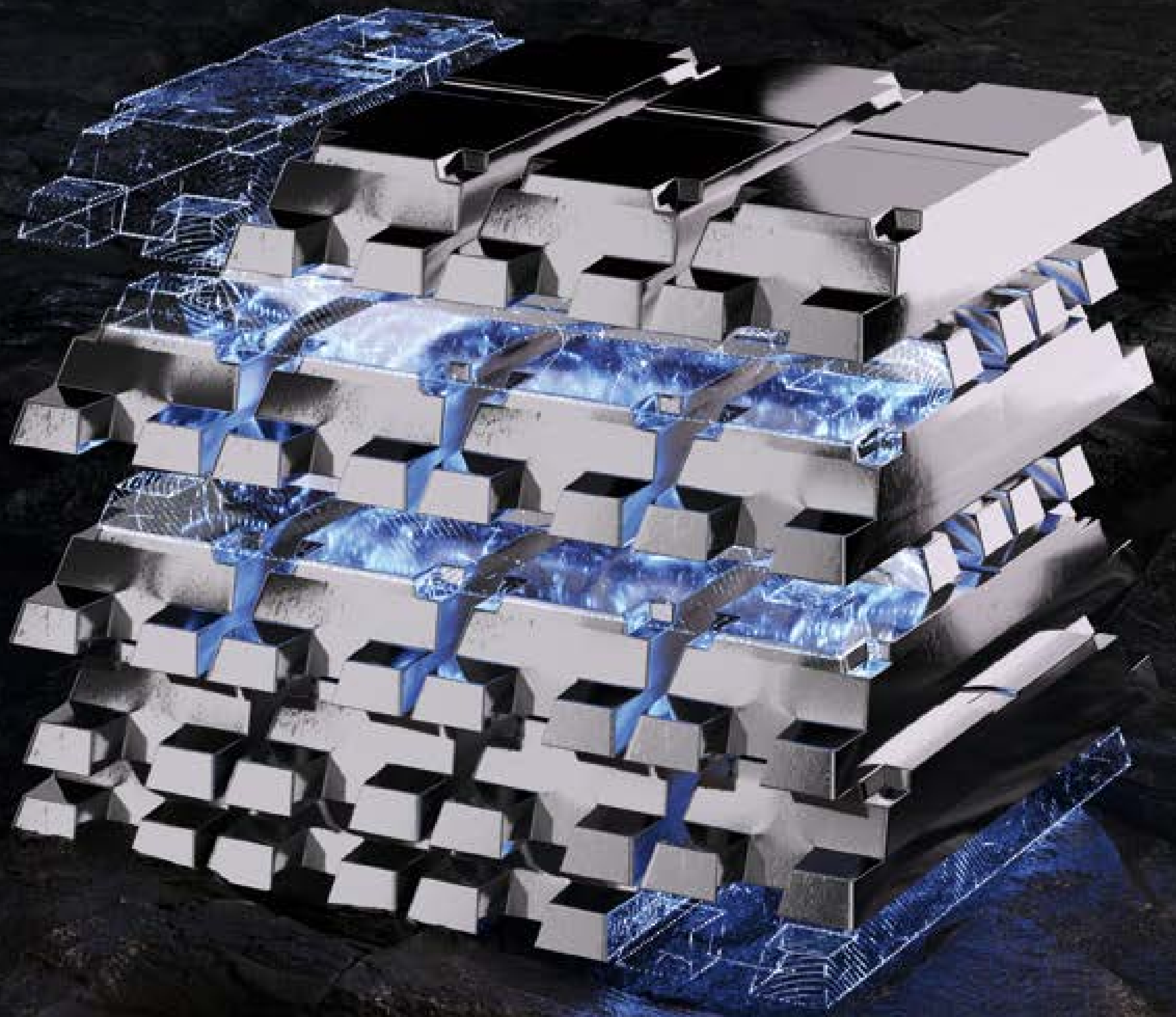
RUSAL

Annual Report \\ 2024

The Art of Transformation

Contents

Financial Indicators	2
General Information on the Company	6
Chairman's Statement	14
General Director's Review	18
Business Overview	22
Sustainable Development	40
Innovations and Scientific Projects	60
Management Discussion and Analysis	72
Employees	102
Profiles of the Board Members, the General Director and Senior Management	118
Report of the Board of Directors	130
Corporate Governance Report	162
Financial Statements	180
Glossary	282
Appendix A — Principal terms of the Shareholders' Agreement with the Company	296
Appendix B — Principal terms of the Shareholders' Agreement between Major Shareholders only	300
Appendix C — Report on Compliance with the Russian Corporate Governance Code	306
Information on the Company	332



Financial Indicators

01

Financial Indicators

Revenue
USD million

2024	**12,082**
2023	12,213
2022	13,974
2021	11,994
2020	8,566

Adjusted EBITDA
USD million

2024	**1,494**
2023	786
2022	2,028
2021	2,893
2020	871

Adjusted EBITDA Margin
%

2024	**12.4**
2023	6.4
2022	14.5
2021	24.1
2020	10.2

EBIT
USD million

2024	**368**
2023	(79)
2022	1,316
2021	2,079
2020	279

Share of Profits from Associates and Joint Ventures
USD million

2024	**564**
2023	752
2022	1,555
2021	1,807
2020	976

Pre-Tax Profit
USD million

2024	**858**
2023	244
2022	2,166
2021	3,641
2020	716

Profit
USD million

2024	**803**
2023	282
2022	1,793
2021	3,225
2020	759

Profit Margin
%

2024	**6.6**
2023	2.3
2022	12.8
2021	26.9
2020	8.9

Adjusted Net Profit
USD million

2024	**983**
2023	73
2022	725
2021	1,536
2020	60

Adjusted Net Profit Margin
%

2024	**8.1**
2023	0.6
2022	5.2
2021	12.8
2020	0.7

Recurring Net Profit
USD million

2024	**1,330**
2023	702
2022	2,165
2021	3,298
2020	990

Basic Earnings Per Share
USD

2024	**0.053**
2023	0.019
2022	0.118
2021	0.212
2020	0.050

Total Assets
USD million

2024	**22,201**
2023	21,464
2022	24,631
2021	20,906
2020	17,378

Equity Attributable to Shareholders of the Company
USD million

2024	**11,216**
2023	11,016
2022	12,307
2021	10,524
2020	6,543

Net Debt
USD million

2024	**6,415**
2023	5,779
2022	6,261
2021	4,749
2020	5,563

General Information on the Company

02

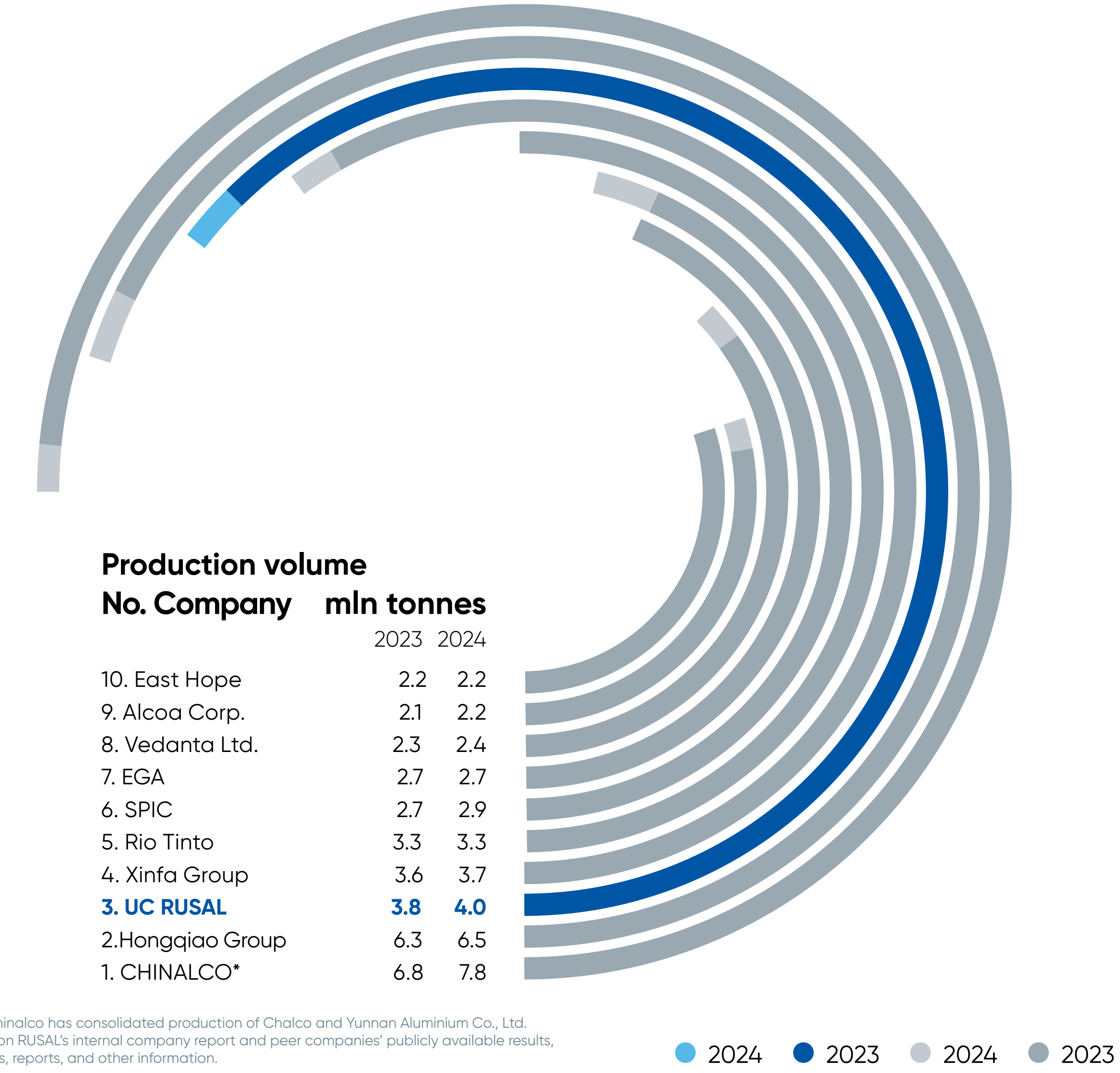
General Information on the Company

Company Position in the Industry

RUSAL is a low-cost vertically integrated aluminium producer with core smelting operations located in Siberia, Russia. In 2024, RUSAL remained among the largest producers of primary aluminium and alloys globally in terms of volume.

At the same time, the activities of the Group may have an impact on the activities of the Company and the performance of its obligations with respect to securities, and therefore information on the priority areas of business is described for the Group as a whole.

RUSAL's production chain includes bauxite and nepheline ore mines, alumina refineries, aluminium smelters and casting houses, foil mills, packaging and wheels production centres.



Production volume

No. Company	mln tonnes 2023	mln tonnes 2024
10. East Hope	2.2	2.2
9. Alcoa Corp.	2.1	2.2
8. Vedanta Ltd.	2.3	2.4
7. EGA	2.7	2.7
6. SPIC	2.7	2.9
5. Rio Tinto	3.3	3.3
4. Xinfa Group	3.6	3.7
3. UC RUSAL	**3.8**	**4.0**
2.Hongqiao Group	6.3	6.5
1. CHINALCO*	6.8	7.8

* Since 2019, Chinalco has consolidated production of Chalco and Yunnan Aluminium Co., Ltd.
Source: Based on RUSAL's internal company report and peer companies' publicly available results, announcements, reports, and other information.

Secured access to green renewable electricity

Electricity is a key component of the aluminium production process. RUSAL's core smelting operations are favourably located close to the Siberian hydropower plants sourcing approximately 94% of the Group's total electricity needs. Using renewable and environmentally friendly hydro-generated electricity, RUSAL is targeting to become the lowest carbon footprint player in the industry.

Captive raw material supplies

RUSAL's alumina production capacities are located in Russia and abroad. They[1] cover about 78% of the Group's total alumina needs.

Over 88% of RUSAL's alumina refineries'[2] ore needs are covered with supplies from the Group's bauxite and nepheline mining operations. RUSAL's existing bauxite resource base is sufficient to supply for over 100 years of operations.

Efficient midstream, in-house R&D and internal EPCM expertise

RUSAL's scientific, design and engineering divisions continue to actively develop their own technological base in order to maintain leadership in the aluminum industry and improve production processes. Work is constantly underway to introduce new technologies aimed at improving efficiency and reducing environmental impact. Successful solutions are replicated in enterprises.

The development of heavy-duty electrolysers RA-800+ continues and the testing of promising designs of electrolysers with inert anodes with zero carbon footprints to achieve the highest world standards.

The pilot electrolysis site has already produced 5,300 tonnes of aluminium with the lowest carbon footprint in the world using the inert anode technology.

The Company develops new materials and alloys, which makes it possible to improve the properties of aluminum products and develop demand for them.

Cost efficiency

The efficient smelting technologies and utilities mix secure the Company's global leadership on the cost curve.

Focus on higher margin downstream business

RUSAL has a diversified product mix with a strong share of VAP in the portfolio (1,422 thousand tonnes per annum out of 3,859 thousand tonnes of total sales in 2024).

Diversified sales geography

RUSAL's sales geography is represented by a diversified portfolio of regions. The Company delivers aluminium products to the domestic market and across all key global consuming regions (Europe, CIS, China and other parts of Asia).

Company's ratings

Agency	Rating	Outlook
Expert RATING AGENCY	ruA+	Stable
ACRA	A+(RU)	Stable

1, 2 Taking into account the shutdown of alumina production at the Nikolaev Alumina Plant, the ban of the Australian government on the export of alumina and aluminium ores to Russia and a 30% interest in the Hebei Wenfeng New Materials (HWNM) alumina refinery, China.

Growth potential of RUSAL platform

BEMO Project (a joint venture of RUSAL) includes the 3,000 MW BEMO HPP and Boguchansky aluminium smelter in the Krasnoyarsk region of Russia with a capacity of 292 thousand tonnes per year.

One of RUSAL's other major projects is the Taishet aluminium smelter in the Irkutsk region. The first stage of Taishet aluminium smelter was opened in the end of 2021. The production capacity of the first line is 428.5 thousand tonnes.

Implementing environmental initiatives

RUSAL was one of the first Russian companies that joined the UN Global Compact[3]. By following its environmental policy and undertaking to regularly review and update its provisions, the Group has constantly been developing and improving its environmental management system and implementing its principles at all production facilities.

SUSTAINABLE DEVELOPMENT GOALS

Climate goals

In November 2023, the Board approved the updated Climate Strategy until 2035 with a perspective up to 2050. Under the baseline scenario, RUSAL has intentions to reduce greenhouse gas emissions intensity per tonne of metal from all production facilities by at least 23% by 2035, and by at least 47% by 2050, compared to 2018.

