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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 announcement of the Company dated 24 December 2013 in relation to, among other things, certain sale of raw materials agreements between members of the Group and the associates of Mr. Blavatnik.

The Company announces that, on 14 March 2014, UC RUSAL TH, as seller, and OJSC KUMZ, as buyer, entered into the Sale of Silicon Agreement.

SALE OF SILICON AGREEMENT

The Company announces that, on 14 March 2014, UC RUSAL TH, a member of the Group, as seller, entered into a sale of silicon agreement (the “**Sale of Silicon Agreement**”) with Kamensk-Uralsky Metallurgical Works Joint-Stock Company (“**OJSC KUMZ**”), an associate of SUAL Partners, as buyer, pursuant to which UC RUSAL TH agreed to supply and OJSC KUMZ agreed to purchase silicon at the estimated volume of approximately 300 tons during the year ending 31 December 2014, at the estimated total consideration of approximately USD0.654 million. The consideration is to be 100% pre-paid and satisfied in cash via wire transfer. The term of the agreement is up to 31 December 2014, and will be extended for one year unless any of the parties declares its intention to terminate it.

THE AGGREGATION APPROACH

Pursuant to Rule 14A.25 of the Listing Rules, the continuing connected transactions contemplated under the Sale of Silicon Agreement and the Previously Disclosed 2014 Sale of Raw Materials Agreements are required to be aggregated, as they were entered into by the Group with the associates of the same group of connected persons who are parties connected or otherwise associated with one another, and the subject matters of each of the agreements relate to the sale of raw materials by members of the Group.

THE ANNUAL AGGREGATE TRANSACTION AMOUNT

Based on the terms of the Sale of Silicon Agreement and the Previously Disclosed 2014 Sale of Raw Materials Agreements, the annual aggregate transaction amount that is payable by the associates of Mr. Blavatnik/SUAL Partners to the Group is approximately USD22.135 million for the year ending 31 December 2014. The annual aggregate transaction amount is the maximum amount of consideration payable under the terms of the terms of the Sale of Silicon Agreement and the Previously Disclosed 2014 Sale of Raw Materials Agreements based on the delivery volume for the year ending 31 December 2014 estimated by the Directors and the demand from the buyers.

The consideration payable under the Sale of Silicon Agreement is calculated by multiplying the price per ton of silicon (being USD2,180) by the volume of supply (being 300 tons). The sales price of silicon is established in accordance with the rules prescribed by the Federal Antimonopoly Service (Russian governmental authority) which are applicable to the sale and purchase of the relevant kinds of raw materials regardless of whether the counterparties are independent third parties or connected persons in comparable circumstances.

The consideration payable under the Sale of Silicon Agreement has been arrived at after arm's length negotiation by reference to market price and on terms no less favourable than those prevailing in the Russian market for silicon of the same type and quality and those offered by members of the Group to independent third parties.

REASONS FOR AND BENEFITS OF THE TRANSACTIONS

The Directors consider that the transactions contemplated under the Sale of Silicon Agreement are for the benefit of the Company as the silicon supplied under the agreement was the current excess raw materials unused by the Group, and that the silicon sold under the Sale of Silicon Agreement was required under the regulation of the Federal Antimonopoly Service to meet the demand of domestic customers.

The Directors (including the independent non-executive Directors) consider that the Sale of Silicon Agreement 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 have a material interest in the transactions contemplated by the Sale of Silicon Agreement, save for Mr. Blavatnik, being a non-executive Director who is indirectly interested in more than 30% in SUAL Partners. Accordingly, Mr. Blavatnik did not vote on the Board resolutions approving the Sale of Silicon Agreement.

LISTING RULES IMPLICATIONS

SUAL Partners, being a substantial shareholder of the Company, has a controlling interest of more than 30% in OJSC KUMZ. Accordingly, OJSC KUMZ is an associate of SUAL Partners and thus is a connected person of the Company under the Listing Rules.

Accordingly, the transactions contemplated under the Sale of Silicon Agreement constitute continuing connected transactions of the Company.

The annual aggregate transaction amount of the continuing connected transactions under the Sale of Silicon Agreement and the Previously Disclosed 2014 Sale of Raw Materials Agreements for the financial year ending 31 December 2014 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 these agreements for the year ending 31 December 2014 are 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 Sale of Silicon Agreement and the Previously Disclosed 2014 Sale of Raw Materials Agreements 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.

OJSC KUMZ is principally engaged in metallurgy.

DEFINITIONS

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

“associate(s)”	has the same meaning ascribed thereto under the Listing Rules.
“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(s)”	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. Blavatnik”	Mr. Len Blavatnik, a non-executive Director.
“percentage ratios”	the percentage ratios under Rule 14.07 of the Listing Rules.

“Previously Disclosed 2014 Sale of Raw Materials Agreements”	the sale of raw materials agreements under which members of the Group were the sellers and the associates of Mr. Blavatnik were the buyers, in relation to the financial year ending 31 December 2014, as disclosed in the announcement of the Company dated 24 December 2014.
“Stock Exchange”	The Stock Exchange of Hong Kong Limited.
“SUAL Partners”	SUAL Partners Limited, a company incorporated under the laws of Bahamas, which is a substantial shareholder of the Company.
“substantial shareholder”	has the same meaning ascribed thereto under the Listing Rules.
“UC RUSAL TH”	Open Joint Stock Company “United Company RUSAL -Trading House”, a company incorporated in the Russian Federation and an indirect wholly-owned subsidiary of the Company.
“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
Aby Wong Po Ying
Company Secretary

17 March 2014

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.