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

**POLL RESULTS OF  
ANNUAL GENERAL MEETING HELD ON 15 JUNE 2012  
AND  
APPOINTMENT OF DIRECTOR**

The Company is pleased to announce that that all proposed resolutions in the Notice of the AGM were duly passed by way of poll at the AGM held on 15 June 2012.

United Company RUSAL Plc (“**Company**”) is pleased to announce that at the annual general meeting (“**AGM**”) of the Company held on 15 June 2012, all proposed resolutions set out in the notice of AGM dated 16 May 2012 (“**Notice**”) were duly passed by the shareholders of the Company (“**Shareholders**”) by way of poll. Pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”), poll voting was required.

The poll results in respect of the resolutions proposed at the AGM were as follows:

Resolutions proposed at the AGM		No. of Votes (%)		Total Votes
		For	Against	
1.	To receive and consider the audited financial statements, the report of the Directors and the auditor's report of the Company, each for the year ended 31 December 2011.	11,948,202,589 (99.76%)	29,090,753 (0.24%)	11,977,293,342
The resolution was duly passed as an ordinary resolution.				
2.	(a) To reappoint Mr. Petr Sinshinov as an executive Director.	14,393,868,124 (99.99%)	1,854,888 (0.01%)	14,395,723,012
The resolution was duly passed as an ordinary resolution.				
	(b) To reappoint Mr. Len Blavatnik as a non-executive Director.	14,376,547,124 (99.87%)	19,175,888 (0.13%)	14,395,723,012
The resolution was duly passed as an ordinary resolution.				
	(c) To reappoint Mr. Dmitry Afanasiev as a non-executive Director.	14,376,547,124 (99.87%)	19,175,888 (0.13%)	14,395,723,012
The resolution was duly passed as an ordinary resolution.				
	(d) To reappoint Mr. Barry Cheung Chun-yuen as an independent non-executive Director.	14,373,061,086 (99.84%)	22,671,926 (0.16%)	14,395,733,012
The resolution was duly passed as an ordinary resolution.				
	(e) To reappoint Ms. Elsie Leung Oi-sie as an independent non-executive Director.	11,994,762,923 (83.32%)	2,400,970,089 (16.68%)	14,395,733,012
The resolution was duly passed as an ordinary resolution.				
	(f) To reappoint Mr. Maxim Sokov as an executive Director.	14,369,874,086 (99.82%)	25,858,926 (0.18%)	14,395,733,012
The resolution was duly passed as an ordinary resolution.				
	(g) To reappoint Mr. Maksim Goldman as a non-executive Director.	14,369,532,224 (99.82%)	26,200,788 (0.18%)	14,395,733,012
The resolution was duly passed as an ordinary resolution.				
	(h) To reappoint Mr. Dmitry Yudin as a non-executive Director.	14,373,443,124 (99.85%)	22,289,888 (0.15%)	14,395,733,012
The resolution was duly passed as an ordinary resolution.				
	(i) To appoint Mr. Matthias Warnig as an independent non-executive Director.	14,395,723,012 (100%)	0 (0%)	14,395,723,012
The resolution was duly passed as an ordinary resolution.				

Resolutions proposed at the AGM		No. of Votes (%)		Total Votes
		For	Against	
3.	To re-appoint KPMG and ZAO KPMG as joint auditors and authorise the Directors to fix their remuneration for the year ending 31 December 2012.	14,395,733,012 (100%)	0 (0%)	14,395,733,012
The resolution was duly passed as an ordinary resolution.				
4.	To give a general mandate to the Directors to allot, issue, grant and deal with additional securities of the Company as set out in the ordinary resolution in item 4 of the Notice.	11,419,704,710 (79.33%)	2,976,018,302 (20.67%)	14,395,723,012
The resolution was duly passed as an ordinary resolution.				
5.	To give a general mandate to the Company and the Directors on behalf of the Company to repurchase securities of the Company as set out in the special resolution in item 5 of the Notice.	11,517,660,923 (80.01%)	2,878,060,089 (19.99%)	14,395,721,012
The resolution was duly passed as a special resolution.				
6.	To extend the general mandate granted to the Directors to allot, issue, grant and deal with additional securities of the Company under ordinary resolution 4 above by the addition of the value representing the aggregate nominal value of the share capital of the Company repurchased pursuant to the general mandate granted under resolution 5 above as set out in the ordinary resolution in item 6 of the Notice.	11,422,873,710 (79.35%)	2,972,847,302 (20.65%)	14,395,721,012
The resolution was duly passed as an ordinary resolution.				