Modernisation Project

In June 2021, RUSAL announced an intention to implement the Modernisation Project, which includes the creation of new production facilities on the sites of its existing workshops of aluminium smelters. The intention was to significantly improve the production technology and environmental sustainability of the plants.

As part of the Modernisation Project, Krasnoyarsk, Bratsk, Irkutsk, Novokuznetsk and Volgograd aluminium smelters will partially replace electrolysis cells and infrastructure operating Soderberg production technology with new, environmentally friendly technologies: the pre-baked anode technology and EcoSoderberg.

Key facts

In 2024, RUSAL accounted for approximately 5.5% of the world's aluminium output and about 4.7% of the world's alumina production generated from the following facilities located around the world:

Al **5.5%** of the world's aluminium output

4.7% of the world's alumina production

The environmental modernisation of the two largest plants in Siberia continues. Point-by-point modernisation is underway at all RUSAL enterprises, including the transfer to eco-friendly and resource-saving electrolysers EcoSoderberg, RA-300, RA-400 and RA-550, the conversion of existing electrolysers to structures with environmentally friendly lining, and the construction of advanced gas purification systems of its own design.

Diversification through investments

As at the Latest Practicable Date, RUSAL owned a 26.39% interest in Norilsk Nickel, the world's largest palladium producer, the largest high-grade nickel producer and one of the leading producers of platinum, copper and cobalt.[4]

RUSAL's 50/50 LLP Bogatyr Komir coal joint venture in the Ekibastuz coal basin, one of the largest coal basins in the CIS, is an additional source of energy for RUSAL's enterprises.

3 The UN Global Compact is an international corporate social responsibility and sustainability initiative.
4 Source: www.nornickel.com.

Globally:

11 aluminium smelters[5]
- 9 – in Russia,
- 1 – in Sweden
- 1 – in Nigeria

1 plant in Germany
producing foundry alloys, slugs and carbon products

8 alumina refineries[6]
- 4 – in Russia
- 1 – in Ireland
- 1 – in Jamaicae
- 1 – in Italy
- 1 – in Guinea

7 bauxite mines
- 2 – in Russia
- 1 – in Jamaica
- 3 – in Guinea
- 1 – in Guyana

4 foil mills
- 3 – in Russia
- 1 – in Armenia

In Russia:

1 nepheline mine

2 powder plants

2 silicon factories

2 wheels factories

RUSAL's Shares are listed on the Hong Kong Stock Exchange (stock code: 486) and the Moscow Exchange (ticker: RUAL).

5 10 aluminium smelters in operation (Alscon in Nigeria has been mothballed).
6 7 alumina refineries in operation (Eurallumina in Italy has been mothballed).

Company's operations in the world

#1 ALUMINIUM MANUFACTURER OUTSIDE CHINA

- Aluminium smelters
- Alumina refineries
- Bauxite
- Foil
- Powders
- Silicon
- Nepheline ore
- Other business
- Wheels

Armenia
01 Armenal

Australia
02 Queensland Alumina Ltd

Guinea
03 Compagnie des bauxites de Kindia
04 Dian Dian Project
05 Friguia Bauxite and Alumina Complex

Guyana
06 Bauxite Company of Guyana

Ireland
07 Aughinish Alumina

Italy
08 Eurallumina

Jamaica
09 Windalco

Kazakhstan
10 LLP Bogatyr Komir

Nigeria
11 ALSCON

Russia
12 Achinsk Alumina Refinery
13 Bogoslovsky aluminium smelter
14 Boguchanskaya HPP ("BEMO")
15 Boguchansky Aluminium Smelter ("BEMO")
16 Boksitogorsk Alumina Refinery
17 Bratsk Aluminium Smelter
18 Irkutsk Aluminium Smelter
19 Kandalaksha Aluminium Smelter
20 Khakas Aluminium Smelter
21 Kia-Shaltyr Nepheline Mine
22 Krasnoturyinsk Powder Metallurgy
23 Krasnoyarsk Aluminium Smelter
24 Nadvoitsy Aluminium Smelter
25 North Urals Bauxite Mine
26 Novokuznetsk Aluminium Smelter
27 Sayana Foil
28 Pikalevo alumina refinery
29 SAYANAL
30 Sayanogorsk Aluminium Smelter
31 Shelekhov Powder Metallurgy (Shelekhov)
32 Silicon Shelekhov (JSC Kremniy)
33 SKAD wheels factory
34 Taishet Aluminium Smelter
35 Timan Bauxite
36 Urals Alumina Refinery
37 Urals Foil
38 Urals Silicon
39 Volgograd Aluminium Smelter
40 Volgograd Powder Metallurgy

Sweden
41 KUBAL

Ukraine
42 Mykolaiv Alumina Refinery

Germany
43 Aluminium Rheinfelden Alloys, Semis
44 Aluminium Rheinfelden Carbon

China
45 Hebei Wenfeng New Materials (HWNM)

Chairman's Statement

03

Chairman's Statement

In UC RUSAL's 2024 Annual Report, we reflect on and evaluate the results of another period of big challenges and major achievements for the entire aluminium industry and for the Group. The negative market environment remains for already several years, while turmoil remained a key characteristic of the situation in the industry during the past year. Numerous shocks were associated with both global geopolitical and sector specific events.

Dear shareholders!

Weak economic growth and tight monetary policy pulled back aluminium consumption in many sectors. This led to another year of oversupply of metal on the global market, which put pressure on its prices on international exchanges.

Meanwhile, the past year has become notable for the entire industry due to the escalation of the raw materials security issues and the pressure of rising raw materials prices on aluminium producers' profitability. Simultaneous interruptions in the supply of bauxite and alumina from several major producers created a supply deficit, leading to more than two-fold spike in the price of alumina and taking them to record levels in a short period. At the same time, aluminium prices remained largely unchanged, which put pressure on producers' profit margins.

Responding to strategic challenges, last year the Group completed its first major step towards re-establishing its raw materials independence by closing a deal to acquire a stake in Chinese alumina producer Hebei Wenfeng. This action allowed RUSAL to avoid the worst-case scenario, however, the Group had to announce a temporary aluminium production optimisation programme. External infrastructure constraints, which hampered RUSAL's ability to timely deliver its products to consumers, became an additional factor driving this measure.

Global economic and social trends indicate that aluminium's role of the metal of the future remains, and its unique properties are still in demand in a wide range of applications. And RUSAL's priorities do remain unchanged too. First of all, it is strengthening the position of the world's largest producer of aluminium with a low carbon footprint, as well as increasing the share of high value-added products in its output. In the past year, an independent verification confirmed that 100% of RUSAL's aluminium meets the low carbon aluminium benchmark, and the Group registered five climate protection projects with a total validated volume of carbon units at about 8.7 million.

The year 2024 was marked by the growing resilience and sustainability of the Group. Despite all the challenges, RUSAL remains a reliable and responsible supplier of key materials for both traditional and emerging industries. The professionalism of our team helps to expand not only the geography of our consumers, but also the scope and areas of aluminium's application. We continue to develop metallurgical and environmental technologies, achieving impressive results and recognition from international experts.

In 2025, RUSAL is celebrating its 25th anniversary. Throughout its history, the Group has passed through multiple crises and accumulated broad experience and strong expertise. Augmented by the effectiveness of our team and its dedication to the common goals, they create a solid foundation for coping with new challenges. I would like to thank the management and all the employees of the Group for their commitment not to rest on their laurels and continue to secure the status of the aluminium industry as one of the drivers of innovations and economic development. I would also like to thank our partners and Shareholders, especially those who have been with us over all these years, for their trust and support of our tactical steps and strategic decisions. Even in difficult times, together we create the foundation for development and further progress.

Bernard Zonneveld
Chairman of the Board

+25.3%
alumina production growth

-11.3%
total cost of sales decrease

1.4 mln tonnes
sales of value-added products

General Director's Review

04

General Director's Review

2024 has become a period of new challenges and achievements for RUSAL and the industry as a whole. However, despite all the tough calls, the Company has once again demonstrated resilience and the ability to adapt to changing environment thanks to the cohesive work of our team, strategic vision and focus on continuous development.

Dear shareholders!

Caring for the environment, responsible use of natural resources and adherence to the sustainable development principles in general remain absolute priorities for RUSAL even in a difficult economic situation. Last year, we launched the next stage of comprehensive modernisation of our key aluminium smelters in Siberia and began construction of new electrolysis workshops in Krasnoyarsk and Bratsk. The Group's production facilities continued to introduce modern gas purification plants, improve closed-loop water circulation systems, and take other measures to reduce environmental impact of our activities.

In 2024, RUSAL's specialists improved the technology of aluminium production with the application of inert anode, making a breakthrough in the application of this technology and bringing closer the day of its full-scale industrial implementation and scaling up at the Group's smelters. Combined with renewable hydropower, as well as the expansion of scrap aluminium recycling, inert anode technology ensures the lowest possible carbon footprint of metal production and contributes to the development of the "green" economy of the future.

RUSAL's achievements in the field of low-carbon aluminium production have been recognised by trusted international experts. In 2024, five more RUSAL production facilities were certified according to the Aluminium Stewardship Initiative standards, bringing the total number of certified facilities to 18. Krasnoyarsk, Bratsk and Irkutsk Aluminium Smelters received Green Power Aluminium certificates from the Green Product Certification Centre, a unit of China Non-ferrous Metal Industry Association. And TÜV AUSTRIA verified carbon footprint of our aluminium production and confirmed RUSAL's status as a leading international low carbon aluminium producer.

In order to increase efficiency and productivity, reduce costs and improve product quality, the Group actively continues to implement digital solutions based on artificial intelligence, including those of our in-house development. They cover a wide range of our business functions, from monitoring smelter sealing and control of electrolysis to checking and analysing the quality of raw materials and finished products, as well as logistics management. The portfolio of our experts' projects includes dozens of digitisation instruments that increase the accuracy of business and production processes and reduce risks for both personnel and the environment.

Last year, RUSAL launched several milestone projects related to workplace safety and the expansion of opportunities for employees to take initiative and make greater contribution to achieving our common goals. The Group remains committed to improving working conditions and ensuring the well-being of both our employees and residents of our territories of responsibility. RUSAL's social investments continue to focus on the creation of a comfortable urban environment, the development of healthcare and educational infrastructure, the construction of sports facilities and housing for employees and their families.

In 2025, RUSAL will be celebrating the Company's 25th anniversary. For all these years, together we have been moving forward the aluminium business, developing and implementing new technologies in order to be at the forefront of advances in the industry and offer our consumers metal with unique characteristics. This big work is done by people that are true professionals in their field. I would like to thank the many thousands of RUSAL employees for their commitment and dedicated work. I would also like to express my gratitude to the Company's management and our partners: thanks to our joint efforts, we continue to make steady progress and strengthen the RUSAL's position as a global industry leader. We look back with pride on our journey full of achievements and accomplishments, and we clearly understand that this important milestone inspires us to reach new goals.

Evgenii Nikitin
General Director

18

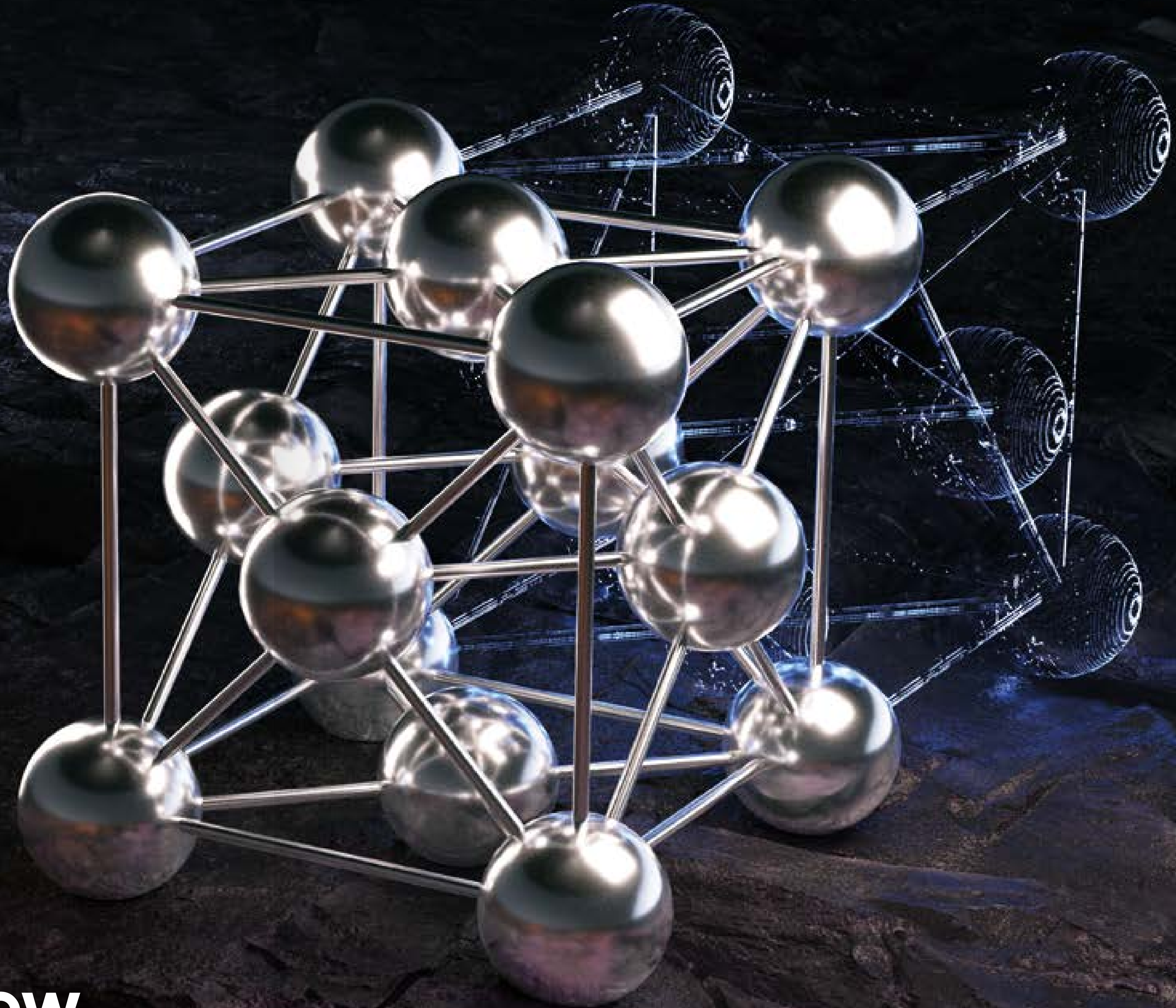
total number of ASI-certified production facilities

100%

of RUSAL's products meet the criteria of aluminum with a low carbon footprint (Scope 1&2)

RUB1.6 BLN

RUSAL's investments in the artificial intelligence at aluminium smelters



Business Overview

05

Business Overview

Priority Areas of Business

The Company is principally engaging in the holding activities related to participation in the authorised capital of business entities operating in the field of bauxite and nepheline mining, alumina production, electrolytic production of primary aluminium, value-added aluminium products, including those associated with the management of these companies, and also financial activities.

