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

**CHANGE OF DIRECTORS,
CHANGE TO THE COMPOSITION OF THE AUDIT COMMITTEE
AND
RE-DESIGNATION OF DIRECTOR**

The Board of the Company announces that due to other business commitments Mr. Alexander Popov has tendered his resignation as a non-executive director of the Company and as a member of the Audit Committee of the Company with effect from 24 November 2011.

The Board is pleased to announce that Mr. Dmitry Troshenkov has been appointed as a non-executive director of the Company and a member of the Audit Committee of the Company with effect from 24 November 2011.

The Board announces that Mr. Petr Sinshinov, who was an executive director of the Company, was re-designated as a non-executive director of the Company with effect from 11 November 2011.

**CHANGE OF DIRECTORS AND CHANGE TO THE COMPOSITION
OF THE AUDIT COMMITTEE**

The board of directors (the “**Board**”) of United Company RUSAL Plc (the “**Company**”) announces that due to other business commitments Mr. Alexander Popov (“**Mr. Popov**”) has tendered his resignation as a non-executive director of the Company and as a member of the Audit Committee of the Company with effect from 24 November 2011. Mr. Popov confirms that he does not have any disagreement with the Board and that there is no other matter relating to his resignation which needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its sincere gratitude to Mr. Popov for his valuable contribution during his term of office with the Company.

En+ Group Limited, the controlling shareholder of the Company, had proposed Mr. Dmitry Troshenkov (“**Mr. Troshenkov**”) to be considered for, inter alia, nomination or recommendation as a non-executive director of the Company pursuant to article 23.4 of the articles of association of the Company (the “**Articles of Association**”). The Board is pleased to announce that Mr. Troshenkov has, accordingly, been appointed as a non-executive director of the Company with effect from 24 November 2011.

The Board is also pleased to announce that Mr. Troshenkov has been appointed as a member of the Audit Committee of the Company with effect from 24 November 2011.

Particulars of Mr. Troshenkov are set out below:

Mr. Troshenkov, aged 45, joined En+ Group Limited as the chief financial officer in October 2011. Prior to joining En+ Group Limited, he had been working in Open Joint Stock Company Federal Grid Company of Unified Energy System (MICEX/LSE:FEES) where he was appointed as the first deputy chairman of the management board in September 2009 and a member of the management board from October 2009 to August 2011. From 2006 to September 2009, he was a vice-president for finance in Open Joint Stock Company ‘TNK-BP Holding’. From 2005 to 2006, he held the office of a deputy director general for economics and finance of Open Joint-Stock Company ‘OGK-1’. From 2001 to 2005, Mr. Troshenkov was a chief financial officer of Open Joint-Stock Company ‘Lenenergo’. From 2000 to 2001, Mr. Troshenkov was a deputy director general for economics and finance of Closed Joint-Stock Company ‘Petroelectrosbyt’. Mr. Troshenkov graduated from the St. Petersburg State University specializing in accounting and audit, and from the St. Petersburg Bank Institute specializing in bank accounting and audit.

Mr. Troshenkov will sign an appointment letter with the Company with effect from 24 November 2011. The length of service of Mr. Troshenkov as a non-executive director is determined in accordance with the Articles of Association; accordingly, Mr. Troshenkov's appointment will continue until the date of the next annual general meeting unless re-appointed at such meeting. In addition, his term of appointment is subject to the provisions of the Articles of Association and other applicable laws under which a director must vacate office. Mr. Troshenkov's appointment may be terminated by Mr. Troshenkov giving the Company one month's notice of termination and/or otherwise in accordance with the Articles of Association.

Mr. Troshenkov is entitled to a directors' fee of GBP 120,000 per annum which is determined by the Board with reference to the performance of the Company, the duties and responsibilities concerned and the prevailing market conditions. Additional fees may be payable for being a member of a Board committee (GBP 10,000 per annum) or chairing a Board committee (GBP 15,000 per annum).

As at the date of this announcement, Mr. Troshenkov 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. Save as disclosed above, Mr. Troshenkov is independent from and has no relationship with any director, senior management, substantial shareholder or controlling shareholder of the Company nor has he held any directorship in any other listed public companies in the past three years or any other position with the Company or its subsidiaries. Save as disclosed above, there is no other information which is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Board would like to welcome Mr. Troshenkov as a non-executive director of the Company and as a member of the Audit Committee of the Company.

RE-DESIGNATION OF DIRECTOR

The Board announces that Mr. Petr Sinshinov ("**Mr. Sinshinov**"), who was an executive director of the Company, was re-designated as a non-executive director of the Company with effect from 11 November 2011 (the "**Re-designation**"). On 12 September 2011, Mr. Sinshinov ceased to be an employee of the Company but remained a director of the Company.

Mr. Sinshinov, aged 56, was appointed a member of the Board on 23 November 2009 and prior to his appointment to the Board, he held the role of Deputy Chief Executive Officer from January 2009. From October 2006 until joining the Company in January 2009, Mr. Sinshinov was the chief executive officer of Closed Joint-Stock Company Transmash Holding. From 2004 to 2006, he held several executive positions at Open Joint-Stock Company ‘Coal Company Kuzbassrazrezugol’ where he also served on the board of directors. From 2002 to 2003, Mr. Sinshinov was the chief executive officer of Open Joint-Stock Company Ruspromavto. From 2000 to 2001, he was the chief executive officer of Closed Joint-Stock Company ‘MC Soyuzmetalresurs’, a holding company for several industrial operations. From 1995 to 2000, Mr. Sinshinov was the commercial director and deputy managing director of the Sayanogorsk aluminium smelter. In 1977, he began his professional career at the Norilsk mining plant. Born in 1954, Mr. Sinshinov graduated from the Institute of Non-Ferrous Metals in Krasnoyarsk in 1977.

As at the date of this announcement, Mr. Sinshinov is interested in 815,474 shares of the Company, representing approximately 0.005% of the total issued share capital of the Company. Save as disclosed above, Mr. Sinshinov does not have any interest in the issued share capital of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571) of the laws of Hong Kong.

Mr. Sinshinov is independent from and not related to any other directors, members of senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company.

Mr. Sinshinov has not held any directorship in any listed companies in the last three years preceding the date of this announcement.

The term of Mr. Sinshinov’s appointment with the Company shall continue until the next annual general meeting of the Company unless reappointed at such meeting, subject to the provisions of the Articles of Association and other applicable laws under which a director must vacate office.

Mr. Sinshinov is entitled to a directors' fee of GBP 120,000 per annum which is determined by the Board with reference to the performance of the Company, the duties and responsibilities concerned and the prevailing market conditions. Additional fees may be payable for being a member of a Board committee (GBP 10,000 per annum) or chairing a Board committee (GBP 15,000 per annum).

Save as disclosed above, there is no other information which is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

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

23 November 2011

As at the date of this announcement, our executive directors are Mr. Oleg Deripaska, Mr. Vladislav Soloviev, 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, Mr. Artem Volynets and Mr. Petr Sinshinov, 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/investors/info.aspx> and <http://www.rusal.ru/en/press-center/press-releases.aspx>, respectively.