

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)

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

The Board of the Company announces that due to other business commitments, Mr. Dmitry Troshenkov has tendered his resignation as a non-executive director of the Company and a member of the Audit Committee of the Company with effect from 11 May 2012.

The Board is pleased to announce that Mr. Dmitry Yudin has been appointed as a non-executive director and a member of the Audit Committee of the Company with effect from 11 May 2012.

In addition, on 11 May 2012, Mr. Anatoly Tikhonov has tendered his resignation as a non-executive director with effect from 15 June 2012.

**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. Dmitry Troshenkov (“**Mr. Troshenkov**”) 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 11 May 2012. Mr. Troshenkov 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. Troshenkov for his valuable contribution during his term of office with the Company.

En+ Group Limited (“**En+**”), the controlling shareholder of the Company, had proposed Mr. Dmitry Yudin (“**Mr. Yudin**”) 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. Yudin has, accordingly, been appointed as a non-executive director with effect from 11 May 2012.

The Board is also pleased to announce that Mr. Yudin has been appointed as a member of the Audit Committee of the Company with effect from 11 May 2012.

Particulars of Mr. Yudin are set out below:

Mr. Yudin, aged 44, is the director of strategy of En+. He joined En+ as the director of strategy on 16 June 2010. Between 2003 and 2010, Mr. Yudin worked as a business development executive in SUAL International Limited and the Group (as defined below). He was responsible for strategy design, mergers and acquisitions, and organic growth project management worldwide. Prior to that, Mr. Yudin managed an emerging markets investment advisory practice in the USA and held various executive positions in cash equity brokerage and investment banking at Merrill Lynch, BNP Paribas and HSBC in the UK. From January 2010 to September 2010, he was a director of United Company RUSAL (Hong Kong) Limited, a subsidiary of the Company.

Mr. Yudin holds graduate degrees in oriental studies, international affairs and economics from the Moscow State University (Russia), Universität Witten/Herdecke (Germany) and The American University in Washington D.C. (USA).

Mr. Yudin will sign his initial appointment letter with the Company as a non-executive director with effect from 11 May 2012. The length of service of Mr. Yudin as a non-executive director will be determined in accordance with the Articles of Association. Mr. Yudin’s appointment may be terminated by Mr. Yudin giving the Company one month’s notice of termination and/or otherwise in accordance with the Articles. As a non-executive director, Mr. Yudin will be entitled to a fixed director’s fee of £120,000 per annum and will also be entitled to £10,000 as a member of, and £15,000 as chairman of, each Board committee to which he is appointed.

As at the date of this announcement, Mr. Yudin was interested in 172,794 ordinary shares of the Company, representing approximately 0.001% of the total issued share capital of the Company. Save as disclosed above, Mr. Yudin does not have any interests in any shares or underlying shares of the Company or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong.

Save as disclosed above, as at the date of this announcement, Mr. Yudin is independent from and not related to any other directors, senior management, substantial shareholders or controlling shareholders of the Company.

Save as disclosed above, Mr. Yudin has not held any directorship in any publicly listed companies in the last three years or any other position with the Company or its subsidiaries (“**Group**”).

Save as disclosed above, Mr. Yudin confirms that 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. Yudin as a non-executive director of the Company.

In addition, on 11 May 2012, Mr. Anatoly Tikhonov (“**Mr. Tikhonov**”) has tendered his resignation as a non-executive director with effect from 15 June 2012. Mr. Tikhonov 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.

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

14 May 2012

As at the date of this announcement, our executive directors are Mr. Oleg Deripaska, Mr. Vladislav Soloviev, Mr. Alexander Livshits, Ms. Vera Kurochkina, Mr. Petr Sinshinov and Mr. Maxim Sokov, our 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 Yudin, and our 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.