At the same time, the activities of the Group may have an impact on the activities of the Company and the performance of its obligations with respect to securities, and therefore the information on the priority areas of business is described for the Group as a whole.

Aluminium

RUSAL owns 11[7] aluminium smelters which are located in three countries: Russia (nine plants), Sweden (one plant) and Nigeria (one plant). The Group's core asset base is located in Siberia, Russia, and accounts for approximately 94% of the Company's aluminium output in 2024. Among those, BrAZ and KrAZ together account for more than half of RUSAL's aluminium production. The Company owns 85% of the smelter located in Nigeria.

During 2024, RUSAL continued to implement the comprehensive programme designed to control costs and optimise production process to strengthen the Group's position as one of the world's most cost-efficient aluminium producers.

The table below[8] provides an overview of RUSAL's aluminium smelters (including capacity) as at 31 December 2024.

7 Ten aluminium smelters in operation (Alscon is mothballed)
8 The table presents total nameplate capacity of the plants, each being a subsidiary of the Company.

BEMO

BEMO Project involves construction of the 3,000 MW BEMO HPP and BEMO aluminium smelter in the Krasnoyarsk region in Siberia.

The construction of BEMO aluminium smelter has been divided into two stages (each stage with a capacity of 298 thousand tonnes of aluminium per annum). The first part of the first stage (149 thousand tonnes of aluminium per annum, 168 pots) was launched in 2015; and the second part of the first stage was launched in March 2019. In May 2019, the first stage of the smelter reached its design capacity. In 2024, 301.230 thousand tonnes of aluminium and alloys were produced, which was 1.28 thousand tonnes more than that in 2023.

The construction of the second stage of BEMO smelter was to be considered by a strategic partner subject to market situation and availability of project financing.

Taishet aluminium smelter

Construction of Taishet aluminium smelter started in 2006. Due to unfavourable market conditions, RUSAL decided to suspend the project in 2009. After the economic recovery and market conditions improvement in 2016, the Board decided to resume the construction of LC-1 (first series) of the Taishet aluminium smelter, and approved the start of preparatory work to resume the construction. Actual construction of the Taishet aluminium smelter was resumed in 2017.

On 16 December 2021, the first pots were put into pilot operation.

The project included the construction of an aluminium plant in the city of Taishet, Irkutsk region (Eastern Siberia) with a design production capacity of PK-1 (first series) of 352 electrolysers or 428.5 thousand tonnes per year.

As of 31 December 2024, all electrolysers of the first series have been put into operation, and commercial products are being produced. The construction of the main production facilities has been completed, and the construction of auxiliary and maintenance facilities continues.

In addition to the construction of industrial facilities, the construction and commissioning of the Tsentralny micro district (9 eight-storey buildings for Company employees) was completed in December 2024.

Siberia

Bratsk Aluminium Smelter

Nameplate capacity: 1,009 thousand tonnes of aluminium

Percentage holding 100%

Capacity utilisation rate 99%

Krasnoyarsk Aluminium Smelter

Nameplate capacity: 1,019 thousand tonnes of aluminium

Percentage holding 100%

Capacity utilisation rate 100%

Sayanogorsk Aluminium Smelter

Nameplate capacity: 542 thousand tonnes of aluminium

Percentage holding 100%

Capacity utilisation rate 98%

Novokuznetsk Aluminium Smelter

Nameplate capacity: 215 thousand tonnes of aluminium

Percentage holding 100%

Capacity utilisation rate 91%

Khakas Aluminium Smelter

Nameplate capacity: 297 thousand tonnes of aluminium

Percentage holding 100%

Capacity utilisation rate 103%

Irkutsk Aluminium Smelter

Nameplate capacity: 422 thousand tonnes of aluminium

Percentage holding 100%

Capacity utilisation rate 100%

Taishet Aluminium Smelter[9]

Nameplate capacity: 428 thousand tonnes of aluminium

Percentage holding 100%

Capacity utilisation rate 67%

Russia (excluding Siberia)

Kandalaksha Aluminium Smelter

Nameplate capacity: 76 thousand tonnes of aluminium

Percentage holding 100%

Capacity utilisation rate 71%

Volgograd Aluminium Smelter

Nameplate capacity: 69 thousand tonnes of aluminium

Percentage holding 100%

Capacity utilisation rate 98%

Other countries

KUBAL Sweden

Nameplate capacity: 128 thousand tonnes of aluminium

Percentage holding 100%

Capacity utilisation rate 85%

ALSCON Nigeria

Percentage holding 85%

TOTAL:

4,205 thousand tonnes

95% Capacity utilisation rate, %

9 Pre-process inspections and tests began in December 2021.

Alumina

As of 31 December 2024, the Group owns eight alumina refineries. RUSAL's alumina refineries are located in five countries: Ireland (one production facility), Jamaica (two production facilities, one legal entity), Italy (one production facility), Russia (four production facilities) and Guinea (one production facility). In addition, the Company holds a 20% interest in the QAL alumina refinery, Australia, and a 30% interest in the Wenfeng alumina refinery, China. The majority of the Group's alumina refineries have ISO 9001 certified quality management systems. Achinsk Alumina Refinery, RUSAL Kamensk-Uralsky and Aughinish have ISO 14001-2015 certification of their environmental management systems. Ural Aluminium Smelter, JSC Boksit Timana and Aughinish are certified according to standards (ASI Performance Standard and ASI Chain of Custody). Aughinish holds ISO 50001 certification, thus following a systems approach in achieving consistent improvements in the energy system, including energy efficiency, energy security and energy consumption. In 2024, Achinsk Alumina Refinery confirmed compliance with ISO 9001, ISO 14001-2015 and ISO 45001-2018, thus meeting high standards for occupational health and safety.

The table below summarises RUSAL's alumina refineries as of 31 December 2024.

Production facility	Location	Holding, %	Nominal capacity, thousand tonnes	Capacity utilisation rate, %
Achinsk Alumina Refinery	Russia	100%	1,069	66%
Bogoslovsky Alumina Refinery	Russia	100%	1,030	95%
Ural Alumina Refinery	Russia	100%	900	102%
PGLZ Alumina Refinery	Russia	100%	265	92%
Friguia Bauxite and Alumina Complex	Guinea	100%	650	52%
QAL	Australia	20%	3,950	0%
Eurallumina	Italy	100%	1,085	0%
Aughinish Alumina Refinery	Ireland	100%	1,990	87%
Windalco	Jamaica	100%	1,210	36%
Hebei Wenfeng New Materials (HWNM)	China	30%	4,800	22%
Rated capacity, total			**16,949**	**38%**
Capacity coming to RUSAL			**10,429**	**62%**

Bauxite

The Group operates seven bauxite mining facilities. RUSAL's bauxite facilities are located in four countries: Russia (two facilities), Jamaica (one facility), Guyana (one facility) and Guinea (three facilities). The availability of a sufficient raw material base helps to ensure that the Group has sufficient resources to potentially develop alumina capacities. The Group also sells bauxite to third parties.

The tables below provide an overview of RUSAL's bauxite facilities (including capacity and deposit reserves) as of 31 December 2024.

Production facility	Location	Holding, %	Annual capacity, thousand tonnes	Capacity utilisation rate, %
Boksit Timana	Russia	100%	3,500	99%
North Urals Bauxite Mine (SUBR)	Russia	100%	3,000	75%
Compagnie des Bauxites de Kindia (CBK)	Guinea	100%	3,500	109%
Friguia Bauxite and Alumina Complex	Guinea	100%	2,100	56%
Bauxite Company of Guyana (BCGI)[10]	Guyana	90%	1,700	0%
Windalco	Jamaica	100%	4,000	40%
Dian-Dian Bauxite Company	Guinea	100%	4,200	155%
Rated capacity, total			**22,000**	**89%**

Production facility	Measured ore reserves, million tonnes	Identified ore reserves(1), million tonnes	Estimated ore reserves, million tonnes	Total ore reserves, million tonnes
Boksit Timana	8.7	142.8	6.6	158.1
North Urals Bauxite Mine (SUBR)	14.1	201.6	145.3	361.0
Compagnie des Bauxites de Kindia	27.6	66.5	20.4	114.5
Friguia Bauxite and Alumina Complex	24.5	142.7	152.6	319.8
Bauxite Company of Guyana, Inc.	31.2	13.5	0.0	44.7
Windalco (2)	42.3	36.2	0.0	78.5
Dian-Dian Bauxite Company	441.0	111.2	216.6	768.8
Total	**589.4**	**714.5**	**541.5**	**1,845.4**

Notes:

(1) Mineral resources:

- are recorded on an un-attributable basis, equivalent to 100% ownership;
- are reported as dry weight (excluding moisture).

Mineral Reserve tonnages include Ore Reserve tonnages.

(2) Windalco's resources include, among others, 37.2 million tonnes under the Kirkwine SML 161 licence revoked by the Jamaican Ministry of Transport and Mines in 2019. RUSAL considered these actions unlawful and appealed against the revocation of the licence in court. The hearing was held in mid-2020. There are no changes in the status of the court judgement as of the last reporting date.

10 Mothballed in February 2020.

Energy assets

BEMO Project

BEMO HPP is the fourth step of the Angara hydroelectric power chain, which is the biggest major project for hydropower plant construction completed in Russia. The construction was suspended in Soviet times due to the lack of financing, and later resumed in May 2006 following the conclusion of their agreement to jointly implement BEMO Project comprising BEMO HPP (the average annual electricity output reaching 17.6 billion kWh) and an aluminium smelter capable of producing 600 thousand tonnes of metal per annum.

The BEMO Project's 79 metres high by 2,587 metres long composite gravity and rock-fill dam was completed at the end of 2011, and nine 333 MW hydropower units of BEMO HPP has commenced operation during 2012 through 2014. Total installed capacity of all nine hydro units in operation amounts to 2,997 MW.

The hydropower plant started commercial supply to the wholesale electricity and capacity market on 1 December 2012. In 2024, the hydropower plant delivered 20.260 TWh to the wholesale electricity and capacity market, which is more than its electricity output in 2023 by 1.7%, or 0.336 TWh.

Key facts:

Dimensions of gravity and rockfill dams

79 m high

2,587 m long

600 thousand tonnes of metal

Capacity of aluminium smelter per annum

17.6 billion kWh

Average annual electricity output

2,997 MW

Total installed capacity of all nine hydropower units

Mining assets

RUSAL's mining assets comprise of 15 mines and mining complexes, including bauxite mines (the resources of which are described above), two quartzite mines, one fluorite mine, two coal mines, one nepheline syenite mine and two limestone mines.

The long position in alumina capacity has been supported by the Group's bauxite and nepheline syenite resource base.

The Group jointly operates two coal mines under Bogatyr Coal LLP with Samruk-Energo, the energy division of Samruk-Kazyna, owned by a joint venture, Bogatyr Komir LLP.

Bogatyr Coal

Bogatyr Coal, which is located in Kazakhstan, is a 50/50 joint venture between the Company and Samruk-Energo.

Bogatyr Coal produced approximately 42.68 million tonnes of coal in 2024. As at 31 December 2024, the volume of balance coal reserves of 1, 2, 3 layers by LLP Bogatyr Komir was at the level of 1.929 billion tonnes. Bogatyr Coal generated sales of approximately USD287 million in 2023 and USD294 million in 2024. Russian and Kazakh customers contributed to approximately 22% and 78% of their sales, respectively.

15 mines and mining complexes

7 bauxite mines

2 coal mines

2 quartzite mines

1 nepheline syenite mine

1 fluorite mine

2 limestone mines

Investment in Norilsk Nickel

Norilsk Nickel is the world's largest palladium producer, the largest high-grade nickel producer, and one of the leading producers of platinum, copper and cobalt. RUSAL held a 26.39% shareholding stake in Norilsk Nickel as at the Latest Practicable Date. The cost of acquisition was USD13,230 million. The carrying value of RUSAL's investment in Norilsk Nickel was USD3,616 million as of 31 December 2024.

RUSAL's shareholding in Norilsk Nickel allows for significant diversification of earnings through Norilsk Nickel's exposure to PGMs[11] and non-ferrous metals (nickel, copper and cobalt) and broadens RUSAL's strategic opportunities.

Company Profile and Financial Results[12]

Norilsk Nickel's resource base in Taimyr and Kola Peninsulas as at 1 January 2024 consisted of 1,267 million tonnes of Proven and Probable Ore Reserves and 1,869 million tonnes of Measured and Indicated Mineral Resources.

Its key assets are located in Russia (Norilsk region, Kola Peninsula and Trans-Baikal Territory) and Finland (Norilsk Nickel Harjavalta).

In 2024, Norilsk Nickel produced 205 thousand tonnes of nickel (-2% compared to 2023), 433 thousand tonnes of copper (+2% compared to 2023), 2,762 thousand troy ounces of palladium (+3% compared to 2023) and 667 thousand troy ounces of platinum (+0.5% compared to 2023).

According to the production report of PJSC MMC Norilsk Nickel for 2024, the following main factors that influenced the change in production can be outlined. A slight decrease in nickel production in 2024 was mainly due to the temporary shutdown of the smelting furnace #2 at Nadezhda Metallurgical Plant. Following the reconstruction of the smelting furnace #2, its productivity increased by 25%. A slight increase in other metals production was mainly due to the low base of 2023 (optimisation of technological processes at the Copper Plant, gradual transition to new mining equipment).

11 PGM – Platinum Group Metals.
12 Production, financial and operational data in this section are derived from https://nornickel.com/.

