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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)

**NOMINATION OF EXECUTIVE DIRECTOR
NOMINATION OF NON-EXECUTIVE DIRECTOR
NOMINATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR
APPOINTMENT OF THE MEMBER AND CHAIRMAN OF RISK
MANAGEMENT COMMITTEE UNDER THE BOARD**

The board of directors (the “**Board**”) of China Aluminum International Engineering Corporation Limited (the “**Company**”) is pleased to announce that a number of resolutions concerning proposed changes in members of the Board were considered and approved at a Board meeting convened on 28 March 2024 (the “**Board Meeting**”). Details are as follows:

NOMINATION OF EXECUTIVE DIRECTOR

Mr. LIU Ruiping will resign as an executive director and a member of the nomination committee of the Company upon the election of new executive director at the 2023 annual general meeting of the Company due to the adjustment in the division of work arrangement.

The resignation of Mr. LIU Ruiping will not affect the normal operation of the Company and the Board. Mr. LIU Ruiping has confirmed that he has no disagreement with the Company and the Board nor is there other matter in respect of his resignation that need to be brought to the attention of the shareholders of the Company.

The Board would like to express its sincere gratitude towards Mr. LIU Ruiping for his contributions to the Company and the Board during his tenure as a director.

Pursuant to the relevant provisions of, amongst others, the Articles of Association, the Board is pleased to announce that the proposal to nominate Mr. LIU Dongjun (“**Mr. LIU**”) as an executive director candidate of the fourth session of the Board was considered and approved at the Board Meeting. Mr. LIU’s term of office will commence from the date of approval by the general meeting of the Company until the end of term of the fourth session of the Board.

As of the date of this announcement, Mr. LIU’s biographical details are set out as follows:

LIU Dongjun, aged 53, is currently the deputy Party secretary and labour union chairman of the Company. He has obtained a master’s degree in economics and is a senior economist. He was the attaché of the Protocol Department of the Ministry of Foreign Affairs; third secretary of the Commissioner’s Office of China’s Foreign Ministry in the Hong Kong S.A.R; secretary (director-level) of the Secretariat of the General Office of the Ministry of Foreign Affairs; director of the Office and group leader of Overseas Chinese Affairs (Group Two) of the Consulate-General of China in San Francisco; first secretary of the Personnel Department and deputy director general (director-level) of Foreign Affairs Management (Second Division) of the Ministry of Foreign Affairs; head of the Foreign Affairs Department of the General Office (Foreign Affairs Office), deputy director and secretary of Party Group of the General Office (Board Office, Foreign Affairs Office), deputy general manager and secretary of Party Group of the Comprehensive Management Department (Board Office, Foreign Affairs Office), deputy director and secretary of Party Group of the Office (Party Group Office, Board Office, Foreign Affairs Office), and other positions at Aluminum Corporation of China Limited.

NOMINATION OF NON-EXECUTIVE DIRECTOR

Mr. ZHOU Xinzhe will retire as a non-executive Director of the Company, a member of the risk management committee of the Board (the “**Risk Management Committee**”), audit committee, remuneration committee and strategy committee of the Board upon the election of new non-executive director at the 2023 annual general meeting of the Company due to retirement.

The retirement of Mr. ZHOU Xinzhe will not affect the normal operation of the Company and the Board. Mr. ZHOU Xinzhe has confirmed that he has no disagreement with the Company and the Board nor is there other matter in connection with his retirement which needs to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its heartfelt gratitude to Mr. ZHOU Xinzhe for his contributions to the Company and the Board during his tenure.

Pursuant to the relevant rules such as the Articles of Association, the Board is pleased to announce that the proposal to nominate Mr. YANG Xu as a non-executive director candidate of the fourth session of the Board was considered and approved at the Board Meeting. Mr. YANG shall lawfully exercise duties pursuant to the rules such as the Articles of association and his term of office will commence from the date of approval by the general meeting of the Company until the end of term of the fourth session of the Board.

As of the date of this announcement, Mr. YANG's biographical details are set out as follows:

YANG Yu, aged 55, is currently a full-time director of a subsidiary of Chinalco. He graduated with a PhD degree and a doctorate in economics and is a senior accountant. He was a staff member of the Kaijiang Sub-branch of Bank of China Dachuan Branch, a staff member of the Party committee propaganda department and a departmental secretary of the Party committee of the organization of China Construction Bank Yunnan Branch, a deputy director of the self-discipline department and a deputy director of the education and training department of China Banking Association, a post-doctoral fellow at the post-doctoral workstation and a manager of the risk management and legal compliance department of China Reinsurance (Group) Corporation, deputy manager and manager of the financial business management department and manager of the overseas financing (direct business) department of Guodian Capital Holdings Co., Ltd., manager of the disciplinary inspection department, manager of the investment banking department and manager of the audit department of Guodian Capital Holdings Co., Ltd. (Guodian Finance Co., Ltd.), supervisor of Alltrust Insurance Company Limited, deputy general manager, director of security, and general manager of the legal and risk control audit department of Chinalco Capital Holdings Limited, chairman of the board of supervisors and chairman of the board of directors of Chinalco Insurance Brokers (Beijing) Co. Ltd., and chairman of the board of supervisors of Chinalco Finance Lease Co., Ltd., vice general manager of Chinalco Finance Company Limited etc.

NOMINATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr. GUI Weihua will resign as an independent non-executive director of the Company, the chairman and member of the remuneration committee of the Board and member of the Nomination Committee and strategy committee of the Board upon the election of the new independent non-executive director at the 2023 annual general meeting of the Company as his consecutive term of office as independent non-executive director had reached six years.

