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

CONTINUING CONNECTED TRANSACTIONS
SALE OF RAW MATERIALS

Reference is made to the announcements of the Company dated 28 December 2012, 16 January 2013, 25 January 2013, 28 January 2013, 8 February 2013 and 3 July 2013 in relation to certain continuing connected transactions regarding the supply of raw materials by members of the Group to the associates of Mr. Deripaska/En+.

The Company announces that on 16 September 2013, JSC Kremniy, a member of the Group, as seller, entered into the Sale of Coal Sweepings Contract with JSC Irkutskenergo, an associate of En+, as buyer.

Reference is made to the announcements of the Company dated 28 December 2012, 16 January 2013, 25 January 2013, 28 January 2013, 8 February 2013 and 3 July 2013 in relation to certain continuing connected transactions regarding the supply of raw materials by members of the Group to the associates of Mr. Deripaska/En+.

THE SALE OF COAL SWEEPINGS CONTRACT

The Company announces that on 16 September 2013, JSC Kremniy, a member of the Group, as seller, entered into a contract with JSC Irkutskenergo, an associate of En+, as buyer, pursuant to which JSC Kremniy agreed to supply and JSC Irkutskenergo agreed to purchase coal sweepings in the estimated volume of 2,400 tonnes at the consideration of approximately USD0.03 million for the financial year ending 31 December 2013 (the “**Sale of Coal Sweepings Contract**”). The scheduled termination date is on 31 December 2013. The contract may be extended automatically for one year if neither party declares its intention to terminate the contract in writing. The consideration is to be paid within 10 days after shipment, and is to be satisfied in cash via wire transfer.

THE AGGREGATION APPROACH

Pursuant to Rule 14A.25 of the Listing Rules, the continuing connected transactions under the Sale of Coal Sweepings Contract and the Previously Disclosed 2013 Raw Materials Supply Contracts are required to be aggregated, as they were entered into by the Group with the associates of the same connected persons or with parties connected or otherwise associated with one another, and the subject matter of each of the contracts relates to the supply of raw materials by the Group.

The annual aggregate transaction amount payable under the Sale of Coal Sweepings Contract and the Previously Disclosed 2013 Raw Materials Supply Contracts is estimated to be up to approximately USD18.335 million for the year ending 31 December 2013.

The annual aggregate amounts are estimated by Directors based on the maximum amount of consideration payable under the terms of the Sale of Coal Sweepings Contract and the Previously Disclosed 2013 Raw Materials Supply Contracts.

REASONS FOR AND BENEFITS OF THE TRANSACTIONS

The entry into of the Sale of Coal Sweepings Contract is in the ordinary and usual course of business of the Group. The Company believes that the entry into of the Sale of Coal Sweepings Contract with JSC Irkutskenergo is for the benefit of the Company as there is lack of area for storage of coal sweepings within the Group and the demand for coal sweepings in the market is low while JSC Irkutskenergo is ready to buy coal sweepings of JSC Kremniy.

The terms of the Sale of Coal Sweepings Contract have been negotiated on arm's length basis between member of the Group and the associate of En+, and the transactions are entered into on normal commercial terms. The consideration payable under the Sale of Coal Sweepings Contract has been arrived at by reference to market price and on terms no less favourable than those prevailing in the Russian market for raw materials of the same type and quality and those offered by members of the Group to independent third parties.

The Directors (including the independent non-executive Directors) consider that the Sale of Coal Sweepings Contract has been negotiated on an arm's length basis and on normal commercial terms which are fair and reasonable and the transactions contemplated thereunder 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 Sale of Coal Sweepings Contract save for Mr. Deripaska who is beneficially interested in more than 50% of the issued share capital of En+. Accordingly, Mr. Deripaska did not vote on the Board resolutions approving the Sale of Coal Sweepings Contract.

LISTING RULES IMPLICATIONS

JSC Irkutskenergo is controlled by En+ (a substantial shareholder of the Company) as to more than 30% of its issued share capital. Accordingly, JSC Irkutskenergo is a connected person of the Company under the Listing Rules and the transactions contemplated in the Sale of Coal Sweepings Contract constitute continuing connected transactions of the Company.

As the applicable percentage ratios (other than the profits ratio) for the Sale of Coal Sweepings Contract and the Previously Disclosed 2013 Raw Materials Supply Contracts for the year ending 31 December 2013 are more than 0.1% but less than 5%, pursuant to Rule 14A.34 of the Listing Rules, the transactions contemplated under the Sale of Coal Sweepings Contract and the Previously Disclosed 2013 Raw Materials Supply 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. They are exempt from the independent shareholders' approval requirements of Chapter 14A of the Listing Rules.

Details of the Sale of Coal Sweepings Contract and the Previously Disclosed 2013 Raw Materials Supply Contracts 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

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 5 continents, the operations and offices of the Company employ over 69,000 people.

JSC Irkutskenergo is principally engaged in the power generation. Power generation base of Irkutskenergo comprises various hydro- and thermal power plants: 3 hydraulic power plants, 9 thermal power plants, electricity transmission networks (including backbone transmission networks with voltage of 500 kW) and heat transmission networks.

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
“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 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
“En+”	En+ Group Limited, the controlling shareholder (as defined in the Listing Rules) 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, the chief executive officer of the Company and an executive Director, who also indirectly holds more than 50% interests in En+
“percentage ratios”	the percentage ratios under Rule 14.07 of the Listing Rules

“Previously Disclosed 2013 Raw Materials Supply Contracts”	the raw materials supply contracts pursuant to which members of the Group were the sellers and the associates of Mr. Deripaska/En+ were the buyers in relation to the financial year ending 31 December 2013, as disclosed in the announcements of the Company dated 28 December 2012, 16 January 2013, 25 January 2013, 28 January 2013, 8 February 2013 and 3 July 2013
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“substantial shareholder”	has the same meaning ascribed thereto 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

17 September 2013

As at the date of this announcement, the executive Directors are Mr. Oleg Deripaska, Ms. Vera Kurochkina, Mr. Maxim Sokov, Mr. Vladislav Soloviev and Mr. Stalbek Mishakov, 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.