The total number of shares entitling the Shareholders to attend and vote for or against each and every resolution at the AGM was 15,193,014,862 shares, representing the entire issued share capital of the Company as at the date of the AGM. There were no shares entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules, and there were no shares of holders that are required under the Listing Rules to abstain from voting at the AGM. None of the Shareholders have stated their intention in the circular of the Company dated 16 May 2012 to vote against or to abstain from voting on any of the resolutions at the AGM.

The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

## **APPOINTMENT OF DIRECTOR**

The Company announces that, as mentioned above, the appointment of Mr. Matthias Warnig ("**Mr. Warnig**") as an independent non-executive director of the Company was approved by the shareholders of the Company by ordinary resolution at the annual general meeting of the Company held on 15 June 2012 pursuant to Article 23.2.1 of the Articles of Association of the Company ("**Articles**").

Particulars of Mr. Warnig are set out below:

Mr. Warnig, aged 57, was appointed as an independent non-executive director of the Company with effect from 15 June 2012. Mr. Warnig, since 2006, has been the Managing Director of Nord Stream AG (Switzerland). Mr. Warnig has been an independent member of the supervisory council of JSC VTB Bank since 2007. He has also been the Chairman of the Board of Directors of JSC Transneft since June 2011. Since September 2011, Mr. Warnig has been an independent director of OJSC Rosneft.

From 1997 to 2005 he was the Member of the Executive Board of Dresdner Bank. From early 1990s to 2006, he held other different positions at Dresdner Bank, including president, chairman of the Board and chief coordinator.

Mr. Warnig was born in 1955. In 1981, Mr. Warnig graduated from the Higher School of Economics (Berlin) majoring in national economy.

Mr. Warnig will enter into his initial appointment letter with the Company as an independent non-executive Director with effect from 15 June 2012. The length of service of Mr. Warnig as an independent non-executive Director will be determined in accordance with the Articles. Mr. Warnig's appointment may be terminated by Mr. Warnig giving the Company one month's notice of termination and/or otherwise in accordance with the Articles. As an independent non-executive Director, Mr. Warnig will be entitled to a fixed director's fee of £120,000 per annum and will also be entitled to £10,000 as a member of, and £15,000 as chairman of, each Board committee to which he is appointed.

As at the date of this announcement, Mr. Warnig 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 the announcement, Mr. Warnig was independent from and not related to any other directors, senior management, substantial shareholders or controlling shareholders of the Company.

Save as disclosed above, as at the date of the announcement, Mr. Warnig 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, Mr. Warnig confirms that 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 and that there are no matters which need to be brought to the attention of the Shareholders.

The Company would like to welcome Mr. Warnig as an independent non-executive director of the Company.

By Order of the board of directors of  
**United Company RUSAL Plc**  
**Vladislav Soloviev**  
*Director*

18 June 2012

*As at the date of this announcement, our executive Directors are Mr. Oleg Deripaska, Mr. Vladislav Soloviev, Ms. Vera Kurochkina, Mr. Petr Sinshinov and Mr. Maxim Sokov, our non-executive Directors are Mr. Maksim Goldman, Mr. Dmitry Afanasiev, Mr. Len Blavatnik, Mr. Ivan Glasenberg, Mr. Dmitry Razumov, Mr. Artem Volynets, Mr. Dmitry Yudin and Ms. Gulzhan Moldazhanova, and our independent non-executive Directors are Dr. Peter Nigel Kenny, Mr. Philip Lader, Mr. Barry Cheung Chun-yuen (Chairman), Ms. Elsie Leung Oi-sie and Mr. Matthias Warnig.*

*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.*