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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)

CHANGE OF COMPANY SECRETARY AND AUTHORIZED REPRESENTATIVE

The board of directors (the “**Board**”) of China Aluminum International Engineering Corporation Limited (the “**Company**”) is pleased to announce that Mr. Wang Jun (王軍) (“**Mr. Wang**”), company secretary and joint authorized representative of the Company, has resigned as the joint authorized representative of the Company due to work arrangements, with effective from 12 March 2015.

Mr. Zhai Feng (翟峰) (“**Mr. Zhai**”) has been appointed to act together with Mr. Wang as the joint company secretaries of the Company and act together with Mr. He Zhihui (賀志輝) (“**Mr. He**”) as the joint authorized representatives of the Company.

The Board further announced that Mr. He has been appointed as an authorized representative of the Company in accordance with the requirements under Rule 3.05 of the Listing Rules and Mr. Zhai has been appointed as an authorized representative of the Company for the acceptance of service of process and notices on behalf of the Company in Hong Kong under Rule 19.05(2) of the Listing Rules and Part XVI of the Companies Ordinance of the Laws of Hong Kong (Chapter 622).

Since Mr. Zhai does not possess the requisite qualification as required under Rule 3.28 and Rule 8.17 of the Listing Rules, with which the Company has applied to the Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) for a waiver from the compliance, and for the approval of the appointment of Mr. Zhai and Mr. Wang as joint company secretaries. The Company obtained the approval for the waiver on 12 March 2015. The appointment of Mr. Zhai as joint company secretary and authorized representative will be in effect from 12 March 2015.

According to the waiver application filed by the Company, in order to ensure the smooth handover of the company secretary's work and to improve corporate governance and compliance work of the Company, while taking into account of Mr. Zhai's educational background and work experience, the Board is of the view that the appointment of Mr. Zhai and Mr. Wang as joint company secretaries is in the interests of the Company and its shareholders as a whole. Mr. Zhai's and Mr. Wang's tenure as joint company secretary will be in effect from 12 March 2015, for a period of three years (the "**Waiver Period**"), provided that the former independent company secretary Mr. Wang assists Mr. Zhai during the Waiver Period, to make Mr. Zhai gain relevant experience to discharge the duties of a company secretary. The exemption will be revoked immediately when Mr. Wang ceases to assist Mr. Zhai. The Company should notify the Stock Exchange at the end of the Waiver Period to allow the Stock Exchange to review the situation. It is expected that after obtaining the assistance from Mr. Wang, Mr. Zhai will be able to satisfy the requirements of Rule 3.28 and Rule 8.17 of the Listing Rules as an independent company secretary of the Company.

Mr. Zhai has been a director of the capital market division of the capital operation department of Aluminum Corporation of China (中國鋁業公司) ("**Chinalco**") from April 2011 to February 2015. He was the vice director of the capital market division of the capital operation department of Chinalco from January 2009 to March 2011, primarily responsible for share issue, material asset restructure and corporate governance of listed companies under the Group. Mr. Zhai was the senior business manager, business manager of the capital market division of the capital operation department, and operation manager of the secretary office of the board of Aluminum Corporation of China Limited (中國鋁業股份有限公司) ("**Chalco**") from April 2004 to December 2008, respectively, primarily responsible for capital market-related capital operation, investors' relations and information disclosure. During that period, he participated in the IPO of A shares, acquisition and merger and issue of debentures of Chalco. He was the assistant manager of the audit department of KPMG Huazhen ("**KPMG**") from January 2003 to March 2004 and worked for the audit department of KPMG from July 1999 to August 2001. Mr. Zhai graduated from Renmin University of China in July 1999 with a bachelor's degree in accounting, and then graduated from Royal Holloway, University of London in November 2002 with a master's degree in business administration. Mr. Zhai was qualified as an economist and has obtained SIFM.

The former independent company secretary Mr. Wang has no disagreement with the Board and is not aware of any other matters in relation to his resignation that need to be brought to the attention of the shareholders of the Company. The Board would like to express its gratitude to Mr. Wang for his valuable contributions to the Company during his service, and welcomed the appointment of Mr. Zhai and Mr. Wang.

By Order of the Board
China Aluminum International Engineering Corporation Limited
ZHANG Chengzhong
Chairman of the Board

Beijing, the PRC, 13 March 2015

As at the date of this announcement, the non-executive Directors are Mr. ZHANG Chengzhong, Mr. ZHANG Zhankui and Mr. Wang Qiang; the executive Directors are Mr. HE Zhihui and Mr. WANG Jun; and the independent non-executive Directors are Mr. SUN Chuanyao, Mr. CHEUNG Hung Kwong and Mr. JIANG Jianxiang.