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## UNITED COMPANY RUSAL, INTERNATIONAL PUBLIC JOINT-STOCK COMPANY

(Incorporated under the laws of Jersey with limited liability and continued in the Russian Federation as an international company) (Stock Code: 486)

## **OVERSEAS REGULATORY ANNOUNCEMENT**

This announcement is made pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

United Company RUSAL, international public joint-stock company (the "**Company**") announces that the attached announcement has been released in Russian to Public Joint-Stock Company «Moscow Exchange MICEX-RTS» on which the Company is listed and on the website of the Company.

For and on behalf of United Company RUSAL, international public joint-stock company Evgenii Nikitin General Director, Executive Director

14 December 2023

As at the date of this announcement, the members of the Board of Directors are the following: the executive Directors are Mr. Evgeny Kuryanov, Mr. Evgenii Nikitin and Mr. Evgenii Vavilov, the non-executive Directors are Mr. Mikhail Khardikov, Mr. Vladimir Kolmogorov and Mr. Semen Mironov, and the independent non-executive Directors are Mr. Christopher Burnham, Ms. Liudmila Galenskaia, Mr. Kevin Parker, Mr. Randolph N. Reynolds, Dr. Evgeny Shvarts, Ms. Anna Vasilenko and Mr. Bernard Zonneveld (Chairman).

All announcements published by the Company are available on its website under the links http://www.rusal.ru/en/investors/info.aspx and http://rusal.ru/investors/info/moex/, respectively.

## Notice

## on material fact of holding of the general meeting of participants (shareholders) of the issuer and the passed resolutions

1. General information		
1.1. Full corporate name (for a non-profit organization - name) of the issuer	United Company RUSAL, international public joint-stock company	
1.2. Address of the issuer indicated in the unified state register of legal entities	Office 410, 8, Oktyabrskaya street, Kaliningrad region, Kaliningrad 236006, Russian Federation	
1.3. Primary State Registration Number (OGRN) of the issuer (if applicable)	1203900011974	
1.4. Taxpayer Identification Number (INN) of the issuer (if applicable)	3906394938	
1.5. The issuer's unique code assigned by the Bank of Russia	16677-A	
1.6. Website address used by the issuer for the purposes of disclosure of information	http://www.e-disclosure.ru/portal/company.aspx?id=38288 http://rusal.ru/investors/info/moex/	
1.7. Date of the event (material fact) being subject matter of the notice	14.12.2023	
2. Notice content		

2.1. Type of the general meeting of participants (shareholders) of the issuer (annual (ordinary), extraordinary): *Extraordinary*.

2.2. Form of the general meeting of participants (shareholders) of the issuer (meeting (compresence) or absentee voting): *Meeting (compresence)*.

2.3. Date, place, time of the general meeting of participants (shareholders) of the issuer: Date of the general meeting of shareholders of the Issuer: 14 December 2023;

Place of holding the general meeting of the Issuer's shareholders: Hotel "Kaiserhof", Oktyabrskaya street, 6a, Kaliningrad, Russian Federation;

Time of the general meeting of shareholders of the Issuer: Time of commencement of the general meeting of shareholders: 10:00 a.m. local time in Kaliningrad (4:00 p.m. Hong Kong time). Time of closure of the general meeting of shareholders: 10:14 a.m. Kaliningrad time (4:14 p.m. Hong Kong time).

2.4. Quorum of the general meeting of participants (shareholders) of the issuer: The number of votes held by the persons who took part in the general meeting of the shareholders of the Issuer amounted to 13,676,979,120 (which is 90.0215% of the total number of votes held by shareholders entitled to participate in the general meeting of shareholders of the Issuer). There is a quorum for opening the meeting and for making decisions on the items of agenda of the general meeting of shareholders of the Issuer. The meeting is competent to consider and make decision on the agenda items.

2.5. Agenda of the general meeting of participants (shareholders) of the issuer:

1. Approval of annual caps in relation to continuing connected transactions of purchase of electricity & capacity, purchase of capacity of renewable sources of energy of generating facilities and competitive selection of retrofitted capacity with associates of EN+ GROUP IPJSC for the calendar year ending 31 December 2024.

2. Approval of annual caps in relation to continuing connected transactions of purchase of electricity & capacity, purchase of capacity of renewable sources of energy of generating facilities and competitive selection of retrofitted capacity with associates of EN+ GROUP IPJSC for the calendar year ending 31 December 2025.

