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

**UPDATE ON TRANSPORTATION CONTRACTS**

Reference is made to the announcements of the Company dated 27 June 2011, 28 December 2011, 13 February 2012 and 12 April 2012 in relation to certain transportation contracts. The Company would like to provide updated information in relation to the transportation contracts.

Reference is made to the announcements of the Company dated 27 June 2011, 28 December 2011, 13 February 2012 and 12 April 2012 in relation to certain transportation contracts. It was disclosed in the announcement dated 12 April 2012 that the annual aggregate transaction amount that is payable by the Group to the associates of En+ under such transportation contracts for the financial year ending 31 December 2012 was estimated to be up to USD19 million. The Board would like to provide updated information in relation to the transportation contracts.

**RUS-ENGINEERING AND KRAMZ-AUTO TRANSPORTATION CONTRACTS**

Reference is also made to the announcement of the Company dated 28 December 2011 in relation to certain transportation contracts entered into between members of the Group and KraMZ-Auto. On 23 April 2012, RUS-Engineering LLC, a wholly-owned subsidiary of the Company, has agreed with KraMZ-Auto to increase the transaction amount of transportation services to be provided in 2012 by not more than USD852,000 excluding VAT, and the parties have signed the addendum to the previously disclosed contract dated 1 January 2012 (the “**Addendum**”) and a series of contracts (together with the Addendum, the “**Additional Contracts**”). The total

amount payable for the year ending 31 December 2012 under the Rus-Engineering and KraMZ-Auto Transportation Contracts will be up to USD4,660,000. The consideration is to be paid in cash via wire transfer as to 50% to be paid by the 15th day of the month following the reporting month and 50% to be paid by the 30th day of the month following the reporting month.

## **THE AGGREGATION APPROACH AND THE ANNUAL AGGREGATE TRANSACTION AMOUNTS**

Pursuant to Rule 14A.25 of the Listing Rules, the Rus-Engineering and KraMZ-Auto Transportation Contracts are required to be aggregated with the Previously Disclosed Transportation Contracts as they will each be entered into by the Group with the associates of En+ and the subject matter of each contract relates to the provision of transportation services by the associates of En+ to the Group.

The annual aggregate transaction amount that is payable by the Group to the associates of En+ under the Aggregated Transportation Contracts for the financial year ending 31 December 2012 is now estimated to be up to USD19.86 million. This annual aggregate transaction amount is estimated by the Directors based on the need for transportation services by the Group, the total contract price and the historical figure for the financial year ended 31 December 2011 under the Aggregated Transportation Contracts.

## **REASONS FOR AND BENEFITS OF THE TRANSACTIONS**

The Rus-Engineering and KraMZ-Auto Transportation Contracts were entered into for the purpose of transporting the products, cargoes and personnel of the Group and the usage of specialized vehicles and machinery. The Company considers that the transactions contemplated under the Rus-Engineering and KraMZ-Auto Transportation Contracts are for the benefit of the Company as the services provided are required in the production programmes of the Group.

The Rus-Engineering and KraMZ-Auto Transportation Contracts are on arm's length commercial terms. The consideration payable under the Rus-Engineering and KraMZ-Auto Transportation Contracts has been determined with reference to the market price and on terms no less favourable than those prevailing in the market for transportation services of the same type and quality as those offered by KraMZ-Auto to independent third parties.

The Directors (including the independent non-executive Directors) consider that the Rus-Engineering and KraMZ-Auto Transportation Contracts are on normal commercial terms which are fair and reasonable and the transactions contemplated under the Rus-Engineering and KraMZ-Auto Transportation Contracts are in the ordinary and usual course of business of the Group and in the interests of the Company and its shareholders as a whole.

None of the Directors has a material interest in the transactions contemplated by the Rus-Engineering and KraMZ-Auto Transportation Contracts save for Mr. Oleg Deripaska who is beneficially interested in more than 50% of the issued share capital of En+, and Mr. Vladislav Soloviev and Mr. Artem Volynets who, being directors of En+, declared their material interest in the transactions. Accordingly, Mr. Oleg Deripaska, Mr. Vladislav Soloviev and Mr. Artem Volynets did not vote on the Board resolutions for approving any of the Rus-Engineering and KraMZ-Auto Transportation Contracts.

## **LISTING RULES IMPLICATIONS**

KraMZ-Auto is an indirect subsidiary of En+, and is therefore an associate of En+, which is a substantial shareholder of the Company. Accordingly, KraMZ-Auto is a connected person of the Company under the Listing Rules and the transactions contemplated under the Rus-Engineering and KraMZ-Auto Transportation Contracts constitute continuing connected transactions of the Company.