According to IFRS for the year ended 31 December 2024, Norilsk Nickel has the following key financial indicators:

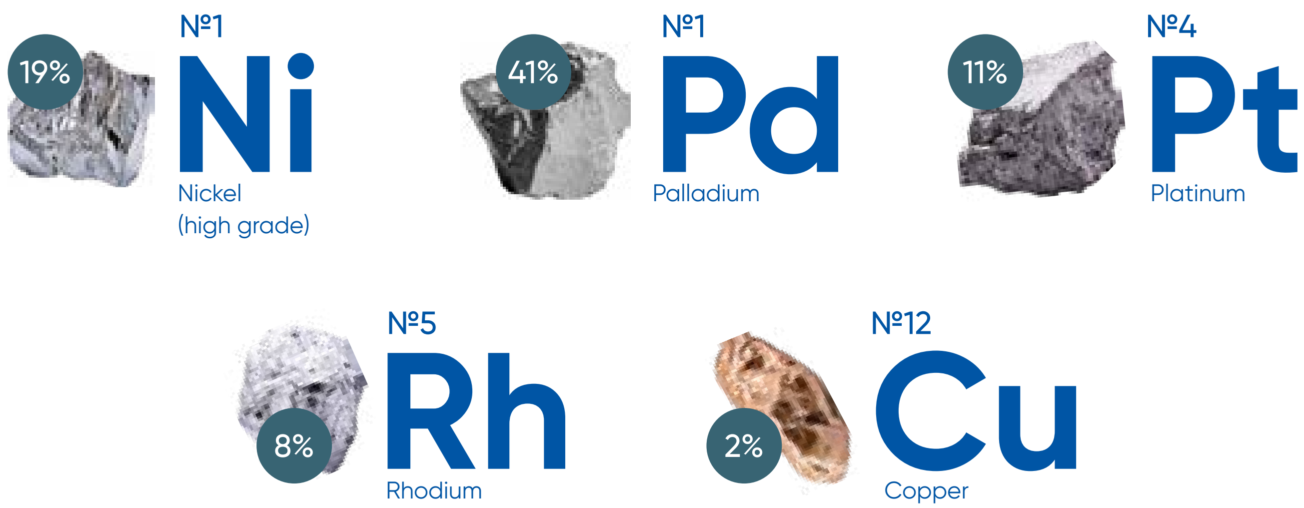
USD million (unless otherwise specified)	Year ended 31 December 2024	Year ended 31 December 2023	Change (2024/2023)
Revenue	12,535	14,409	-13%
EBITDA	5,196	6,884	-25%
EBITDA Margin (%)	41%	48%	– 7 p.p.
Net Profit	1,815	2,870	-37%
Capital Expenditures	2,438	3,038	-20%
Net Working Capital	3,007	3,092	-3%
Net Debt[13]	8,586	8,093	+6%
Net Debt/EBITDA (1x)	1.7x	1.2x	+0.5x

13 The calculation of Net Debt includes lease obligations: USD462 million in 2024 and USD520 million in 2023.

Key Facts

Norilsk Nickel produces metals that are essential for the development of a low-carbon economy and environmentally friendly transport. At the same time, Norilsk Nickel is one of the industry leaders in terms of EBITDA and its marginality. The RUSAL's strategic goal (as one of the key shareholders of Norilsk Nickel) is to unlock the potential of its assets to ensure sustainable growth and long-term development of the company.

Norilsk Nickel's place and share in the world metal markets



Company's Strategy and Key Investment Projects

In 2022-2024, Norilsk Nickel did not present an updated strategy to the investors (the last updated strategy "Navigating the Transition to a Net Zero World" was presented on 29 November 2021).

Taking into account the information announced by the management of Norilsk Nickel via media interviews, press releases, as well as the information presented in the annual reports of Norilsk Nickel for 2022-2023, the Group can conclude the following:

- A number of major projects are being implemented aimed at increasing and maintaining ore mining, as well as increasing concentration capacities: development of the Talnakh ore cluster, development of the "Southern Cluster", construction of the third stage of the Talnakh Concentrator;
- The Sulphur Programme is being implemented at the Nadezhda Metallurgical Plant: the first and second lines were launched in 2023-2024, and a reduction in sulphur dioxide emissions has begun;
- It is planned to close the smelting capacities of the Copper Plant in the Norilsk region and to build new metallurgical capacities for processing copper concentrate in China;
- A number of supplementary projects are being implemented aimed at modernisation of energy infrastructure and development of logistics infrastructure;
- The battery materials sector is developing, in particular:
  - Ongoing development of the Kolmozerskoye deposit (lithium) jointly with Rosatom
  - Opening of the Battery Technology Centre in St. Petersburg
  - Considering the possibility of establishing a joint venture with Chinese manufacturers of battery materials

Dividends and share split

After the expiration of the Agreement, the only document that regulates dividend payments is the Dividend Policy Regulation (the "**Regulation**"), according to which the total amount of annual dividends on shares of Norilsk Nickel is to be at least 30% of EBITDA. In addition, according to the Regulation, it is not recommended to pay dividends if it is economically unjustified (e.g. insufficient profit, insufficient cash flow, non-fulfilment of the investment programme, exceeding target debt level, etc.).

On 7 December 2023, at the extraordinary general meeting of Norilsk Nickel, a resolution to pay interim dividends for the nine months of 2023 in the amount of RUB 915.33 per share (RUSAL received approximately RUB 37 billion) was approved. In addition, at the same extraordinary general meeting of Norilsk Nickel, a resolution to the split of shares of Norilsk Nickel with a ratio of 1 to 100 was also approved.

Final dividends for 2023 were not paid.

Corporate Strategy and Development Prospects

The Group is the largest producer of primary aluminium and aluminium products, including VAP (foundry alloys, wire rod, billets and slabs) in the world (excluding China). On top of it, the Group produces the downstream products (foil, powders) and cast wheels. Maximum vertical integration across the entire value chain is one of the Group's key goals. The Group owns bauxite and nepheline mining assets, as well as plants for the production of alumina from mined raw materials. The Group also controls assets for the production of raw materials which are used as alloying additives in the production of aluminium and aluminium products (including silicon and magnesium), which helps to mitigate risk exposure of the Group's supply chain to external factors and hence the management of cost levels of the Group's own production.

Turning RUSAL into the world's largest producer of low-carbon aluminium is the major goal of the Group's strategy until 2030. To reach this goal, the Group has been implementing a number of projects across its value chain:

1. Ensuring raw material security by supplying the Group's own raw materials for aluminium production:

a. diversification of ore sources through the development of new ore fields;

b. achieve 100% or higher self-sufficiency rate in the Group's alumina resources for aluminium smelting;

c. supply its own anodes at least 100% of demand to satisfy all requirements for aluminium production;

2. Expanding production capacities:

a. expand primary aluminium production capacities;

b. develop downstream production capacities, including the expansion of aluminium wheel production;

3. Developing and ramping up technologies for production of aluminium and alloys:

a. scale up the Group's proprietary RA-400, RA-550 aluminium high-current smelting technology;

b. start commercial operation of the inert anode technology;

c. develop additive technologies;

4. Achieving net zero greenhouse gases emissions by 2050 (including carbon footprint offsetting):

a. increase recycle content in VAP production; and

b. implement environmental modernisation measures, which will not only result in 10% to 15% of power cost savings, but will also eliminate benzapyrene emissions and reduce fluoride emissions well below the established limits.

Sustainable Development

06

Sustainable Development Strategy

RUSAL ensures long-term business competitiveness and profitability through risk management and sustainable development opportunities, increasing stakeholder confidence and improving the Company's operational efficiency.

The Sustainable Development Strategy 2035, approved by the Board of Directors in 2023, facilitates the Company's economic growth while enhancing its social effects and reducing its environmental impact. The strategy demonstrates how the aluminium business can be transformed to become the foundation for shaping the economy of the future.

The strategic vision set out in the Strategy aims to promote sustainable development across the entire aluminium supply chain. By decoupling business growth from environmental impact, it will create a fundamentally new class of non-ferrous metals production and consumption that meets the demands of the low-carbon circular economy of the future. It will be ready to achieve carbon neutrality by 2050, with a smart mix of primary and secondary material resources, based on an adaptive, fair, secure and inclusive model of interaction between all value chain participants, as well as advanced technological solutions.

The implementation of the Strategy launched the ESG transformation of the Company's business which is focussed on implementing priority projects to reduce the Company operations' environmental impact, aid social development and improve the quality of life in areas where the Company operates, while enhancing the quality of corporate governance. Successful delivery of the priority projects addresses expectations of the stakeholders who regularly define factors essential to RUSAL's sustainable development. It also makes a significant contribution to achieving the priority UN Sustainable Development Goals (SDGs) and contributing to Russia's National Development Goals and National Projects.

НАЦИОНАЛЬНЫЕ ПРОЕКТЫ РОССИИ

Sustainability and climate change mitigation performance recognition

RUSAL is actively participating in international processes regarding sustainable development and implementing the best global and national practices, as well as the Russian and international standards that bring operations and production in line with the principles of sustainable development.

The Company's achievements in ESG ratings in 2024

Awards and ratings:

1st degree
in the National Awards "Leaders of Responsible Business"

ESG-A
rating from Expert RA

International ESG ratings:

A–
ESG rating in the Chinese market (CCXGF)

Company among
top 18%
of non-ferrous metals producers according to China Chengxin Green Finance Technology

Company Awards and Recognition

Highest ratings in the ESG indices:

Russian Union of Industrialists and Entrepreneurs

ESG Index of Russian Business (RBC)

"Leaders in Corporate Philanthropy" rating (Donors Forum)

Corporate governance awards:

RUSAL's Board of Directors received the "Award for Director Excellence" for corporate governance of climate strategy (HK IoD)

06

Certification Green Power Aluminium

Krasnoyarsk and Bratsk Aluminium Smelters

>1 million tonnes

annual capacity of each

Irkutsk Aluminium Smelter

425 thousand tonnes

annual capacity

>99% of its electricity for metal production RUSAL obtains from renewable sources

The Company's performance in this area has been recognised by authoritative national and global ratings. In 2024, the highest ratings were achieved in the ESG indices of the Russian Union of Industrialists and Entrepreneurs, the ESG Index of Russian Business from RBC Media Group and in the "Leaders in Corporate Philanthropy" rating from the Donors Forum, an association of Russia's largest grant-giving organisations. The Company won 1st degree, the highest level, in the National Awards "Leaders of Responsible Business", and also received an "ESG-A" rating on the Bank of Russia scale from Expert RA rating agency, indicating a very high level of sustainability compliance in key decision-making and a stable rating outlook. For the first time in 2024, RUSAL received an "A-" rating in the highest category of the leading ESG rating in the Chinese market, "CCXGF", confirming its operational excellence in sustainability and ESG risk management and placing the Company among the top 18% of non-ferrous metals producers according to China Chengxin Green Finance Technology (Beijing) Ltd. Also in 2024, RUSAL's Board of Directors received the "Award for Director Excellence" for corporate governance of climate strategy from the Hong Kong Institute of Directors (HK IoD).

In 2024, RUSAL's Board of Directors received the 'Award for Director Excellence' for corporate governance of climate strategy from the Hong Kong Institute of Directors (HK IoD)

Since late 2015, RUSAL has been a member of the voluntary international Aluminium Stewardship Initiative (ASI), which is a global non-governmental organisation for developing standards and certification in the field of responsible management of aluminium production and consumption. ASI's main commitment is to

maximise aluminium's contribution to the sustainable development of society.

As part of its engagement and work with ASI, representatives of RUSAL participate in ASI working groups and regularly attend working group meetings where issues related to improving and updating ASI standards are addressed.

Implementation of ASI standards[14], which cover the entire aluminium production and supply chain, is one of RUSAL's tools for adopting global best practices in sustainable development. Currently, 18 RUSAL production sites are certified for compliance with the ASI Performance Standard and ASI Chain of Custody Standard: all of the Group's aluminium smelters, two alumina refineries, two Downstream Division facilities, an alloy and semi-finished products plant, a mining facility and the head office.

In 2024, three of RUSAL's Russian facilities received Green Power Aluminium certification from the China Nonferrous Metals Industry Association (CNIA). The Company's two largest aluminium smelters, Krasnoyarsk Aluminium Smelter (KrAZ) and Bratsk Aluminium Smelter (BrAZ), each with capacity over 1 million tonnes of aluminium annually, as well as the Irkutsk Aluminium Smelter (IrkAZ) with 425,000 tonnes annual capacity have confirmed their compliance with the regulatory standards of the Green Power Aluminium initiative. The Green Power Aluminium certificate emphasises the importance of using renewable energy sources (solar, hydro, wind and geothermal) in primary metal production. RUSAL obtains over 99% of its electricity for metal production from renewable sources.

14 The ASI Performance Standard is recognised as the only sustainable development standard that applies to the entire aluminium production and supply chain. The requirements of the standard cover 11 groups of criteria, including business ethics, corporate management, environmental aspects, human rights and the social aspects of business activity. The ASI Chain of Custody standard has been developed to assist aluminium companies that are ready to provide their customers and stakeholders with an independent guarantee of responsible production and supply.

Environmental policy and environmental protection objectives

Operating on five continents, producing and processing metals, mining raw materials and generating energy, RUSAL takes care of the environment and makes efforts to preserve the climate and biodiversity, considering them as both the most vital condition for doing business and its contribution to sustainable development.

In accordance with its Environmental Policy, RUSAL continues implementing production approaches that meet green economy principles, aimed at rational consumption of primary natural resources and promoting a circular economy; consistently reducing environmental impact; achieving carbon neutrality (zero balance of greenhouse gas emissions and absorption) by 2050; restoring disturbed lands and promoting biodiversity conservation.

Guided by the principles of sustainable development, RUSAL applies the following principles in all areas of activity when making management decisions:

Compliance

comply with environmental and climate legislation requirements in the countries of presence and voluntarily adopted commitments and standards in natural resource management, environmental protection and climate action.

Measurability and evaluation

establish, measure and evaluate environmental indicators, as well as conduct self-assessment of compliance with the environmental laws of the countries of presence and voluntary commitments in environmental protection.

Transparency

openly demonstrate results and plans for environmental and climate activities, including through the Company's public reporting and stakeholder discussions in regions where RUSAL operates directly.

Risk management

identify and assess environmental risks, set goals and plan the work taking into account environmental risk management issues.

Expertise

train employees, suppliers and contractors of the Company in environmental and climatic factors and risks related to their field of activity to better understand their capabilities and responsibilities, as well as consequences for the environment in case of violation of these requirements.

Prevention

use the best available technologies and techniques to prevent pollution, to minimise the risks of environmental accidents and other adverse environmental impact factors.

Partnership

establish environmental and climate requirements when selecting suppliers and contractors and then assist them in meeting these requirements.

The main vectors for implementing the Environmental Policy:

Reasonable consumption of primary natural resources (resource efficiency) and the promotion of a circular economy.

A consistent reduction of the environmental impact through cutting off air pollutant emissions, waste water discharges, safe treatment of post-industrial waste, as well as the elimination of resistant organic matters, ozone-depleting substances and other hazardous chemicals.

Achievement of carbon neutrality (a zero balance of greenhouse gas emissions and absorptions) by 2050.

Rehabilitation of disturbed lands and the promotion of biodiversity conservation.

In following its Environmental Policy and committing to regularly update its provisions, the Group aims to continuously develop and improve its environmental management system and steadfastly adhere to the principles thereof at all RUSAL's current facilities and those under construction.

The Board and management of RUSAL ensures effective environmental management of the activities, risks and opportunities The majority of aluminium production and processing facilities are certified under the ISO 14001 Environmental Management Systems standard.

Environmental performance

Environmental payments for air pollutant emissions, discharges into water bodies and waste disposal amounted to USD11.4 million in 2022, USD10.4 million in 2023 and USD7.1[15] million in in 2024.

