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

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

The Board announces that Ms. Bouriko has tendered her resignation as a non-executive Director with effect from 30 September 2013 for the reason that she wishes to focus on her recent appointment as the Chief Financial Officer of the Company.

The Board is pleased to announce that Ms. Mashkovskaya has been appointed as a non-executive Director and as a member of the Audit Committee of the Company with effect from 30 September 2013.

CHANGE OF DIRECTORS

The Board announces that Ms. Alexandra Bouriko (“**Ms. Bouriko**”) has tendered her resignation as a non-executive Director with effect from 30 September 2013 for the reason that she wishes to focus on her recent appointment as the Chief Financial Officer of the Company. Ms. Bouriko confirms that she does not have any disagreement with the Board and that there is no other matter relating to her 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 Ms. Bouriko for her contribution during her term of office with the Company.

The Board is pleased to announce that Ms. Olga Mashkovskaya (“**Ms. Mashkovskaya**”) has been appointed as a non-executive Director and as a member of the Audit Committee of the Company with effect from 30 September 2013.

Particulars of Ms. Mashkovskaya are set out below:

Ms. Mashkovskaya, aged 38, has been the Deputy Chief Executive Officer for Finance at Basic Element Limited (a company of which Mr. Oleg Deripaska, an executive Director, is the ultimate beneficial owner) since July 2012. Ms. Mashkovskaya is responsible for management and implementation of Basic Element Limited's financial operations. Ms. Mashkovskaya is also a board member of the following legal entities in which Mr. Oleg Deripaska has an interest: En+ Group Limited, Rainco Holdings Ltd, JSC "SLAVIA GROUP", OOO "Voenno-promyshlennaya kompaniya", OOO "Glavstroy-SPb" and OAO "1 MPZ im. V.A. Kazakova". From 1997 to 2009, she held various positions at Basic Element Limited, from an accountant to a director of finance for the company's energy assets. Before joining Basic Element Limited, Ms. Mashkovskaya spent three years as the Chief Financial Officer of ESN Group.

Ms. Mashkovskaya graduated from the Government of the Russian Federation Finance Academy with a degree in International Economic Relations. She also received an Executive MBA from Kingston University (England) and a degree in National Economy and Public Administration from the Russian Presidential Academy.

Ms. Mashkovskaya is required to sign an appointment letter with the Company as a non-executive Director with effect from 30 September 2013. The length of service of Ms. Mashkovskaya as a non-executive Director will be determined in accordance with the Articles of Association. Ms. Mashkovskaya's appointment may be terminated by Ms. Mashkovskaya by giving the Company one month's notice of termination and/or otherwise in accordance with the articles of association of the Company. As a non-executive Director, Ms. Mashkovskaya will be entitled to a fixed director's fee of £120,000 per annum, which is determined by the Board with reference to the performance of the Company, her duties and responsibilities and the prevailing market conditions. Ms. Mashkovskaya will also be entitled to £10,000 per annum as a member of, and £15,000 per annum as the chairman of, each Board committee to which she may be appointed to.

As at the date of this announcement, Ms. Mashkovskaya was not interested or deemed to be interested 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, Ms. Mashkovskaya is independent from and not related to any other directors, senior management, substantial shareholders or controlling shareholders of the Company.

Save as disclosed above, Ms. Mashkovskaya 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.

Save as disclosed above, there are no other matters relating to the appointment of Ms. Mashkovskaya that needs to be brought to the attention of the shareholders of the Company and 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 Listing Rules.

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

OTHER CHANGE TO THE COMPOSITION OF THE AUDIT COMMITTEE

Ms. Gulzhan Moldazhanova ceased to be a member of the Audit Committee of the Company with effect from 30 September 2013.

DEFINITIONS

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

“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.
“Director(s)”	the director(s) of the Company.
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange.
“Stock Exchange”	The Stock Exchange of Hong Kong Limited.

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

1 October 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. Olga Mashkovskaya 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.