3. Approval of annual caps in relation to continuing connected transactions of purchase of electricity & capacity, purchase of capacity of renewable sources of energy of generating facilities and competitive selection of retrofitted capacity with associates of EN+ GROUP IPJSC for the calendar year ending 31 December 2026.

4. Approval of Regulations on the Board of Directors of UC RUSAL, IPJSC.

5. Approval of Regulations on the General Meeting of Shareholders of UC RUSAL, IPJSC.

2.6. Results of voting on the agenda items of the general meeting of participants (shareholders) of the issuer, for which there was a quorum, and the wording of resolutions of the general meeting of participants (shareholders) of the issuer on these issues:

On Item No.1 of the Agenda of the general meeting of shareholders of the Issuer — Approval of annual caps in relation to continuing connected transactions of purchase of electricity & capacity, purchase of capacity of renewable sources of energy of generating facilities and competitive selection of retrofitted capacity with associates of EN+ GROUP IPJSC for the calendar year ending 31 December 2024.

The number of votes held by the persons included in the list of persons entitled to participate in the general meeting on the item of the agenda of the meeting -14,901,388,683.

The number of votes held by the persons included in the list of persons entitled to participate in the general meeting on the item of the agenda of the meeting and not interested in the entry by the Company into the transaction - 6,368,890,368.

The number of votes attributable to the voting shares of the Company, determined taking into account the provisions of clause 4.24 of the Regulation of the Bank of Russia No. 660-P dated 16 November 2018 "On general meetings of shareholders", on this issue — 6,660,516,547.

The number of votes held by the persons who took part in voting at the general meeting on the item of the agenda and were not interested in the entry by the Company into the transaction was 5,144,480,805.

The quorum for making a decision on the item of the agenda is present.

Voting results:

«For» - 4,053,418,984 votes (78.7916%)

«Against» - 158,010 votes (0.0031%)

«Abstained» - 477,290,540 votes (9.2777%)

«Voting ballot is void» — 0 votes (0.0000%)

«Did not vote» - 613,613,271 votes (11.9276%)

The resolution was passed:

To approve and confirm the annual cap in relation to continuing connected transactions of purchase of electricity & capacity, purchase of capacity of renewable sources of energy of generating facilities and competitive selection of retrofitted capacity with associates of EN+GROUP IPJSC for the year ending 31 December 2024 as USD 1,582 million (net of VAT and determined at the USD/RUB exchange rate as 1/90.1).

On Item No.2 of the Agenda of the general meeting of shareholders of the Issuer — Approval of annual caps in relation to continuing connected transactions of purchase of electricity & capacity, purchase of capacity of renewable sources of energy of generating facilities and competitive selection of retrofitted capacity with associates of EN+ GROUP IPJSC for the calendar year ending 31 December 2025.

The number of votes held by the persons included in the list of persons entitled to participate in the general meeting on the item of the agenda of the meeting — 14,901,388,683.

The number of votes held by the persons included in the list of persons entitled to participate in the general meeting on the item of the agenda of the meeting and not interested in the entry by the Company into the transaction - 6,368,890,368.

The number of votes attributable to the voting shares of the Company, determined taking into account the provisions of clause 4.24 of the Regulation of the Bank of Russia No. 660-P dated 16 November 2018 "On general meetings of shareholders", on this issue — 6,660,516,547.

The number of votes held by the persons who took part in voting at the general meeting on the item of the agenda and were not interested in the entry by the Company into the transaction was 5,144,480,805.

The quorum for making a decision on the item of the agenda is present. Voting results: «For» - 80,614,909 votes (1.5670%) «Against» - 3,972,969,705 votes (77.2278%) «Abstained» - 477,281,860 votes (9.2776%) «Voting ballot is void» — 0 votes (0.0000%) «Did not vote» - 613,614,331 votes (11.9276%) The resolution was not passed.

On Item No.3 of the Agenda of the general meeting of shareholders of the Issuer — Approval of annual caps in relation to continuing connected transactions of purchase of electricity & capacity, purchase of capacity of renewable sources of energy of generating facilities and competitive selection of retrofitted capacity with associates of EN+ GROUP IPJSC for the calendar year ending 31 December 2026.

The number of votes held by the persons included in the list of persons entitled to participate in the general meeting on the item of the agenda of the meeting -14,901,388,683.

The number of votes held by the persons included in the list of persons entitled to participate in the general meeting on the item of the agenda of the meeting and not interested in the entry by the Company into the transaction - 6,368,890,368.

