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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)**

**ANNOUNCEMENT  
PROPOSED CHANGE OF INTERNATIONAL AUDITOR AND  
DOMESTIC AUDITOR  
PROPOSED CHANGE OF ACCOUNTANT FOR  
ISSUE OF A SHARES**

**PROPOSED CHANGE OF INTERNATIONAL AUDITOR AND DOMESTIC AUDITOR**

This announcement is made pursuant to requirement of Rule 13.51(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The board of directors (the “**Board**”) of China Aluminum International Engineering Corporation Limited (the “**Company**”) announces that, in view of the coming expiry of the term of appointment with PricewaterhouseCoopers, the current international auditor and PricewaterhouseCoopers Zhong Tian LLP (Special General Partnership), the current domestic auditor, as well as that the aforesaid audit companies have been providing audit services to the Company for years that have reached required limits, pursuant to the relevant requirements regarding rotation of auditors by the Ministry of Finance of the People’s Republic of China and the State-owned Assets Supervision and Administration Commission of the State Council, the Company proposed that it will not reappoint PricewaterhouseCoopers and PricewaterhouseCoopers Zhong Tian LLP (Special General Partnership) as the international auditor and the domestic auditor of the Company in 2016.

The Board has resolved on 31 March 2016 to propose the appointment of PKF Hong Kong and Daxin Certified Public Accountants (Special General Partnership) as the international and domestic auditor of the Company for the year 2016, the term of which shall commenced from the date of review and approval on the Company’s general meeting of 2015 (the “**Annual General Meeting**”) up to the date of the Company’s next annual general meeting. The Board agreed to propose the aforesaid change of international auditor and domestic auditor on the Company’s general meeting for considering and approval. Such a resolution will be set out in the circular of Annual General Meeting proposed to be despatched to the shareholders of the Company on or before 8 April 2016.

PricewaterhouseCoopers and PricewaterhouseCoopers Zhong Tian (Special General Partnership) have confirmed to the Board of the Company that no matters regarding their resignation of international auditor and domestic auditor that need to be brought to the attention of the shareholders of the Company.

## **PROPOSED CHANGE OF AUDITOR OF OFFERING OF A SHARES**

References are made to the announcement of the Company dated 18 June 2015, the circular dated 5 August 2015 regarding the first extraordinary general meeting, domestic shares class meeting and H shares class meeting in 2015, the announcement dated 25 August 2015 regarding the poll results of the first extraordinary general meeting, the domestic shares class meeting and H shares class meeting in 2015 regarding the initial public offering of A shares (“**Issue of A Shares**”) and the appointment of PricewaterhouseCoopers Zhong Tian LLP (Special General Partnership) as the auditor of the Offering of A Shares. In view of the proposed change of international auditor and domestic auditor for the year 2016, as to keep in line with and facilitate the relevant works proceed by the Company, the Company has proposed to appoint Daxin Certified Public Accountants (Special General Partnership) as the auditor for the Issue of A Shares with a term commencing from the date of considering and approval on the Annual General Meeting up to the date of the completion of the Issue of A Shares by the Company.

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

Beijing, PRC, 31 March 2016

*As at the date of this announcement, the non-executive Director is Mr. WANG Jun; the executive Directors are Mr. HE Zhihui and Mr. ZHANG Jian; and the independent nonexecutive Directors are Mr. SUN Chuanyao, Mr. CHEUNG Hung Kwong and Mr. FU Jun.*