There were no significant environmental pollution incidents reported at any of the Group's sites or facilities during the year ended December 31, 2024.

Environmental payment

USD million

Compliance Policy

The Group has introduced and maintains an internal compliance control system aimed at compliance with regulatory requirements and effective management of compliance risks, including sanctions, corruption, conflict of interest, personal data dissemination and antitrust risks. The main elements of the system:

1. Internal regulatory control includes: Code of Ethics, Compliance Policy, Anti-Corruption Compliance Policy, Gifts and Hospitality Policy, Charity and Sponsorship Policy, Sanctions Policy, Business Partner Code, Whistleblowing Policy, Conflict of Interest Policy. These documents define the core values and basic principles of the compliance function, internal control procedures and the functioning of the compliance system components.

A new policy, the Conflict of Interest Policy, was developed in 2024 to minimise corruption risks. The Policy describes the conflict of interest management system, expands the term "Conflict of Interest", introduces a new term "Labour Dynasty", defines the functions of all units involved, describes the process of identifying and resolving conflicts of interest, including the functions and authority of Conflict Commissions, a new collegial body for resolving conflicts of interest. In addition, the Regulations on the Compliance System Functioning and the Regulations on the Compliance Directorate were revised and updated in 2024. The purpose of the update is to keep the documents in line with the changing approaches to compliance risk management.

2. The risk assessment system enables analysing the causes, sources, possible damage and probability of risk occurrence, as well as developing risk mitigation measures.

The implemented compliance procedures are highly automated and contribute to the identification, mitigation or prevention of compliance risks at the operational and management levels of the Company's operations. All counterparties are subject to the compliance accreditation procedure, and all the Company's transactions are monitored in terms of key compliance risk factors through the electronic document management system.

The automated system for the control of goods for which turnover is restricted by various export and import control measures was put into industrial operation in 2024. The list of goods subject to any restrictions is constantly updated. When an item from the list is identified, the transaction is automatically sent to the Compliance Directorate for verification. This results in increased transparency in compliance control and minimisation of the human factor during contract audits for sanctions risks.

The sanctions information exchange system used by the Company ensures that the employees are promptly informed of new sanctions and restrictions, and that they can provide feedback on the estimated impact and significance of the corresponding risks at the level of production facilities and divisions for timely management action.

3. The Compliance Directorate regularly organises training and communications, both face-to-face and online, to ensure that policies and procedures are readily available and that the Company's employees at all levels are well-informed. In 2024, special attention was paid to sanctions and corruption risks. Training was provided to the managers and specialists of the Aluminium and Alumina Division, 11 directorates of the Company, specialists of the Group's commercial units, foreign counterparties, employees of the Group's new production facilities, as well as the quarterly training of local compliance officers. Online training on the Gifts Policy was introduced for all employees of the Company in 2024, and the online anti-corruption compliance training was updated.

Additionally, an article on the Gifts Policy was published in the corporate media to inform all employees about the Policy.

4. The SignAL Helpline provides information on possible violations, including corruption and conflict of interest, on a 24/7 confidential basis. Every report received is followed up with checks, investigations and measures to prevent similar incidents.

5. The Group's compliance system is subject to continuous internal monitoring by the Compliance Business Unit. Based on the results of this procedure, continuous improvements are made to optimise the compliance function. For example, based on the results of the internal monitoring, new control measures were introduced in 2024 to minimise sanctions risks. In addition, the Company conducts internal and external audits annually to analyse the effectiveness of its compliance system. In 2024, the Company confirmed its certification in conformance with the international standard ISO 37301:2021. In addition, in 2024 the Company underwent an audit for compliance with the provisions of the international standard ISO 37001:2016 "Anti-bribery management systems – Requirements with guidance for use" of the Anti-Corruption Rating of Russian Business. According to the results of the audit, UC RUSAL IPJSC was assigned a rating class AAA+, which corresponds to the maximum level of anti-corruption.

The Company has an internal Compliance Committee and a Compliance Committee under the Board of Directors. The results of monitoring and reports on the compliance system efficiency are regularly compiled and delivered to the management bodies.

Compliance Committee

The Compliance Committee was established to develop the Company's system for managing compliance with applicable regulatory requirements and obligations, to improve control over compliance risks and maintain the corresponding business processes and procedures, to develop the Company's vision and approach regarding material aspects of the Group's operations with the aim of eliminating compliance risks, as well as coordinating and assessing the efficiency of the compliance system.

Composition of the Compliance Committee:

- Christopher Burnham (Committee Chairman, Independent Non-Executive Director);
- Kevin Parker (Independent Non-Executive Director);
- Bernard Zonneveld (Independent Non-Executive Director).

The Compliance Committee convened for two sessions in 2024 to review the matters related to the development of the compliance system, the performance of the Compliance Business Unit, as well as to provide guidelines on strengthening the role of compliance procedures in the Group's operations.

15 The assessment of environmental payments for 2024 is preliminary, as the deadline for submitting a declaration on payments for negative environmental impact in the Russian Federation is March 10, 2024 (clause 8 of Article 16.4, Federal Law No. 7-FZ "On Environmental Protection").

<2.2 tonnes of CO_2-eq.

Carbon footprint per tonne of metal

Scope 1 (direct operational emissions) and Scope 2 (indirect energy emissions), based on 2024 data

53%

overall reduction in direct greenhouse gas emissions

Climate Goals

RUSAL adopted its first climate targets in 2007 as part of its "Strategy for a Secure Future" and through consistent work towards achieving them, has achieved a 53% reduction overall in direct greenhouse gas emissions from its aluminium smelters.

In the year the Paris Climate Agreement was signed (2015), the Company set new climate targets for 2025, including purchasing at least 95% of the electricity for aluminium smelters from hydroelectric and other carbon-free generation sources. By 2022, over 99% of the electricity used for aluminium production came from carbon-free or low-carbon renewable energy sources (primarily hydropower).

More than 10 years of greenhouse gas emissions reduction efforts enabled the Group to launch its own low-carbon aluminium brand globally in 2017 under the ALLOW trademark (emitting less than 2.2 tonnes of CO_2-eq. per tonne of metal[16], which is 4-5 times lower than the industry average). The carbon footprint of ALLOW branded aluminium undergoes an annual independent audit and is traceable to specific aluminium smelters. Between 2017 and 2022, independent audits were conducted by reliable international organisations.

Since 2017, the Group has applied its internal carbon price when evaluating all new projects.

In November 2023, RUSAL's Board of Directors approved climate targets aimed at decarbonisation. By 2035, RUSAL aims to reduce specific greenhouse gas emissions from all production facilities under Scope 1 and 2 by at least 23%, and by 2050, by at least 47% (per tonne of metal, compared to 2018, excluding carbon offsets).

16 Scope 1 (direct operational emissions) and Scope 2 (indirect energy emissions), based on 2024 data.

Social Investments and Charity

Making a significant contribution to the achievement of RUSAL's long-term sustainable business development goals, as well as UN Sustainable Development Goal (SDG) 11: Sustainable Cities and Communities and Russia's National Goals such as Population Conservation, Human Health and Well-being, Opportunities for Self-Realisation and Talent Development, Comfortable and Safe Living Environment, the Company's social investments were implemented in 2024 as part of one of the 12 key projects in RUSAL's Sustainable Development Strategy 2035, namely, RUSAL's Sustainable Cities.

The Group's social investments are primarily focussed on achieving a social effect associated with the development and emergence of new infrastructure, services and opportunities that make cities more attractive to people, and are also directed towards supporting and creating organisations and enterprises that contribute professionally to the integrated social and economic development of territories with stakeholder involvement.

Thanks to RUSAL's Sustainable Cities Index methodology developed in 2023, the Group has developed and implemented a unified approach to identifying priority social development areas in the Group's territories of responsibility most in need of social investment. For the more than 20 cities, districts and settlements included in the Index, priority areas for social investments in 2024-2026 were identified, considering employee opinions and needs, current social investments in the territory, plans to upgrade production facilities and develop production, and opportunities for the Company to influence problem-solving in this area.

In 2024, the Company implemented the following significant social programmes under the RUSAL Sustainable Cities Transformation Project in the areas of Values, Environment and Potential development in the territories of its responsibility:

1. Values

(programmes aimed at increasing trust, social solidarity, intensifying public and volunteer initiatives, developing responsible and conscious consumption):

A programme for the development of the corporate and city-wide volunteer movement "Helping Is Easy"

The programme is aimed at increasing employee involvement in addressing social and environmental issues in RUSAL and En+'s cities of responsibility through participation in volunteer events and the implementation of their own projects. The programme provides for the formation of an active corporate volunteer community at the Group's facilities, the organisation of urban volunteer and charity events, support for employee initiatives and training for all those interested in volunteering and social project design. Key components of the programme include urban environmental actions to plant greenery and clean up territories, social volunteering projects to help corporate volunteers reach out to vulnerable population groups, donor events and campaigns to join the bone marrow donor register, a grant competition for RUSAL and En+ employees, educational events (volunteering schools and forums).

In 2024, the following activities were performed under the programme:

- The interregional environmental campaign "Green Wave" brought together 2,119 corporate volunteers from 22 cities, resulting in the planting of 3,009 tree and shrub saplings.
- The corporate environmental activity "River Day" with the participation of 2,297 corporate and urban volunteers. The campaign resulted in the removal of 37 tonnes of household waste from coastal areas in 15 settlements, with 12 tonnes sent for recycling after sorting.
- A series of urban charity events: the "Energy of Our Hearts" sports festival in Achinsk, the charity Lake Baikal ice trek in Irkutsk, swaps, home gatherings and quizzes in several cities, the "Help Games" charity festival in Novokuznetsk, Bratsk, Divnogorsk and Irkutsk, the "World Jam" event in Kamensk-Uralsky and the "White Cross" charity run in Krasnoturyinsk. Events are held with the participation of RUSAL volunteers, students, active citizens and representatives of the local business community. The events included the collection of resident donations for needy individuals, regional charities and social institutions, with a total of RUB1,850,120 collected.
- The "New Year Marathon" charity event united 2,000 corporate volunteers from 27 cities, providing charitable assistance to children, adults and elderly people in 116 residential social institutions. Volunteers initiated over 1,000 events during the marathon.
- A "Volunteer Shop" section was launched on the corporate portal to motivate volunteers to participate in the programme's events. In 2024, 112 applications were received to exchange accumulated volunteer points for souvenir products from the shop.
- As part of the "Inspire and Act" project competition in 2024, RUSAL employees implemented 53 volunteer projects totalling RUB3.3 million. 3,226 people received assistance through corporate volunteer projects supporting orphans and adults in social institutions, as well as veterans of the Group's production facilities.
- In summer 2024, a new volunteer activity vector was launched in partnership with Krasnoyarsk Pillars National Park. After preliminary selection, 27 volunteers from 13 RUSAL cities equipped 350 metres of the new tourist route in the national park out of a planned 2 km.
- The "Donor Day" campaign in Moscow, Novokuznetsk, Kamensk-Uralsky, Achinsk, Krasnoyarsk and Shelekhov attracted 570 employee blood donors, with 175 more joining the bone marrow donor registry.
- As part of the Alternative Future project aimed at systemic interaction of corporate volunteers with orphans and children without parental care, 82 role-playing games were conducted in 13 social institutions with a view to providing career guidance and forming soft skills and meta-skills for successful socialisation. The programme is implemented in partnership with the Polden (Midday) Social Development Foundation. In 2024, 172 corporate volunteer game technicians and 329 teenagers participated in the programme.
- Clothing recycling collection boxes were installed in Moscow, Novokuznetsk, Kamensk-Uralsky, Sayanogorsk and Taishet, with monthly collections of the clothes and scraps gathered. In total, over 6 tonnes of clothes and scraps were collected in 2024 and transferred to partners for recycling and distribution to social institutions.
- Project creator Oksana Annikova, manager of the Heat Planning and Metering Department at RUSAL Kamensk-Uralsky's Production Support Directorate, won a "Talented Woman in Modern Industry" award in the category Social/Volunteer Project. The "Summer in the Reserve" project won 3rd place in the "Champions of Good Deeds" award in the Ecology category. The "Summer in the Reserve" project was shortlisted for the regional communications award "Silver Archer – Siberia".

In 2024, the following activities were performed under the programme

The interregional environmental campaign "Green Wave"

2,119 corporate volunteers from 22 cities

3,009 tree and shrub saplings were planted

A series of urban charity events: the "Energy of Our Hearts" sports festival in Achinsk, the charity Lake Baikal ice trek in Irkutsk, swaps, home gatherings and quizzes in several cities, the "Help Games" charity festival in Novokuznetsk, Bratsk, Divnogorsk and Irkutsk, the "World Jam" event in Kamensk-Uralsky and the "White Cross" charity run in Krasnoturyinsk. Events are held with the participation of RUSAL and En+ volunteers, students, active citizens and representatives of the local business community. Amounted in total donations collected:

1,850,120 RUB

The corporate environmental activity "River Day"

2,297 corporate and urban volunteers

37 tonnes of household waste from coastal areas in 15 settlements

12 tonnes sent for recycling after sorting

The "New Year Marathon" charity event

2,000 corporate volunteers from 27 cities

116 residential social institutions providing charitable assistance to children, adults and elderly people

1,000 events initiated by volunteers during the marathon

53
volunteer projects implemented by RUSAL and employees

3.3 million RUB
total spendings

3,226
people received assistance through corporate volunteer projects

In summer 2024, a new volunteer activity vector was launched in partnership with Krasnoyarsk Pillars National Park. After preliminary selection:

27
volunteers from 13 RUSAL cities

350 m
metres of the new tourist route in the national park out of a planned 2 km were equipped

The "Donor Day" campaign in Moscow, Novokuznetsk, Kamensk-Uralsky, Achinsk, Krasnoyarsk and Shelekhov

570
employees donated blood

175
employees joined the bone marrow donor registry

Clothing recycling collection boxes were installed in Moscow, Novokuznetsk, Kamensk-Uralsky, Sayanogorsk and Taishet, with monthly collections of the clothes and scraps gathered. Collected clothes and scraps were transferred to partners for recycling and distribution to social institutions.

>6 tonnes of clothes and scraps were collected

The Alternative Future project involved:

13 social institutions

172 corporate volunteer game technicians

329
teenagers

82
role-playing games were conducted with a view to providing career guidance and forming soft skills and meta-skills for successful socialisation

Oksana Annikova's achievements: victories and recognition of her environmental projects

Oksana Annikova, manager of the Heat Planning and Metering Department at RUSAL Kamensk-Uralsky's Production Support Directorate, won a "Talented Woman in Modern Industry" award in the category Social/Volunteer Project

3rd
place in the "Champions of Good Deeds" award in the Ecology category

The "Summer in the Reserve" project was shortlisted for the regional communications award "Silver Archer–Siberia".