The annual aggregate transaction amount for the financial year ending 31 December 2012 of the continuing connected transactions contemplated under the Aggregated Transportation Contracts is more than 0.1% but less than 5% under the applicable percentage ratios. Accordingly, pursuant to Rule 14A.34 of the Listing Rules, the transactions contemplated under the Aggregated Transportation Contracts are only subject to the reporting and announcement requirements set out in Rules 14A.45 to 14A.47, the annual review requirements set out in Rules 14A.37 to 14A.40 and the requirements set out in Rules 14A.35(1) and 14A.35(2) of the Listing Rules. These transactions are exempt from the independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

Information on the Aggregated Transportation Contracts will be included in the relevant annual report and accounts of the Company in accordance with Rule 14A.46 of the Listing Rules where appropriate.

## **PRINCIPAL BUSINESS ACTIVITIES**

The Company is principally engaged in the production of aluminium and alumina. The Company's assets include bauxite and nepheline ore mines, alumina refineries, aluminium smelters, casthouse business for alloys production, aluminium foil mills and production of aluminium packaging materials as well as power-generating assets. Spread across 19 countries in five continents, the operations and offices of the Company employ more than 72,000 people.

KraMZ-Auto is principally engaged in the provision of transportation services.

## **DEFINITIONS**

In this announcement, the following expressions have the following meanings, unless the context otherwise requires:

“Aggregated Transportation Contracts”	means the Rus-Engineering and KraMZ-Auto Transportation Contracts and the Previously Disclosed Transportation Contracts.
“associate”	has the same meaning ascribed to it under the Listing Rules.
“Board”	the board of Directors of the Company.
“Company”	United Company RUSAL Plc, a limited liability company incorporated in Jersey, the shares of which are listed on the main board of the Stock Exchange.
“connected person”	has the same meaning ascribed to it under the Listing Rules.
“continuing connected transaction”	has the same meaning ascribed to it under the Listing Rules.
“Director(s)”	the director(s) of the Company.
“En+”	En+ Group Limited, a company incorporated in Jersey and a substantial shareholder of the Company.
“Group”	the Company and its subsidiaries.
“KraMZ-Auto”	KraMZ-Auto LLC, an indirect subsidiary of En+.
“Listing Rules”	The Rules Governing the Listing of Securities on the Stock Exchange.

“percentage ratios”	the percentage ratios under Rule 14.07 of the Listing Rules.
“Previously Disclosed Transportation Contracts”	the contracts between members of the Group and the associates of En+, pursuant to which the associates of En+ agreed to provide transportation services to the members of the Group, which were disclosed in the Company’s announcements dated 27 June 2011, 28 December 2011, 13 February 2012 and 12 April 2012.
“Rus-Engineering”	RUS-Engineering LLC, a wholly-owned subsidiary of the Company.
“Rus-Engineering and KraMZ-Auto Transportation Contracts”	the transportation contracts between Rus-Engineering and KraMZ-Auto entered into on 30 December 2011, 31 December 2011 and 1 January 2012 as disclosed in the Company’s announcement under the section headed “KraMZ-Auto Transportation Contracts” dated 28 December 2011, and the Additional Contracts.
“Stock Exchange”	The Stock Exchange of Hong Kong Limited.
“subsidiary”	has the same meaning ascribed to it under the Listing Rules.
“substantial shareholder”	has the same meaning ascribed to it under the Listing Rules.
“USD”	United States dollars, the lawful currency of the United States of America.

By Order of the Board of Directors of  
**United Company RUSAL Plc**  
**Vladislav Soloviev**  
*Director*

24 April 2012

*As at the date of this announcement, the executive Directors are Mr. Oleg Deripaska, Mr. Vladislav Soloviev, Mr. Alexander Livshits, Ms. Vera Kurochkina, Mr. Maxim Sokov and Mr. Petr Sinshinov, the non-executive Directors are Mr. Maksim Goldman, Mr. Dmitry Afanasiev, Mr. Len Blavatnik, Mr. Ivan Glasenberg, Mr. Dmitry Razumov, Mr. Anatoly Tikhonov, Mr. Artem Volynets and Mr. Dmitry Troshenkov, and the independent non-executive Directors are Dr. Peter Nigel Kenny, Mr. Philip Lader, Mr. Barry Cheung Chun-yuen (Chairman) 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.*