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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 18 December 2015, 30 December 2015, 27 January 2016, 5 February 2016 and 3 March 2016 in relation to the Previously Disclosed Raw Materials Supply Contracts.

The Company announces that a member of the Group, as seller, has entered into the New 2016 Raw Materials Supply Contract with an associate of En+, as buyer.

**NEW 2016 RAW MATERIALS SUPPLY CONTRACT**

The Company announces that a member of the Group, as seller, has entered into the following raw materials supply contract with an associate of En+, as buyer, with particulars set out below (the “**New 2016 Raw Materials Supply Contract**”):

	<b>Date of contract</b>	<b>Seller</b>	<b>Buyer (an associate of En+)</b>	<b>Raw materials to be supplied</b>	<b>Estimated delivery volume for the year ending 31 December 2016</b>	<b>Estimated consideration payable for the year ending 31 December 2016, excluding VAT (USD)</b>	<b>Payment terms</b>
1	14 March 2016	CJSC “Kremniy”	OJSC “Irkutskenergo”	coal sweepings	2,415 tons	6,907 (Note 1)	Payment to be made within 10 days from the date of issuance of the invoice
	Total estimated consideration payable for the year:					6,907	

*Notes:*

1. The contract price is agreed between the parties and based on per unit price of USD2.86/ton.

The consideration is to be satisfied in cash via wire transfer and the scheduled termination date is 31 December 2016.

## **THE AGGREGATION APPROACH**

Pursuant to Rule 14A.81 of the Listing Rules, the continuing connected transactions under the New 2016 Raw Materials Supply Contract and the Previously Disclosed Raw Materials Supply Contracts should 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 New 2016 Raw Materials Supply Contract and the Previously Disclosed Raw Materials Supply Contracts is estimated to be approximately USD15.854 million for the year ending 31 December 2016.

The consideration payable under the New 2016 Raw Materials Supply Contract is calculated by multiplying the unit price by the volume. The unit price of the relevant raw materials is set out in the note to the table above.

The consideration payable under the under the New 2016 Raw Materials Supply Contract 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 raw materials of the same type and quality and those offered by members of the Group to independent third parties customers. The annual aggregate amount is the maximum amount of consideration payable under the terms of the New 2016 Raw Materials Supply Contract based on the delivery volume for the year ending 31 December 2016 estimated by the Directors and the demand from the buyers.

## **REASONS FOR AND BENEFITS OF THE TRANSACTIONS**

The Directors consider that the entering into of the New 2016 Raw Materials Supply Contract is for the benefit of the Company as there is a lack of storage area for this kind of raw materials within the Group and the market demand for coal sweepings is low while OJSC Irkutskenenergo is ready to buy the coal sweepings from CJSC "Kremniy".

The Directors (including the independent non-executive Directors) consider that the New 2016 Raw Materials Supply 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 under the New 2016 Raw Materials Supply Contract, save for Mr. Deripaska, Mr. Vladislav Soloviev, Mr. Maxim Sokov, Ms. Olga Mashkovskaya and Ms. Gulzhan Moldazhanova who are directors of En+, being the holding company of OJSC Irkutskenergo. Accordingly, Mr. Deripaska, Mr. Vladislav Soloviev, Mr. Maxim Sokov, Ms. Olga Mashkovskaya and Ms. Gulzhan Moldazhanova did not vote on the Board resolutions approving the New 2016 Raw Materials Supply Contract with OJSC Irkutskenergo.

## **LISTING RULES IMPLICATIONS**

OJSC Irkutskenergo is held by En+ (a substantial shareholder of the Company) as to more than 30% of the issued share capital. En+ is in turn held by Mr. Deripaska as to more than 50% of the issued share capital. OJSC Irkutskenergo is therefore an associate of Mr. Deripaska and of En+ and is thus a connected person of the Company.

Accordingly, the transactions contemplated under the New 2016 Raw Materials Supply Contract constitute continuing connected transactions of the Company.

The estimated annual aggregate transaction amount for the financial year ending 31 December 2016 of the continuing connected transactions under the New 2016 Raw Materials Supply Contract and the Previously Disclosed Raw Materials Supply Contracts, is more than 0.1% but less than 5% under the applicable percentage ratios. Accordingly, pursuant to Rule 14A.76 of the Listing Rules, the transactions contemplated under these contracts are only subject to the announcement requirements set out in Rules 14A.35 and 14A.68, the annual review requirements set out in Rules 14A.49, 14A.55 to 14A.59, 14A.71 and 14A.72 and the requirements set out in Rules 14A.34 and 14A.50 to 14A.54 of the Listing Rules. These transactions are exempt from the circular and shareholders' approval requirements under Chapter 14A of the Listing Rules.

Details of the New 2016 Raw Materials Supply Contract and the Previously Disclosed Raw Materials Supply Contracts will be included in the next annual report and accounts of the Company in accordance with Rule 14A.71 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.

OJSC Irkutskenergo is principally engaged in power generation. Power generation base of OJSC Irkutskenergo comprises various hydro- and thermal power plants 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(s)”	has the same meaning ascribed thereto under the Listing Rules
“Director(s)”	the director(s) of the Company
“En+”	En+ Group Limited, a company incorporated in Jersey, a substantial 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, an executive Director
“percentage ratios”	the percentage ratios under Rule 14.07 of the Listing Rules
“Previously Disclosed 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 2016, as disclosed in the announcements of the Company dated 18 December 2015, 30 December 2015, 27 January 2016, 5 February 2016 and 3 March 2016.
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“USD”	United States dollars, the lawful currency of the United States of America
“VAT”	Value added tax

By Order of the Board of Directors of  
**United Company RUSAL Plc**  
**Aby Wong Po Ying**  
*Company Secretary*

15 March 2016

*As at the date of this announcement, the executive Directors are Mr. Oleg Deripaska, Mr. Vladislav Soloviev and Mr. Stalbek Mishakov, the non-executive Directors are Mr. Maxim Sokov, Mr. Dmitry Afanasiev, Mr. Len Blavatnik, Mr. Ivan Glasenberg, Mr. Maksim Goldman, Ms. Gulzhan Moldazhanova, Mr. Daniel Lesin Wolfe, 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, Dr. Elsie Leung Oi-sie, Mr. Mark Garber and Mr. Dmitry Vasiliev.*

*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>, <http://rusal.ru/investors/info/moex/> and <http://www.rusal.ru/en/press-center/press-releases.aspx>, respectively.*