

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

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 and reply slip 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)**

**SUPPLEMENTARY CIRCULAR TO THE 2017 ANNUAL GENERAL MEETING  
RE-APPOINTMENT OF INTERNATIONAL AUDITOR AND  
DOMESTIC AUDITOR  
AND  
SUPPLEMENTARY NOTICE OF THE 2017 ANNUAL GENERAL MEETING**

This supplementary circular should be read in conjunction with the circular of the Company dated 18 April 2018 (the “**Original Circular**”).

The 2017 Annual General Meeting of the Company (the “**AGM**”) will be held as originally scheduled at Conference Room 211 of China Aluminum International Engineering Corporation Limited, Building C, No. 99 Xingshikou Road, Haidian District, Beijing at 9:00 a.m. on 8 May 2018, Tuesday. A supplementary notice of the AGM is set out on page 4 to 5 in this supplementary circular.

A revised form of proxy (the “**Revised Form of Proxy**”) is enclosed herewith and also published on the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)). The Revised Form of Proxy enclosed herewith shall supersede the form of proxy enclosed in the Original Circular. Shareholders who intend to appoint a proxy to attend the AGM shall complete the enclosed revised form of proxy in accordance with the instructions printed thereon and return the same not less than 24 hours before the time fixed for holding the AGM or any adjournment thereof (as the case may be). Completion and return of the Revised Form of Proxy will not preclude you from attending the AGM and voting in person if you so wish.

23 April 2018

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LETTER FROM THE BOARD



**CHALIECO**  
**中铝国际**

**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)*

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*Non-executive Directors:*

Mr. Wang Jun

Mr. Li Yihua

*Executive Directors:*

Mr. He Zhihui

Mr. Zong Xiaoping

Mr. Wu Zhigang

Mr. Zhang Jian

*Independent non-executive Directors:*

Mr. Gui Weihua

Mr. Cheung Hung Kwong

Mr. 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,

**SUPPLEMENTARY CIRCULAR TO THE 2017 ANNUAL GENERAL MEETING  
RE-APPOINTMENT OF INTERNATIONAL AUDITOR AND  
DOMESTIC AUDITOR  
AND  
SUPPLEMENTARY NOTICE OF THE 2017 ANNUAL GENERAL MEETING**

This supplementary circular should be read in conjunction with the Original Circular. Unless the context otherwise specified, the capitalised terms used in this supplementary circular shall have the same meanings as those defined in the Original Circular.

## LETTER FROM THE BOARD

The AGM will be held as originally scheduled at Conference Room 211 of China Aluminum International Engineering Corporation Limited, Building C, No. 99 Kingshikou Road, Haidian District, Beijing at 9:00 a.m. on 8 May 2018, Tuesday.

The purpose of this supplementary circular is to give you the supplementary notice of the AGM, which is set out on pages 4 to 5 of this supplementary circular and to provide you with all the information reasonably necessary to enable you to make an informed decision on whether to vote for or against the resolution of re-appointment of international auditor and domestic auditor.

### **RE-APPOINTMENT OF INTERNATIONAL AUDITOR AND DOMESTIC AUDITOR**

An ordinary resolution would be proposed on the AGM to approve the re-appointment of PKF Hong Kong Limited as the international auditor of the Company for 2018 and Daxin Certified Public Accountants (Special General Partnership) as the domestic auditor of the Company for 2018 for a term of office until the 2018 annual general meeting of the Company at which the engagement of international auditor and domestic auditor will be resolved, and to propose to the AGM to approve the authorisation of the audit committee of the Board to determine the matters of service fees based on the factors including service scope and workload of PKF Hong Kong Limited and Daxin Certified Public Accountants (Special General Partnership).

### **THE AGM**

The AGM of the Company is proposed to be held at Conference Room 211 of China Aluminum International Engineering Corporation Limited, Building C, No. 99 Kingshikou Road, Haidian District, Beijing at 9:00 a.m. on 8 May 2018, Tuesday. The supplementary notice of the AGM is set out on pages 4 to 5 in this supplementary circular.

For details of the other resolutions to be considered at the AGM, the eligibility for attending the AGM, the registration procedures, closure of register of members, procedures on demanding a poll and other related matters, please also refer to the notice dated 18 April 2018 of the Company.

### **VOTING BY POLL AT AGM**

Pursuant to Rule 13.39(4) of the Listing Rules, all votes of the Shareholders at the AGM must be taken by poll. The Chairman of the AGM will therefore demand a poll for the proposed resolutions at the AGM pursuant to Article 80 of the Articles.

