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UNITED COMPANY RUSAL PLC

(Incorporated under the laws of Jersey with limited liability)

(Stock Code: 486)

CONTINUING CONNECTED TRANSACTIONS PURCHASE OF VEHICLE

Reference is made to the announcement of the Company dated 28 December 2012 in relation to the continuing connected transactions regarding the purchase of railcars from an associate of Mr. Deripaska.

The Company announces that on 18 July 2013, JSC “Ural foil”, as the buyer, and “GAZ Group Commercial Vehicles” LLC, as the seller, entered into the Purchase of Vehicle Agreement.

Reference is made to the announcement of the Company dated 28 December 2012 in relation to the continuing connected transactions regarding the purchase of railcars from an associate of Mr. Deripaska.

THE PURCHASE OF VEHICLE AGREEMENT

The Company announces that on 18 July 2013, Joint Stock Company “Ural foil” (“**JSC “Ural foil”**”), as the buyer, and “GAZ Group Commercial Vehicles” LLC, as the seller, entered into a purchase of vehicle agreement (the “**Purchase of Vehicle Agreement**”) pursuant to which JSC “Ural foil” agreed to buy and “GAZ Group Commercial Vehicles” LLC agreed to sell a vehicle for the consideration of USD16,908 for the year ending 31 December 2013.

The Purchase of Vehicle Agreement is expected to be completed and/or terminated by 31 December 2013. Under the Purchase of Vehicle Agreement, the consideration is to be pre-paid and satisfied in cash via wire transfer.

THE AGGREGATION APPROACH

Pursuant to Rule 14A.25 of the Listing Rules, the consideration payable under the Purchase of Vehicle Agreement and the Railcars Supply Agreement is required to be aggregated since these contracts were entered into by members of the Group with the associates of Mr. Deripaska, and the subject matter of such contracts relate to the purchase of vehicles from the associates of Mr. Deripaska.

THE ANNUAL AGGREGATE TRANSACTION AMOUNT

Based on the terms of the Purchase of Vehicle Agreement and the Railcars Supply Agreement, the annual aggregate transaction amount that is payable by members of the Group to the associates of Mr. Deripaska for the financial years ending 31 December 2013 and 31 December 2014 is estimated to be up to approximately USD12.72 million and USD 15.2 million respectively.

The annual aggregate transaction amount is estimated by Directors based on the amount of railcars to be supplied and their contract price.

REASONS FOR AND BENEFITS OF THE TRANSACTION

The transactions contemplated under the Purchase of Vehicle Agreement are entered into for the purposes of acquiring a vehicle for the transportation of raw materials and goods for the purpose of production. The Company considers that the transactions contemplated under the Purchase of Vehicle Agreement are for the benefit of the Company, as “GAZ Group Commercial Vehicles” LLC offered the vehicle to the Group at costs more favourable than the prevailing market.

The consideration payable under the Purchase of Vehicle Agreement has been determined with reference to the market price and on terms no less favourable than those prevailing in the Russian market for vehicles of the same type and quality as those offered by “GAZ Group Commercial Vehicles” LLC to independent third parties.

The Directors (including the independent non-executive Directors) consider that the Purchase of Vehicle Agreement has been entered into on normal commercial terms which are fair and reasonable and the transactions contemplated under the Purchase of Vehicle Agreement 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 Purchase of Vehicle Agreement save for Mr. Deripaska, the chief executive officer of the Company and an executive Director. Accordingly, Mr. Deripaska did not vote on the Board resolutions for approving the Purchase of Vehicle Agreement.

LISTING RULES IMPLICATIONS

“GAZ Group Commercial Vehicles” LLC is indirectly held by Basic Element as to more than 30% of the issued share capital. Basic Element is in turn held by Mr. Deripaska (the chief executive officer of the Company and an executive Director) as to more than 50% of the issued share capital. Accordingly, “GAZ Group Commercial Vehicles” LLC is therefore an associate of Mr. Deripaska and is thus a connected person of the Company under the Listing Rules and the transactions contemplated under the Purchase of Vehicle Agreement constitute continuing connected transactions of the Company.

The estimated annual aggregate transaction amount for each of the financial year ending 31 December 2013 and 31 December 2014 under the Purchase of Vehicle Agreement and the Railcars Supply Agreement, is expected to be 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 that agreements 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.

Details of the Purchase of Vehicle Agreement and the Railcars Supply Agreement will be included in the next annual report and accounts of the Company in accordance with Rule 14A.46 of the Listing Rules where appropriate.

PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY AND “GAZ GROUP COMMERCIAL VEHICLES” LLC

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.

“GAZ Group Commercial Vehicles” LLC is principally engaged in selling automotive equipment and spare parts.

DEFINITIONS

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

“associate”	has the same meaning ascribed thereto under the Listing Rules
“Basic Element”	Basic Element Limited, a company incorporated in Jersey
“Board”	the board of Directors
“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 thereto under the Listing Rules
“continuing connected transaction”	has the same meaning ascribed thereto under the Listing Rules
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“Listing Rules”	The Rules Governing the Listing of Securities on the Stock Exchange
“Mr. Deripaska”	Mr. Oleg Deripaska, an executive Director and the chief executive officer of the Company

“percentage ratios”	the percentage ratios under Rule 14.07 of the Listing Rules
“Railcars Supply Agreement”	the Railcars Supply Agreement as defined and disclosed in the Company’s announcement dated 28 December 2012
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“USD”	United States dollars, the lawful currency of the United States

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

2 August 2013

As at the date of this announcement, the executive Directors are Mr. Oleg Deripaska, Ms. Vera Kurochkina, Mr. Maxim Sokov and Mr. Vladislav Soloviev, the non-executive Directors are Mr. Dmitry Afanasiev, Mr. Len Blavatnik, Mr. Ivan Glasenberg, Mr. Maksim Goldman, Ms. Gulzhan Moldazhanova, Mr. Christophe Charlier, Ms. Alexandra Bouriko and Ms. Ekaterina Nikitina, and the independent non-executive Directors are Mr. Matthias Warnig (Chairman), Dr. Peter Nigel Kenny, Mr. Philip Lader, Ms. Elsie Leung Oi-sie and Mr. Mark Garber.

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.