Pursuant to the relevant provisions of, amongst others, the Articles of Association, the Board is pleased to announce that a proposal to nominate Mr. ZHANG Tingan as an independent non-executive director candidate of the fourth session of the Board was considered and approved at the Board Meeting. Mr. ZHANG shall lawfully exercise duties pursuant to the rules such as the Articles of association and his term of office will commence from the date of approval by the general meeting of the Company until the end of term of the fourth session of the Board.

As of the date of this announcement, Mr. ZHANG's biographical details are set out as follows:

Mr. ZHANG Tingan, aged 64, Ph.D. degree, second class professor, doctoral tutor, currently serves as the director of Institute of Special Metallurgy and Process Engineering, College of Metallurgy, Northeastern University, and Director of Engineering Research Center of Department of Education of Non-Ferrous Metal Process Technology, President of Dongda Institute of Non-Ferrous Metal Solid Waste Technology. He was an assistant professor, lecturer and associate professor of the Department of Nonferrous Metallurgy, professor, deputy director and deputy chief of the Department of Nonferrous Metallurgy, deputy dean and dean of the College of Materials and Metallurgy, director of Library, deputy director of the Key Laboratory of the Ministry of Education for the Ecological Metallurgy of Polymetallic Symbiotic Ore of Northeastern University, director of Fushan Zibo Northeastern University Institute of Industry and Technology, and executive director of China Aluminum Central Research Institute Southeast Branch. Mr. ZHANG also serves as the chairman of Dongda Nonferrous Solid Waste Technology Research Institute (Liaoning) Company Limited, independent director of Chaoyang Jinda Titanium Company Limited, and independent director of Jiangsu Tiangong Science and Technology Company Limited.

Mr. ZHANG has confirmed that (1) he has met all the independence criteria set out in items (1) to (8) of Rule 3.13 of the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**"); (2) he has no past or present financial or other interests in the business of the Company or its subsidiaries and does not have any connection with any core connected persons (as defined in the Listing Rules on the Stock Exchange) of the Company; and (3) there are no other factors that may affect his independence at the time of his nomination as an independent non-executive director. The Board considers that he meets the independence requirements set out in Rule 3.13 of the Listing Rules.

Save as disclosed above, each of Mr. LIU, Mr. YANG and Mr. ZHANG 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 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 the subsidiaries of the Company; 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 (Chapter 571 of the Laws of Hong Kong) as at the date of this announcement.

Save as disclosed above, each of Mr. LIU, Mr. YANG and Mr. ZHANG confirmed that there is no other information which is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules, and there are no other matters relating to his appointment as a director of the Company which need to be brought to the attention of the shareholders of the Company.

If Mr. LIU Dongjun is appointed as a director of the Company at the 2023 annual general meeting of the Company, he will enter into a service contract with the Company. During his term of office as an executive director of the Company, Mr. LIU's remuneration will be determined with reference to the related remuneration standard of the Company. In addition, his final annual remuneration will be subject to the Company's annual performance review, and the distribution of incentive remuneration, work-related transportation allowance and housing allowance. He will not receive additional director's allowance for serving as an executive director of the Company. For details of the amount of remuneration of directors of the Company, please refer to the annual report of the Company to be published in due course.

If each of Mr. YANG Xu and Mr. ZHANG Tingan is appointed as a non-executive director and an independent non-executive director of the Fourth Session of the Board, respectively, at the 2023 annual general meeting, the term of office of each of Mr. YANG and Mr. ZHANG shall commence from the date of passing of the election at the 2023 annual general meeting of the Company on their respective appointment to the date of expiration of the term of office of the Fourth Session of the Board. After the appointment of each of Mr. YANG and Mr. ZHANG takes into effect, the Company will enter into respective service contract with each of them. Mr. YANG, being a non-executive director who does not hold any senior management position in the Company, does not receive any emolument from the Company. In accordance with the relevant requirements of the Company, the monthly remuneration to be received by Mr. ZHANG from the Company as an independent non-executive director will be RMB 10,000 after tax.

The proposals for the elections of (i) Mr. LIU Dongjun as an executive director of the Company; (ii) Mr. YANG as a non-executive director of the Company; and (iii) Mr. ZHANG as an independent non-executive director of the Company are subject to the consideration and approval of the 2023 annual general meeting of the Company. A circular containing, inter alia, further details of the election of the aforementioned proposed directors of the Company will be dispatched to the shareholders in due course.

APPOINTMENT OF THE MEMBER AND CHAIRMAN OF RISK MANAGEMENT COMMITTEE

The Board is pleased to announce that Mr. ZHANG Decheng is appointed as a member and the chairman of the risk management committee at the Board meeting. Mr. ZHANG Decheng shall lawfully exercise his duties and powers in accordance with the Articles of Association of the Company, the Procedural Rules for the Board and the Procedural Rules for the Risk Management Committee, with a term of office same as that of the fourth session of the Board which shall take effect from the date of resolution of the Board Meeting.

Members of the Risk Management Committee shall include Mr. ZHANG Decheng, Mr. ZHOU Xinzhe and Mr. TONG Pengfang with effect from the date of this announcement.

By Order of the Board
China Aluminum International Engineering Corporation Limited
LI Yihua
Chairman

Beijing, the PRC, 28 March 2024

As at the date of this announcement, the non-executive directors are Mr. ZHOU Xinzhe and Mr. ZHANG Decheng; the executive directors are Mr. LI Yihua, Mr. LIU Jing, Mr. LIU Ruiping and Ms. ZHAO Hongmei; and the independent non-executive directors are Mr. GUI Weihua, Mr. SIU Chi Hung and Mr. TONG Pengfang.