2. Environment

(programmes aimed at creating or improving social infrastructure, enhancing the quality of urban environment and improving the environmental situation, involving local communities in decision-making on infrastructure development of territories):

"RUSAL's Sustainable Cities" grant competition for social impact projects

In 2024, the RUSAL Sustainable Cities grant competition is being held for the second time. The competition aims to support projects by non-profit organisations, social entrepreneurs, state and municipal social institutions. The main purpose of the competition is to support social initiatives and projects aimed at addressing current social issues and improving social well-being in the Company's territories of responsibility, while increasing local community engagement in territorial development.

Based on the RUSAL Cities Quality of Life and Sustainable Development Index indicators, the grant competition concept has been significantly revised: priority areas identified (education, society and decent leisure), geography expanded (to cover 17 territories of responsibility), the maximum grant increased to RUB5 million and the maximum project implementation period extended to 1.5 years.

A total of 256 project applications were received for the competition. Support was provided to 31 projects in 7 territories of responsibility. Total investment exceeded RUB98 million. The projects focus on developing additional education and pre-profile training, modernising public spaces and creating new leisure opportunities for residents. Implementation is planned up to March 2026.

"Sustainable Development of Responsibility Territories" Social Investment Programme of Production Facilities

The programme is aimed at qualitative changes in the territories to increase residents' satisfaction with the quality of social services through the implementation of agreements on social and economic cooperation between the Company's facilities and the regional and municipal authorities, as well as initiatives of the Group's facilities in response to the requests of local residents and non-profit organisations.

In 2024, RUSAL's enterprises entered into 20 agreements on social and economic cooperation with municipal and regional authorities and social institutions in 14 cities and districts for a total of RUB3.1 billion, on the basis of which more than 90 projects and activities worth over RUB584.5 million were financed. In total, taking into account the financing of projects covered by the agreements on social and economic cooperation in previous periods, RUB1.8 billion has been invested under the agreements.

In 2024, RUSAL supported over 200 new and ongoing social infrastructure development projects worth over RUB3.4 billion across 27 territories.

Implementation of the large-scale project for Construction of Combat Sports Centres continued. During the reporting period, six Combat Sports Centres opened in Achinsk, Volgograd, Divnogorsk, Krasnoturyinsk, Krasnoyarsk and Shelekhov. The Combat Sports Centre in Severouralsk is nearing completion and scheduled to open in 2025.

The Company also continued implementing the "Metallurgy" project for educational and production clusters under the federal "Professionalitet" project in three territories: Krasnoyarsk, Achinsk and Divnogorsk.

The Company has funded several large-scale projects to enhance higher education and unlock Russia's scientific and cultural potential, including programmes and infrastructure development at Lomonosov Moscow State University. Lomonosov MSU initiatives include developing new educational courses, implementing grant and scholarship programmes for top students, postgraduates and young scientists, conducting research in physics, mathematics and fundamental science, as well as constructing a new Physics Faculty building.

In 2024, large-scale projects continued, including:

- reconstruction of Gorky Park in Krasnoyarsk;
- reconstruction of a building in Taishet to accommodate a branch of the Irkutsk National Research Technical University.

Due to increased social investments and to optimise social project management, in 2024, the Company developed and implemented an "Information System for Managing Social Investments and Charity Projects" – a unified automated management accounting and project reporting system.

Starting from 2025, 100% of RUSAL's social investment projects and programmes in Russia will be entered into this Information System for management purposes.

3. Potential

(programmes focussed on building long-term competitive advantages and strengthening the resource base of our territories to make them more attractive by improving their transport accessibility, mobility and quality of educational services while developing Russia's scientific, educational and cultural potential and enhancing citizens' ability to exercise their rights at the local level):

Scholarship programme

The RUSAL and En+ scholarship programme supports talented students in secondary and higher professional educational institutions. In 2024, the number of educational institutions increased to 57, with new locations added, including in Bor village in Leningrad Region's Boksitogorsky District, in Balakhna in Nizhny Novgorod Region and in Karpinsk and Verkhniye Sergi in Sverdlovsk Region. A new "mining" vector was added (for a total of 5 vectors: "metallurgy", "energy", "mining", "pedagogy" and "medicine").

Applicants from 57 higher and professional education institutions (241 specialties/training areas) in 24 Russian cities could participate in the programme. In 2024, 803 applications were submitted, with 200 students selected as winners.

A system of material and non-material incentives developed for students under the programme provides companies with a transparent and effective mechanism for ensuring their production assets have qualified technical specialists in energy and metallurgy, mining, and that the social sector of their territories of responsibility have competent medical and teaching staff.

"School of Urban Change" programme

The programme provides urban change leaders with training in the fundamentals of social project design, corporate volunteering and urban environment development.

In 2024, the programme held 26 educational events bringing together a total of 668 participants, including five distance learning courses: Social Design, Social Entrepreneurship, Corporate Volunteering, Communities and Public Spaces and Eco Action Time.

In April 2024, Novokuznetsk hosted the Intensive Project "Creating. Implementing. Evaluating" in partnership with EVRAZ metallurgical company, bringing over 100 Novokuznetsk participants together in person. This year's intensive focussed on developing and effectively managing social impact projects and their evaluation criteria.

During the launch of RUSAL's Sustainable Cities grant competition, the School of Urban Change's educational programme for potential grant applicants gathered over 300 participants from 21 Russian cities. Webinars for 2023 and 2024 grantees were held throughout 2024: "Project Management", "Project Information Support", "Mistakes as Growth Points" and "Productive Project Management: Project Team and Involved Participants".

Occupational safety and industrial safety policy

RUSAL's workplace safety activities are governed by three management systems based on our Work Safety Policy and Industrial and Fire Safety Policy Statement:

- Work Safety Management System;
- Industrial Safety Management System;
- Fire Safety Management System.

Management systems for workplace, industrial and fire safety are implemented at each production facility. These include risk management systems, internal system audits, emergency response plans, internal incident investigations, the development of safe work culture, staff training based on legislative and corporate requirements including corporate e-learning, as well as planning and implementing incident reduction measures and best practices.

Timely funding of preventive safety measures means we can maintain the required workplace and production safety levels while promptly identifying hazards and developing procedures to improve working conditions.

RUSAL emphasises the establishment of constructive dialogue with government authorities, employees, business partners, general public, expert organisations and other stakeholders to jointly address work safety and production security issues.

Group experts participate in legislation through the Russian Union of Industrialists and Entrepreneurs' Work Safety, Industrial Safety and Environment Committee, State Duma committees, federal ministries and agencies, the Russian Chamber of Commerce and Industry, Russian Mining Industry Association and other associations and partnerships.

Generally accepted work, industrial and fire safety management systems are based on compliance with the international standard ISO45001-2018. Compliance is verified through regular audits that qualitatively and quantitatively assess key system elements, identify deficiencies and develop effective corrective risk management measures to prevent workplace injuries. In 2024, the Group successfully passed the URS[17] recertification audit, extending the corporate certificate for 3 years.

Based on 2024 data, the Lost Time Injury Frequency Rate (LTIFR) per 200,000 man-hours worked is about 0.15, which is the same as in 2023 (0.15), and does not exceed the global average for the aluminium industry (0.26 according to 2023 data from the International Aluminium Institute). At the same time, 9 fatal accidents occurred in 2024.

17 The United Registrar of Systems Ltd. (URS Certification) is an internationally accredited registrar and classification society.

On 22 September 2022, the Company's Board of Directors adopted a corporate Work Safety and Industrial Safety Strategy. According to the Strategy, the Group has set the following goals to be achieved by 2030:

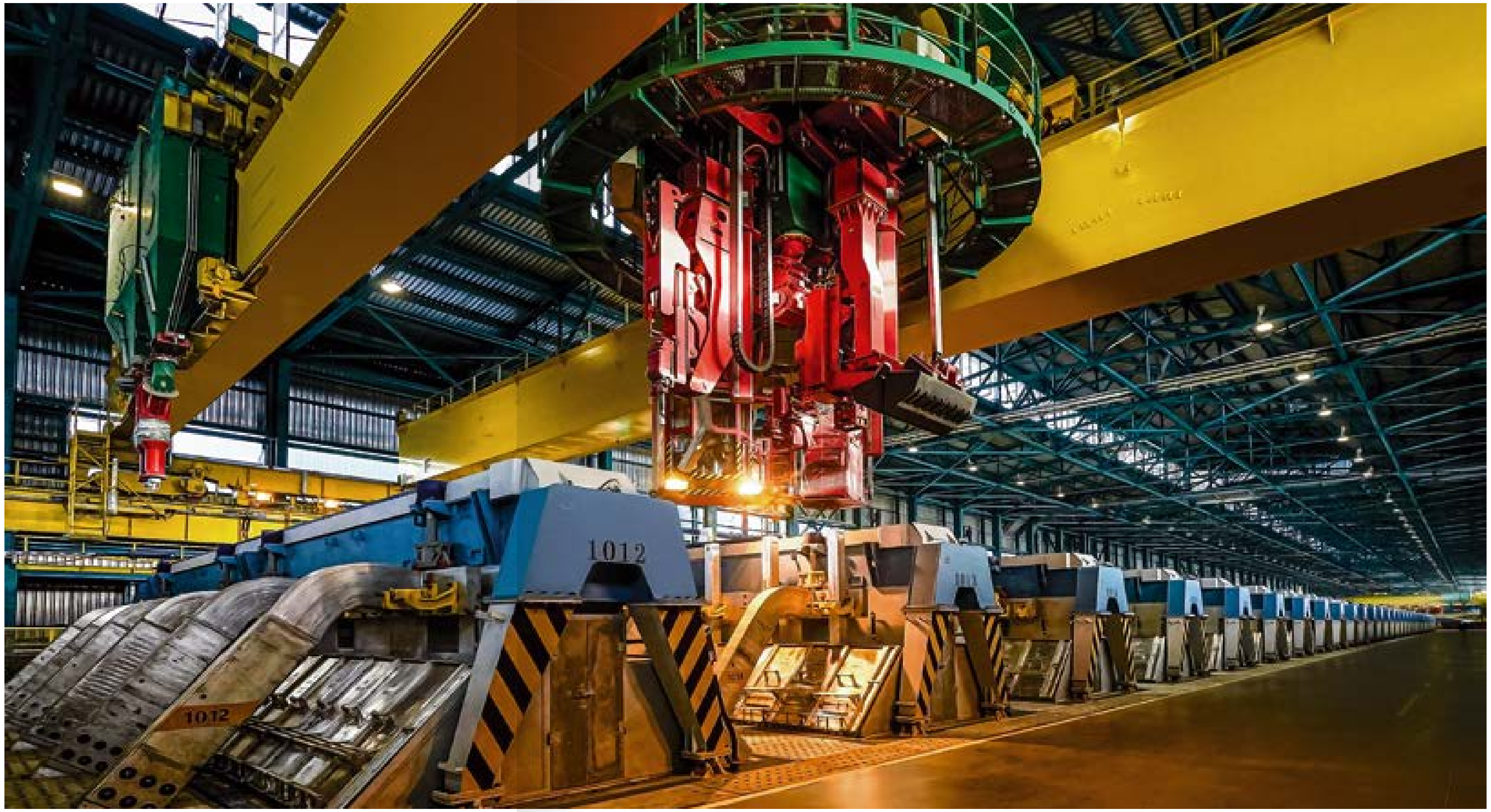
0
zero fatal injuries;

2-fold
reduction in the number of cases of injuries with loss of working capacity, as well as significant fires and incidents (compared to 2021)

Innovations and Scientific Projects

07

Innovations and Scientific Projects



A new superpower, energy-efficient pots

The Group is actively developing environment-friendly and energy-efficient pots. Heavy-duty RA-550 pots are successfully operating in the pilot potroom of the Sayanogorsk Aluminium Smelter (SAZ) with high energy efficiency (power consumption less than 12,800 kW/h per tonne), productivity (current efficiency – more than 95%), and environmental performance (fluorine emissions under 0.15 kg per tonne). Several expert reviews conducted have confirmed a long pot life. For the digital transformation of the control systems, tests have been conducted and automated process-control tools have been implemented, including a Big Data-based autonomous parameter control system, a dynamic digital process twin (Virtual Pot) and others.

The unique design solutions for the busbar and cathode bring high process stability at ultra-high amperage. Additional work has been carried out on design solutions aimed at reducing the cost of construction, including the use of unshaped carbon materials in the lining instead of aluminium silicate materials while ensuring the high environmental performance and overhaul efficiency of the pots (reducing the cost of cathode refractory materials by 40%-60%, increasing cathode lining works productivity by 50% and reducing labour costs for cathode refractory lining by 75%-80%). A copper recovery technology using used collector bars after the shutdown of the RA-550 pots for a pot rebuild, with a recovery rate of ~ 63%, has also been implemented. This technical solution allows ferrous and non-ferrous scrap metal to be recycled separately.

In our ongoing development of heavy-duty pots to build new capacities with low CAPEX and OPEX and the best environmental performance, RUSAL ETC has developed the RA-800+ technology, which is based on a fundamentally new innovative busbar design that provides effective compensation of the magnetic field. Using the RA-800+ technology results in a 10-12% reduction in the specific capital expenditure versus RA-550.

All the successful testing of the RA-550 pot project's technical solutions is being extended to the pots that the Group is operating in Sayanogorsk, Krasnoyarsk and Irkutsk. Designs for energy-efficient and environmentally friendly superstructures have been tested and are being implemented, which has not only allowed power consumption to be reduced by 500-900 kWh per tonne of aluminium but also to improve the efficiency of gas treatment with a 30% reduction in emissions into potroom air.

The programme to convert the existing pots to low-cost, energy-efficient designs and allow environmentally friendly linings using unshaped carbon materials to later be recycled is ongoing. Currently, more than 5,295 (78% of RUSAL's total pots) have already been converted to the energy-efficient design, and more than 4,600 pots have been fitted with the environment-friendly lining made of unshaped carbon materials. On these pots, both the positive environmental effect of using the lining, as the spent lining does not end up in landfills, and the economic efficiency of pot installation works during pot rebuilds have been confirmed.

The development and industrial testing of a fundamentally new technology, an ultra-energy efficient, drained cathode pot with a reduction in power consumption of up to 2,000 kWh/t relative to the best values achieved worldwide is in progress. In 2024, the prototype of the drained cathode OA-120 pot was launched at KrAZ, and operational practices are being developed. The development of novel aluminium-wetted carbon-based materials for the manufacture of cathode blocks has been completed. Industrial-sized cathode blocks have been produced, and the required wetting behaviour and other characteristics have been confirmed. The design of the drained cathode pot has been developed, and in 2025, it is planned to launch a pot for testing with a power consumption of less than 11,500 kWh per tonne of aluminium and a 70% reduction in work-in-progress metal.

