

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



UNITED COMPANY RUSAL PLC
(Incorporated under the laws of Jersey with limited liability)
(Stock Code: 486)

ANNOUNCEMENT

**LETTER RECEIVED FROM NORILSK NICKEL PROPOSING
TO ACQUIRE 15% OF THE OUTSTANDING
ORDINARY SHARES OF NORILSK NICKEL**

United Company RUSAL Plc announces that it received a letter dated 24 August 2011 from OJSC MMC Norilsk Nickel setting out a proposal to acquire 28,594,162 ordinary shares held by United Company RUSAL Plc's wholly-owned subsidiary, LLC United Company RUSAL Investment Management, in OJSC MMC Norilsk Nickel. The Shares (as defined below) constitute approximately 15% of the total outstanding ordinary shares of OJSC MMC Norilsk Nickel.

Shareholders and investors are advised to exercise caution when dealing in the securities of the Company.

This announcement is made pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("**Listing Rules**").

The board of directors ("**Board of Directors**") of United Company RUSAL Plc (the "**Company**") received a letter dated 24 August 2011 ("the "**Offer Letter**") from OJSC MMC Norilsk Nickel ("**Norilsk Nickel**") setting out a proposal (the "**Proposal**") to acquire 28,594,162 ordinary shares held by the Company's wholly-owned subsidiary, LLC United Company RUSAL Investment Management ("**Rusal LLC**"), in Norilsk Nickel (the "**Shares**", which constitutes approximately 15% of the total outstanding ordinary shares of Norilsk Nickel). As at the date of this announcement, Rusal LLC holds approximately 25% of the total outstanding ordinary shares of Norilsk Nickel.

The key terms of the Proposal as set out in the Offer Letter are as follows:

1. A subsidiary of Norilsk Nickel (the “**Potential Purchaser**”) would, on the terms and the conditions to be set out in a share purchase agreement (“**SPA**”), acquire the Shares at a price per share of US\$306 for a total consideration of US\$8,749,813,572 (the “**Purchase Price**”) to be paid in full at completion of the transaction, which shall take place within 45 days of signing of the SPA.
2. In relation to the remaining ordinary shares held by Rusal LLC in Norilsk Nickel, constituting approximately 10% of the total outstanding ordinary shares of Norilsk Nickel, the Offer Letter proposes that the Company, Rusal LLC and the Potential Purchaser would enter into a shareholders’ agreement governing their voting in respect of the election and removal of directors of Norilsk Nickel and disposal of the outstanding ordinary shares.
3. The Proposal will lapse if Norilsk Nickel does not receive written notice from the Company that the Board of Directors of the Company has approved the terms of the Proposal set out in the Offer Letter (whether or not subject to the Company’s shareholders’ approval) within 10 days of receipt of the Offer Letter, but no later than 6 pm (Moscow time) on 5 September 2011. If, however, the Board of Directors of the Company declines the Proposal or resolves not to recommend the terms of the Proposal at its meeting to its shareholders as set out in the Offer Letter, by 6 pm (Moscow time) on 5 September 2011, the Proposal will lapse immediately.

The Company will make further announcement(s) from time to time and expects to inform its shareholders of the decision of the Board of Directors of the Company on or before 6 September 2011.

This announcement is made to comply with the Listing Rules. It should not be taken as any indication as to whether or not the Board of Directors of the Company will recommend the Proposal to shareholders. Shareholders and investors are advised to exercise caution when dealing in the securities of the Company.

By Order of the Board of Directors of
United Company RUSAL Plc
Tatiana Soina
Director

26 August 2011

As at the date of this announcement, our executive directors are Mr. Oleg Deripaska, Mr. Vladislav Soloviev, Mr. Petr Sinshinov, Ms. Tatiana Soina, Mr. Alexander Livshits and Ms. Vera Kurochkina, our non-executive directors are Mr. Victor Vekselberg (Chairman), Mr. Dmitry Afanasiev, Mr. Len Blavatnik, Mr. Ivan Glasenberg, Mr. Alexander Popov, Mr. Dmitry Razumov, Mr. Anatoly Tikhonov and Mr. Artem Volynets, and our independent non-executive directors are Dr. Peter Nigel Kenny, Mr. Philip Lader, Mr. Barry Cheung Chun-Yuen and Ms. Elsie Leung Oi-sie.

All announcements and press releases published by the Company are available on its website under the links http://www.rusal.ru/en/stock_fillings.aspx and <http://www.rusal.ru/en/press-center/press-releases.aspx>, respectively.