the staff and workers' congress.

Other chapters and articles will be renumbered after the newly added articles.

By order of the Board
China Aluminum International Engineering Corporation Limited
ZHAI Feng
Joint Company Secretary

Beijing, the PRC, 2 May 2017

Notes:

1. Save for the proposed Amended Resolution, there are no other changes to the resolutions set out in the Notice of the AGM. For details and other related matters in relation to the other resolutions to be considered at the AGM, please refer to the Notice of the AGM and the AGM Circular.
2. Since the amendments to the content of the resolutions of the AGM involved in the supplementary circular dated 2 May 2017 will not add or remove the resolutions or change the headings of the relevant resolutions, the accompanying form of proxy of the circular dated 7 April 2017 is still applicable.
3. The accompanying form of proxy of the circular dated 7 April 2017 is available on the websites of The Stock Exchange of Hong Kong limited (www.hkexnews.hk) and the Company (www.chalco.com.cn). Whether or not you intend to attend the AGM, you are requested to complete and return the accompanying form of proxy of the circular dated 7 April 2017 in accordance with the instructions printed thereon no later than 24 hours before the time appointed for holding the AGM or any adjournment thereof (as the case may be). Completion and return of the accompanying form of proxy of the circular dated 7 April 2017 will not preclude you from attending the AGM or any adjournment thereof and voting in person if you so wish.

As at the date of this notice, the non-executive Directors are Mr. WANG Jun and Mr. LI Yihua; the executive Directors are Mr. HE Zhihui and Mr. ZHANG Jian; and the independent non-executive Directors are Mr. SUN Chuanyao, Mr. CHEUNG Hung Kwong and Mr. FU Jun.