Environmental approach

To achieve the best environmental performance in the aluminium industry and reduce our carbon footprint, testing of promising pot designs with inert anodes and a zero carbon footprint continues at KrAZ's pilot site. In addition to the ultra-low carbon footprint, the pots have achieved unique aluminium grades – the ultra-low content of heavy metal impurities (compared to typical aluminium reduction with carbon anodes) makes it possible to produce an ideal material for high conductors. Previously, such purity could only be achieved through the deeper processing of aluminium in high-purity aluminium pots.

Plans are being considered to scale up aluminium production under the ALLOW Inerta brand.

At the Krasnoyarsk Aluminium Smelter (KrAZ), which has successfully transitioned to the Green Soderberg technology, new environmental solutions are being implemented, including the following:

- Environmentally friendly pitches have been developed and are being implemented to dramatically reduce benz(a)pyrene emissions from Soderberg pots to "trace" the levels and bring these emissions as close as possible to the level of pre-baked anodes (pre-bake);
- Based on the solutions achieved, new technologies are being developed jointly with oil refiners (raw material producers) to produce an environmentally friendly pitch, expanding the volumes to the total of RUSAL's pitch consumption, including pre-baked anodes;
- Machine vision systems are being actively implemented. Scaling up such systems in the potrooms brings a twofold reduction in the time during which a pot is not airtight (when the hood is open);
- The use of filters with an increased gas capture surface area and improved gas purification performance is being actively developed for the gas treatment systems;
- Improved designs for gas removal systems are being introduced to burn the CO in the exhaust gases and reduce the gross emissions from the smelters;
- The technology is further being developed by improving the machine vision system that monitors the surface of the superstructures and deviations in the anode-shaping process.

The Group is continuing to install RUSAL's state-of-the-art gas treatment systems at its aluminium smelters. An innovative gas treatment system has been developed and implemented, based on the adsorption of fluorine by alumina using a unique adsorber reactor, ensuring that 100% of the captured fluorine can return to the technological process. 17 RUSAL-designed gas treatment centres are currently in operation.

RUSAL has developed and implemented its own technology for reducing the concentrations of sodium sulphates and removing sulphur from solutions used by RUSAL for effective two-stage gas treatment, to produce a commercial product – a sodosulphate mixture (SSM), which eliminates waste disposal. Currently, the lines are operating at NkAZ and KrAZ, and 2,250 tonnes of commercial products (SSM) have been shipped.

As part of efforts to create technology for the electrolytic processing of scrap into commodity aluminium, technological documentation has been developed and an experimental pot with a 3 kA cell has been launched. The solutions developed have confirmed that the cell performs well in the processing of high-silicon scrap into P1020 grade aluminium with low levels of power consumption as it can run with an anode-cathode distance of 25 mm.

Product engineering

Tests were successful with prototype wheels produced using an optimised PEFA alloy with a 50% recycled content (post-consumer scrap) to reduce the carbon footprint of the products. The tests showed that the wheels fully comply with the standards for this type of product.

Work has continued on the development of the MaxiFlow 2.0 billets. The research showed that it was possible to expand the number of alloys with an increased extrusion rate (+12%) without any loss of quality for the finished products.

While developing a range of scandium-containing aluminium alloys, we completed the development of a high-strength alloy designed for the production of wheels through a hot die-forging process. The material has strength characteristics over 35% greater than the traditional 6061 alloy. Production of a pilot batch of forging for further wheel testing is planned.

The construction of a passenger catamaran using large friction-stir welded panels made of 1581 alloy has been completed. Thanks to the use of a stronger alloy, the weight of the construction components has been reduced. The positive outcome meant that these solutions could be used in a second type of passenger catamaran with a larger capacity, which is currently under construction.

Due to import substitution, the development of masterbatch pigment formulations for colouring plastics has been completed. The research led to an improved composition with better distribution in polymer systems. In addition, a masterbatch has been developed using chemical agents with food-approved chemical agents for use in food-contact plastics.

Thanks to screenings of additive manufacturing powders, products suitable for use in direct printing technologies (direct laser synthesis) have been developed, together with the technical documentation for delivery. RS-320 alloy powder has been successfully tested for printing large-scale structural elements.

The ILMiT Additive Centre continued to provide services for printing parts and prototypes for internal needs and customers. In 2024, the Centre's revenue increased by 78% from 2023 to more than RUB116 million.

Using mathematical modelling tools, the design of a new reduced radiator section with increased heat transfer parameters has been developed for Russian Radiator Company. Technology has been developed to ensure defect-free sections.

IrkAz has mastered the production of innovative aluminium-scandium wire rod, which has greater strength and vibration resistance compared to technically pure aluminium while maintaining high electrical conductivity. Such wire rod is designed as a lighter alternative to copper solutions in the production of busbars and electrical wiring.

In 2024, a design of adjustable casting moulds was developed and implemented for the production of slabs from 1XXX, 3XXX, 5XXX, 6XXX, and 8XXX series alloys of various cross-sections as per customer requirements. The new mould design will spur rapid expansion into new markets, reduce mould storage space, and provide versatility and maintainability.

The development of in-house production ensures full autonomy of supply and means any type of cast moulds can be used at the Company's smelters and those of its external customers.

In 2024, RUSAL ETC's own industrial master alloy production facility successfully satisfied the demand of RUSAL aluminium smelters for AlMn60 and AlSr10 master alloys. We have validated a number of master alloys with third-party customers and continue to increase the volume of supplies.

Innovations and research projects in alumina production

The Company has implemented several projects to boost the efficiency of its existing alumina refineries. Prototypes have been introduced for projects to reduce the consumption of raw materials, other materials, energy consumption, and CO_2 emissions:

- The modernisation of the evaporation battery at JSC RUSAL Achinsk has been completed. An increase in production capacity of ~24% and a reduction in steam consumption of ~30% were achieved. Replication of the results for two more evaporation batteries will save an extra ~47.8 thousand Gcal/year in heat energy consumption.
- A pilot industrial scheme for the removal of soda-sulphate mixture from circulating solutions was created using new equipment – a belt vacuum filter not previously used in alumina production. This scheme was implemented in the entire process flow of the sintering area of JSC RUSAL Krasnoturyinsk. Industrial tests were carried out and the design parameters were achieved for the reduction of solids in the filtrate by 40%, and a reduction of cake moisture from 12% to 9%. Implementation of these solutions during the reconstruction of the whole red soda extraction area at the hydrochemical plant will reduce the consumption of steam by 26.2 thousand Gcal/year, bauxite by 13.5 thousand tonnes/year, and increase alumina output by ~25 thousand tonnes/year.
- JSC RUSAL Krasnoturyinsk has implemented a new scheme for classifying raw slurry in the wet milling area (30% of the plant's flow). When replicated across the entire flow, a reduction in power consumption of 1.2 million kW/year is expected.
- To reduce the "parasitic" dust flow in the sintering kilns at JSC RUSAL Kamensk-Uralsky, a technology for sinter dust pelletising has been developed and introduced. The sintering kiln capacity has been increased to 28.4 tonnes of sinter per hour (+15%). A reduction in fuel consumption by 4.1 kg.eq.f./tonne of sinter (-2.5%) has been achieved. This positive result will be considered as a prototype for solving similar problems in the sintering processes at other refineries.
- The use of computational fluid dynamics (CFD) methods has allowed us to expand the range of problems that can be solved significantly. As such, the vapour-liquid mixture flow in the evaporator at JSC RUSAL Kamensk-Uralsky has been optimised. Based on the results of the tests carried out on the modernised design, the durability was 13 months, exceeding the project target. At the 10th precipitation area at JSC RUSAL Kamensk-Uralsky, tests of a newly designed mixing airlift developed using CFD modelling were completed. Compressed air consumption was reduced by 35%, heat removal was increased, and material deposits in the vessel cone were eliminated. A simple solution, a change in the shape of the airlift body from cylindrical to conical, provides impressive energy savings when replicated for the rest of the vessels, about 1,043.9 thousand m^3/h.
- A coordinated measurement system has been developed for autoclave bauxite digestion batteries. With its help, the digital twin of the autoclave battery is adjusted to the current parameters by which the equipment is operating and is able to provide information on the thermophysical characteristics of any element in the autoclave battery. In 2025, JSC RUSAL Kamensk-Uralsky will start testing it. If the tests are successful, the principle of coordinated measurements and the algorithms developed can be replicated for the rest of the autoclave batteries.

The development of innovative technology to boost the productivity of green liquors is ongoing. One process stage of this new technology will completely replace metal-intensive process stages of thickening and washing red mud and, partially, (~ 50%) the process stage of security filtration of green liquor. The prototype is being finalised at UAZ: the main equipment has been delivered in full, and installation works are being carried out (work on reinforced concrete structures has been completed, installation of steel structures is being assembled). The prototype will handle 7% of the plant flow. Implementing the technology for 100% of the flow will reduce bauxite consumption by 23 kg/t Al_2O_3, alkalis by 17.0 kg/t Al_2O_3, and heat by 0.11 Gcal/t Al_2O_3, and achieve a waste-mud moisture content level of 26-28%, which opens the prospect of organising a more environmentally friendly form of dry storage.

In a laboratory setting, we have identified the technological parameters that make it possible to obtain potassium sulphate with a neutral pH, i.e., meeting the requirements for producing premium grades of potassium sulphate from JSC RUSAL Achinsk's by-products. A preliminary modification of the existing process flow and instrumentation scheme has been proposed. The results obtained in the laboratory make it possible to proceed to test the process modes identified at the AGK site to see how the initial data aligns with the technological regulations and financial economic model and to develop prototypes of potassium sulphate with improved consumer properties in order to transfer them to consumers for testing.

Upgrade and Development

The Group continues to invest in its core growth areas:

1. environmental upgrading;
2. enhancing raw material self-sufficiency;
3. cutting costs and boosting production efficiency;
4. developing new product types that the market demands.

Environmental modernisation of aluminium smelters

Regarding the Company's environmental upgrade strategy, positive conclusions have been received from the Main State Expert Review Board of Russia on the environmental modernisation projects at the Krasnoyarsk and Bratsk aluminium smelters. Construction and installation works are being actively carried out. The main process equipment has been contracted.

As part of the Environmental Modernisation Project, RUSAL is implementing a unique, zero-waste technology for emissions treatment and the transfer of fluorinated alumina for the production of primary aluminium with high-amperage technologies. The technology will have two stages of gas treatment ("dry" + "wet"), including the removal of fluorine and sulphur compounds. Since 2024, the construction and assembly works for the Gas Treatment Centre (GTC) have been underway, the design of the GTC has been optimised, and the metal intensity has been reduced.

In implementing the project, the Company uses equipment of its own design: RA 550 kA pots, pot tending crane loading units for the RA-550, "Dry" and "Wet" gas treatment units, a centralised alumina distribution system, and automated control systems for the environmental modernisation of BrAZ and KrAZ, thus ensuring for the first time the Company's technological sovereignty over its own technologies and projects.

The Novokuznetsk Aluminium Smelter completed work to expand its pilot site up to 50 RA-167 pots with pre-baked anodes. As such, the production facility will be testing the technology in order to convert the entire smelter to a modern energy-saving process.

Self-Sufficiency in Raw Materials

In order to ensure the raw material security of the Siberian aluminium smelters with the supply of high-quality in-house pre-baked anodes, and to reduce the cost of primary aluminium, the construction of new plants for the production of pre-baked anodes is seen as a priority area of development. Implementation of the key investment project for the construction of the Taishet Anode Factory (Stage 2 of the TAF-1 construction project) continues (which envisages the production of about 400 thousand tonnes of pre-baked anodes per year).

Civil and installation works at the anode baking area have been completed. Anode baking furnace No. 2 with the associated process cycle and infrastructure facilities has been commissioned.

The installation of key process equipment has been completed and the civil and installation works are being finalised at the coke calcination and green anode production facilities. The launch of production in these areas is predicted for mid-2025, with a subsequent ramp-up to the design parameters.

Reduction of Costs and Growth in Production Efficiency

A comprehensive programme to deploy the Green Soderberg production process across the Group's aluminium smelters is ongoing:

- All pots with self-baking Soderberg anodes at KrAZ have been switched to the new technology;
- Modernisation was launched in 14 potrooms at BrAZ (148 pots will be modernised in 2024);
- The potrooms at Irkutsk, Novokuznetsk and Volgograd Aluminium Smelters have transitioned to the large-scale implementation of advanced technology. In 2024, 42 pots were modernised at IrkAZ, 12 pots at NKAZ and 13 pots at VgAZ;
- As of 2024, approximately 86% of pots with self-baking Soderberg anodes have been converted to the Green Soderberg technology.

The Green Soderberg process reduces emissions into the atmosphere to levels compliant with environmental regulations, while reducing the consumption of electricity, significantly cutting the amount of work, and increasing the service life of the pots.

In 2024, the Bratsk, Krasnoyarsk, and Sayanogorsk aluminium smelters designed, built, and commissioned aluminium recovery facilities to process the Company's entire volume of aluminium-containing slag. This has made it possible to switch to zero-waste technology in the casthouses.

For silicon production, an indirect heating device, which has no analogue anywhere in the world, has been developed and put into pilot operation for OTF-4 at JSC KREMNY, where the heat source is a low-temperature plasma with a temperature of up to 5,000 °C, and the heating body is a plasmatron graphitised electrode.

In order to optimise process modes, and reduce power and electrode consumption, a new in-house control algorithm was developed and implemented at all ore-thermal furnaces at JSC KREMNY. Electrode savings when switching to the new algorithm reach up to 10%.

For operation in aggressive, high-temperature (up to 1,750°C) conditions when working with molten silicon, fire-resistant concrete has been developed, consisting of more than 90% of components produced by the Company.

Automation and the Development of AI Technologies

In order to optimise process modes, and reduce power and raw material (alumina, anode paste, fluorides) consumption, the Company is implementing a long-term programme to upgrade the automated process control systems (APCS) for its aluminium smelters' reduction plants. In 2024, the implementation of the latest version of the CAAT automated control system was completed in 3 potrooms at PJSC RUSAL Bratsk.

As part of the import substitution strategy for the ACSP:

- A pilot site is being organised at the SAZ experimental potroom to carry out resource tests of control cabinets based on the Russian platform for controlling RA-550 pots: the detailed design and software have been developed and the equipment is being supplied. Testing will commence in Q2 2025.
- For the first 6 projects to replace the automated control systems at the Aluminium and Alumina Divisions, which were opened in Q4 2023, detailed design and software have been developed and the equipment is being supplied.
- In 2024, new activities to replace the automated process control systems at 20 sites of the Aluminium and Alumina Division will be launched – the development of the detailed design has been completed.