On a poll, every Shareholder presents in person or by proxy or (being a corporation) by its duly authorized 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.

## LETTER FROM THE BOARD

### RECOMMENDATION

The Board considers that the above resolution is in the best interests of the Company and its Shareholders. The Board therefore recommends the Shareholders to vote in favour of the resolutions as set out in the supplementary notice of the AGM and to be put forward at the AGM.

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

Beijing, the PRC, 23 April 2018

*As at the date of this circular, the non-executive Directors are Mr. WANG Jun and Mr. LI Yihua; the executive Directors are Mr. HE Zhihui, Mr. ZONG Xiaoping, Mr. WU Zhigang and Mr. ZHANG Jian; and the independent non-executive Directors are Mr. GUI Weihua, Mr. CHEUNG Hung Kwong and Mr. FU Jun.*

SUPPLEMENTARY NOTICE OF THE 2017 AGM



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**SUPPLEMENTARY NOTICE OF 2017 ANNUAL GENERAL MEETING**

**Reference is made to** the shareholder circular dated 18 April 2018 (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 of the Company (the “**Shareholders**”) at the 2017 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 23 April 2018.

**Supplementary notice is hereby given** that the AGM will be held as originally scheduled. Save for the resolutions set out in the Notice of AGM of the Company dated 18 April 2018, the following resolution will be considered and approved:

**ORDINARY RESOLUTION**

To consider the following matter as ordinary resolution:

1. To consider and approve the re-appointment of the international auditor and the domestic auditor.

By order of the Board

**China Aluminum International Engineering Corporation Limited**

**ZHAI Feng**

*Joint Company Secretary*

Beijing, the PRC, 23 April 2018

## SUPPLEMENTARY NOTICE OF THE 2017 AGM

### Notes:

1. Save for the newly proposed 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 form of proxy sent together with the circular dated 18 April 2018 (the “**First Form of Proxy**”) does not contain the additional proposed resolutions as set out in this supplementary notice, a new form of proxy (the “**Revised Form of Proxy**”) has been prepared and is enclosed with this supplementary notice.
3. The Revised Form of Proxy for use at the AGM is enclosed and is also published on the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company’s website ([www.chalieco.com.cn](http://www.chalieco.com.cn)). Whether or not you intend to attend the AGM, you are requested to complete and return the enclosed Revised Form of Proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the AGM or any adjournment thereof (as the case may be). Completion and return of the Revised Form of Proxy will not preclude you from attending the AGM and voting in person if you so wish.
4. A Shareholder who has not yet lodged the First Form of Proxy in accordance with the instructions printed thereon is requested to lodge the Revised Form of Proxy if he or she wishes to appoint proxies to attend the AGM on his or her behalf. In this case, the First Form of Proxy should not be lodged.
5. A Shareholder who has already lodged the First Proxy Form in accordance with the instructions printed thereon should note that:
  - (i) If no Revised Form of Proxy is lodged in accordance with the instructions printed thereon, the First Form of Proxy will be treated as a valid form of proxy lodged by the Shareholder if duly completed. The proxy appointed under the First Form of Proxy will also be entitled to vote in accordance with the instructions previously given by the Shareholder or at his/her discretion (if no such instructions are given) on any resolution properly put to the AGM, including the additional proposed resolutions as set out in this supplementary notice.
  - (ii) If the Revised Form of Proxy is lodged in accordance with the instructions printed thereon not less than 24 hours before the time appointed to hold the AGM or any adjourned meeting (the “**Closing Time**”), the Revised Form of Proxy will be treated as a valid form of proxy lodged by the Shareholder if duly completed.
  - (iii) If the Revised Form of Proxy is lodged after the Closing Time, the Revised Form of Proxy will be deemed invalid. It will not revoke the First Form of Proxy previously lodged by the Shareholder. The First Form of Proxy will be treated as a valid form of proxy if duly completed. The proxy appointed under the First Form of Proxy will also be entitled to vote in accordance with the instructions previously given by the Shareholder or at his/her discretion (if no such instructions are given) on any resolution properly put to the AGM, including the additional proposed resolutions as set out in this supplementary notice.
6. Shareholders are reminded that completion and return of the First Form of Proxy and/or the Revised Form of Proxy will not preclude them from attending and voting in person at the AGM or any adjournment thereof.

*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, Mr. ZONG Xiaoping, Mr. WU Zhigang and Mr. ZHANG Jian; and the independent non-executive Directors are Mr. GUI Weihua, Mr. CHEUNG Hung Kwong and Mr. FU Jun.*