The number of votes attributable to the voting shares of the Company, determined taking into account the provisions of clause 4.24 of the Regulation of the Bank of Russia No. 660-P dated 16 November 2018 "On general meetings of shareholders", on this issue — 6,660,516,547.

The number of votes held by the persons who took part in voting at the general meeting on the item of the agenda and were not interested in the entry by the Company into the transaction was 5,144,480,805.

The quorum for making a decision on the item of the agenda is present.

Voting results:

«For» - 80,609,739 votes (1.5669%)

«Against» - 3,972,982,105 votes (77.2280%)

«Abstained» - 477,275,190 votes (9.2774%)

«Voting ballot is void» — 0 votes (0.0000%)

«Did not vote» - 613,613,771 votes (11.9277%)

The resolution was not passed.

On Item No.4 of the Agenda of the general meeting of shareholders of the Issuer — Approval of Regulations on the Board of Directors of UC RUSAL, IPJSC.

The number of votes held by the persons included in the list of persons entitled to participate in the general meeting on the item of the agenda of the meeting -14,901,388,683.

The number of votes attributable to the voting shares of the Company, determined taking into account the provisions of clause 4.24 of the Regulation of the Bank of Russia No. 660-P dated 16 November 2018 "On general meetings of shareholders", on this issue — 15,193,014,862.

The number of votes held by the persons who took part in voting at the general meeting on the item of the agenda was 13,676,979,120 (90.0215% of the total number of votes taken to determine the quorum).

The quorum for making a decision on the item of the agenda is present. Voting results:

«For» - 8,613,298,755 votes (62.9766%)

«Against» - 3,972,812,064 votes (29.0474%)

«Abstained» - 477,250,200 votes (3.4894 %)

«Voting ballot is void» — 0 votes (0.0000%)

«Did not vote» - 613,618,101 votes (4.4866%)

The resolution was passed:

To approve Regulations on the Board of Directors of UC RUSAL, IPJSC (included in the materials (information) provided to persons entitled to participate in the general meeting, in preparation for the general meeting).

On Item No.5 of the Agenda of the general meeting of shareholders of the Issuer — Approval of Regulations on the General Meeting of Shareholders of UC RUSAL, IPJSC.

The number of votes held by the persons included in the list of persons entitled to participate in the general meeting on the item of the agenda of the meeting -14,901,388,683.

The number of votes attributable to the voting shares of the Company, determined taking into account the provisions of clause 4.24 of the Regulation of the Bank of Russia No. 660-P dated 16 November 2018 "On general meetings of shareholders", on this issue — 15,193,014,862.

The number of votes held by the persons who took part in voting at the general meeting on the item of the agenda was 13,676,979,120 (90.0215% of the total number of votes taken to determine the auorum).

The quorum for making a decision on the item of the agenda is present. Voting results:

«For» - 8,613,314,685 votes (62.9767%)

«Against» - 3,972,792,894 votes (29.0473%)

«Abstained» - 477,253,550 votes (3.4895%)

«Voting ballot is void» — 0 votes (0.0000%)

«Did not vote» - 613,617,991 votes (4.4865%)

The resolution was passed:

To approve Regulations on the General Meeting of Shareholders of UC RUSAL, IPJSC (included in the materials (information) provided to persons entitled to participate in the general meeting, in preparation for the general meeting).

2.7. Date and number of the minutes of the general meeting of participants (shareholders) of the issuer: 14 December 2023, minutes № n/a.

2.8. Identification features of securities (shares, the owners of which are entitled to participate in the general meeting of shareholders of the issuer): Ordinary shares, registration number of the securities issue: 1-01-16677-A, date of registration: 03.09.2020, international securities identification code (ISIN): RU000A1025V3, classification of financial instruments international code (CFI): ESVXFR. The resolution of the Bank of Russia on the state registration of the issue of shares of the international company came into force on the date of state registration of the international company (Section 11, Article 7 of the Federal Law dated 03.08.2018 № 290-FZ On International Companies and International Funds), i.e. on 25.09.2020. The issuer's shares are circulated outside the Russian Federation by circulation in accordance with foreign law of shares under the trade code 486 on the main board of the Hong Kong Stock Exchange.

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3. Signature		
3.1. Legal counsel (under Power of Attorney No OKR-DV-23-0044 dated 25 September		
2023)	Yu. B. Karaseva	
(name of the position of the authorized (signature) person of the issuer)	(full name)	
3.2 Date "14" December 2023		

3.2. Date "14" December 2023