The use of artificial intelligence in technology and production management is constantly evolving:

- In 2024, the digital environmental monitoring system "Video Analytics of Pots Sealing" was implemented in 4 potrooms at KrAZ. Replication across the Company's other aluminium smelters is ongoing – a detailed design and software have been developed and equipment is being delivered and installed at 20 potrooms. At the end of 2023, the project won the national award Artificial Intelligence Leaders for its contribution to the development of artificial intelligence technologies;
- In order to increase shipments of aluminium in containers, KrAZ implemented a pilot project named "Virtual Container Warehouse". The technology consists of creating a digital twin of the storage terminal, in which the location and numbers of the containers in the storage terminal waiting to be loaded with aluminium are captured with the help of container recognition using machine vision and the use of high-precision positioning. The system reduces the time it takes to find a container to a few minutes. In 2024, the project won the COMNEWS AWARDS 2024 contest for IT market leaders in the category Best Digital Logistics Solution in Metallurgy;
- Implementation of the project Automatic Microstructure Analysis of 6xxx Series Billets has allowed the laboratory to significantly accelerate the analysis of the key parameters of billet microstructure, reducing the period of analysis by at least 4 times, and providing high accuracy and repeatability of results. The system automatically assesses microstructure quality and eliminates the influence of the human factor on the analysis results thanks to the use of computer vision technologies and neural network models. This helps to increase production efficiency, reduce costs, and improve the quality of the final products. In 2024, the project was among the top 10 finalists of the national award Artificial Intelligence Leaders for its contribution to the development of artificial intelligence technologies;
- The "Virtual Pot" model has been developed and integrated into the control loop of the automated process control system, testing on the pilot group of RA-550 pots is in progress, AI models for determining the bath composition have been developed and tested, and the module for assessing the condition of anode body has been developed and tested;
- In order to prevent consumers from filing claims and to introduce quantitative control of shipped products using computer vision and high-precision positioning technologies, the Container Loading Control System project is being implemented to monitor the movement of finished products from the moment of receipt at the warehouse to the moment of loading into containers and railcars. Test trials of the system are underway;
- The Melt Quality Management system is being tested for automatic on-line monitoring of the compliance with the control plan (CP) by the casthouse personnel, which will improve production discipline and reduce aluminium content in slag. The system makes it possible to monitor and prompt the casthouse personnel on the next steps to follow in the control plan, increasing workplace safety;
- Artificial intelligence models are being developed to monitor the aluminium reduction process using inert anodes.

Management Discussion and Analysis

08

Management Discussion and Analysis

Overview of Trends in the Aluminum Industry and Business Environment

Global aluminum demand

In 2024, the global economy continued to face inflationary pressures, high interest rates, trade wars, strong green sectors demand in China, and a slow recovery in European manufacturing, strong growth in American manufacturing. In addition, the transition to decarbonisation accelerates in 2024 amid tighter global emissions standards, growing consumer demand for sustainable products and the growing importance of environmental, social and governance (ESG) criteria.

All these facts led to an increase in demand for aluminum in 2024, which reached 72.6 million tonnes, which is 3.1% higher than the previous year. In China, aluminum consumption increased to 45.1 million tonnes in 2024, reflecting a 5.0% year-on-year growth. This rise was primarily driven by new government incentives aimed at accelerating economic development, which, in turn, positively impacted aluminum demand. In terms of aluminium demand in the rest of the World, there was a slight 0.5% year-on-year growth in 2024, reaching 27.5 million tonnes. Demand was seen in all aluminium consumption areas, but stronger demand growth was seen in construction, packaging and electricity.

The transportation industry remains the largest consumer of aluminum, accounting for 25.6% of total global consumption. Despite a 1.6% decline in overall vehicle production in 2024, aluminum consumption continued to rise, driven by the growing adoption of electric vehicles. The EV market is expanding due to stricter emissions regulations, government incentives, and advancements in battery technology. Furthermore, the development of charging infrastructure and increasing consumer demand for sustainable transportation are accelerating this growth. According to Rho Motion, a leading EV research firm, global EV sales grew by 25% in 2024, with China leading the charge as sales surged by 36% year-on-year. Plug-in hybrid electric vehicles (PHEVs) dominated China's growth, with an 81% increase, significantly outpacing battery electric vehicles (BEVs), which grew by 19%. The rising demand for range-extender electric vehicles (REEVs) played a key role in this expansion, although this technology remains relatively uncommon in Western markets

The second largest consumption sector for aluminum remains the construction industry, which accounts for 19.9% of global aluminum consumption. In China, cracks began to appear in the construction industry in 2022 as the sector struggled with reduced investment, stalled projects and weakening property markets, leading to long-term weaker aluminum demand. By 2024, the risk of deflation in China had intensified, prompting policymakers to implement measures aimed at stemming further decline in the construction sector. Despite the government's best efforts, aluminum consumption in China's construction sector fell again by 4.8%. In the World ex. China, the picture was more optimistic by the end of the year. The global construction industry showed early signs of recovery in the second half of 2024 as interest rates began to fall, easing borrowing costs and encouraging new investments. This shift helped to stabilise demand for aluminum in regions such as North America and Europe, where infrastructure renewal and sustainable building initiatives gained momentum.

Aluminium consumption in the packaging sector in 2024 amounted to 16.4% of global consumption. This growth was driven by the expansion of production capacity, the launch of new plants, and strong consumer demand. Additionally, increasing environmental awareness among consumers and stricter regulations in the EU, US, and other countries aimed at reducing plastic pollution supported the rise in aluminium use. Premium brands in cosmetics and beverages increasingly use aluminium packaging to enhance their eco-friendly and high-end image.

The electrical sector also showed strong growth in 2024. Aluminium consumption in this sector accounted for 16.3% of global consumption. According to Ember analysis published in September 2024, 593 GW of solar panels should be installed worldwide by the end of the year. This is 29% more than was installed last year, which allows for strong growth even after an 87% increase in 2023. This growth aligns with global investments in energy infrastructure, which exceeded USD2 trillion, according to the International Energy Agency (IEA). For the first time, clean energy investments – spanning renewable energy, EV infrastructure, and energy storage – were double the amount allocated to fossil fuels. China led the global clean energy investment race with USD675 billion in spending, followed by Europe (USD370 billion) and the United States (USD315 billion).

Global aluminium supply

The worldwide supply of primary aluminium was up by 2.5% year-on-year in 2024 to 72.6 million tonnes. RoW production was up by 1.0% to 29.4 million tonnes due to production restart and capacity expansions in South America and India.

Aluminium production in China increased by 3.8% year-on-year in 2024 to 43.2 million tonnes. Overall, China has almost reached exceeded its capacity ceiling at 45 million tonnes thus, it is expected to slow down aluminium production growth in 2025 and beyond. By end of 2024 China recorded around 1.8 million tonnes of net capacity increase by end of 2024 to 43.9 million tonnes of operating capacity, as a result of restart of previously closed production of 1.87 million tonnes and the commissioning of 0.43 million tonnes of new capacity. By end of 2024, China had 45.4 million tonnes of installed aluminium capacity (less illegal capacity).

China shipped out a record volume of unwrought aluminium and alloy to the RoW in 2024 as compared to the same period of last year due to strong export arbitrage for export to the RoW. China's exports of unwrought aluminium, alloy and semis rose by 17.2% year-on-year to 6.66 million tonnes in 2024. At the same time, the decision to cancel tax rebates on most of Chinese semi export stating from December 1, 2024 will further put downward pressure on Chinese semi exports to the RoW. China's imports of unwrought aluminium and alloy also rose significantly during 2024 by 25.2% year-on-year to 3.4 million tonnes. At the same time, cancelation of Chinese tax rebates on semis exports, has significantly increased negative arbitrage for import of primary metal into China. Thus, potential growth of primary metal import into China for upcoming years will depend on increasing domestic metal deficit and rising SHFE aluminium prices.

During 2H 2024, aluminium inventories in the LME after rising in high volatility in 1H were trended mostly downward until mid-December. Inventories surged by 560 thousand tonnes to 1.128 million tonnes by the end of May 2024 and returned to 635 thousand tonnes by the end of 2024. Metal held outside of LME warehouses (off-warrant reported stocks) wavered during the year and dropped by 111 thousand tonnes to 325 thousand tonnes at the end of November 2024.

Overall, regional aluminium premiums were mostly rising by end of 2024 due to recovered demand in the RoW in the second half of 2024, possible introduction of US import tariffs and China's removal of export tax rebate reduction in Chinese semis export in December potentially reducing aluminium semis supply to Asian regions in a short-term period. In December 2024, premiums rose approximately by 2.2 cent per pound for U.S. Midwest aluminium premium to ~ 23.4 cent per pound, and continue to rise in Europe amid wide contango, possibility of sanctions against Russian aluminium and risks of US import tariffs. By the end of 2024, European P1020 Duty Unpaid premium at warehouse Rotterdam stood at level of ~ USD307 per tonne. Asian premiums also rose sharply in the second half of 2024, Japanese premium rose in December to ~ USD220 per tonne amid rising premiums in other regional markets and concerns about metal shortage.

Business future developments

Geopolitical tensions, since February 2022, significantly increased volatility on the commodities and currency markets. In present circumstances any forecast or outlook made or previously made may very rapidly become irrelevant due to ongoing developments on the market and therefore the stakeholders should exercise due caution when making their analysis or decision. Management constantly evaluates the current situation and prepares forecasts taking into account different scenarios of the events and conditions development. The Group is also revising supply and sales chains, ensuring an optimal equity and debt ratio, searching for resolutions of logistic difficulties, as well as the ways to service its obligations in order to adapt the current economic changes to maintain the continuance of the Group's operations.

Aluminium Production Results

The Group's primary aluminium production volume for the year ended 31 December 2024 remained stable at 3,992 thousand tonnes compared to 3,848 thousand tonnes for the year ended 31 December 2023. The production volume increased by 3.7% due to the commissioning of all electrolysers of the first start-up complex at TAZ.

Production facility	Share		Year ended 31 December	Changes compared to the previous year
(thousand. tonnes)	(%)	2024	2023	(%)
Russia (Siberia)				
Bratsk Aluminum Smelter	100%	1,002	1,005	(0.2%)
Krasnoyarsk Aluminum Smelter	100%	1,015	1,014	0.1%
Sayanogorsk Aluminum Smelter	100%	531	538	(1.4%)
Novokuznetsk Aluminum Smelter	100%	196	204	(3.9%)
Irkutsk Aluminum Smelter	100%	423	425	(0.5%)
Khakass Aluminum Smelter	100%	307	304	0.7%
Taishet Aluminum Smelter	100%	288	112	156.5%
Russia (except Siberia)				
Kandalaksha Aluminum Smelter	100%	54	57	(5.6%)
Volgograd Aluminum Smelter	100%	68	69	(2.1%)
Nadvoitsky Aluminum Smelter	100%			
Other countries				
KUBAL (Sweden)	100%	109	119	(8.3%)
Total (RUSAL)		**3,992**	**3,848**	**3.7%**

Production

- The pot rebuild with the transition to the EcoSoderberg technology was continued at BrAZ, NkAZ, IrkAZ and VgAZ smelters. In 2024, 191 pots were converted to this technology. In total, 1,605 pots out of 2,250 have been converted to EcoSoderberg since 2015.
- In 2024, 2 dry type gas treatment centres were put into operation (1 unit at BrAZ and 1 unit at NkAZ). Since the beginning of the modernisation, 22 dry type gas treatment centres were commissioned.
- In September 2024, LLC UC RUSAL Anode Factory put into operation anode baking furnace No. 2 with a design capacity of 225 thousand tonnes of anode per year.
- In 2024, the launch of the Taishet Aluminum Smelter continued. 186 RA-400 pots were commissioned. The total number of pots as of the end of 2024 is 352 units (all pots of the first commissioning stage have been put into operation).

Energy efficiency

- In 2024, 408 energy-efficient pots of various types were put into operation at the Aluminum Division smelters.
- The implementation of energy-saving measures in 2024 made it possible to decrease the direct current energy consumption by 493 kWh per ton at the Aluminum Division smelters (except for BoAZ) compared to 2013 (the year when the projects were launched).

Digitalisation

Production management systems are being implemented as part of implementing the End-to-End Automation programme:

- Unified Automated Foundry Management System (UAFS): implementation was completed at 8 production facilities by the end of 2023 and at another production facility by the end of 2024 (9 out of 9 enterprises). The year 2025 saw development of systems as part of ongoing operation.
- Unified platform for working with production and process data (End-to-end MES functionality), implementation was completed at one production facility by the end of 2023, and another 7 production facilities were prepared for transition to trial operation by the end of 2024. Implementation at 7 production facilities and design of the platform for the last production facility are planned for 2025.

Expansion of alloy production

- IRKAZ started production of the products with recycling content
- NkAZ and VGAZ produced trial batches of billets made of the new AMg6 and 1581 alloys;
- VgAZ changed the geometric dimensions of the DC pit, which made it possible to produce billets 6000 mm long. (+4 thousand tonnes per year of production capacity);
- Testing of various products involving metal produced using inert anode technology;
- The production of series 3 alloys (including 12mm diameter wire rod) and series 4 group alloys has been mastered at the ExtruFORM mill (IrkAZ);
- In July and November 2024, two casting machines were commissioned at TaAZ, and the slab production and qualification began;
- At KrAZ, for the first time in the Company, variable geometry molds, designed by the Engineering and Technical Centre;
- KrAZ ensured shipping slabs up to 6,900 mm long in 40-foot containers.

Health & Safety

- In accordance with the plan for 2024, supervisory audits of existing health and safety management systems for compliance with the requirements of the international standard ISO 45001 by the certification body were planned at the following Aluminum Division smelters: CJSC Boguchana Aluminum Smelter, LLC RUSAL Taishet, and PJSC RUSAL Bratsk Branch in Shelekhov. The audits confirmed the compliance with the ISO 45001 requirements at all three smelters. In 2025, certification is planned at 2 more Aluminum Division smelters.

Ecology

- In 2024, the Company continued the global transformation of aluminum smelters in Siberia, which provides for creating new production facilities operating using baked anode technology and equipped with modern and environmentally friendly pots RA-550, RA-300 and RA-167 designed in-house by RUSAL. The project is planned to be implemented within 10 years. In 2024, the Main State Expertise and the State Environmental Expertise agencies issued positive conclusions on the design documentation of RUSAL Krasnoyarsk and RUSAL Bratsk. Construction permits were granted for the main production facilities. Notifications of the start of work were submitted to the Rosprirodnadzor and Rostekhnadzor bodies. The construction of the main process production facilities is underway (potroom buildings, gas treatment centres, indoor switchgear/front building, anode rodding area, and necessary utility systems).
- BrAZ, KrAZ and NkAZ keep on implementing activities as part of the Clean Air federal project, including the construction of dry scrubber systems, the introduction of CCTV monitoring in potrooms, and the transition to EcoSoderberg and other technologies.
- Following the audits conducted in 2024 by an independent certification body, the current environmental management system at the Aluminum Division smelters was recognised as compliant with the requirements of the ISO 14001-2015 standard.
- In 2024, all Aluminum Division smelters, related to category I facilities that have a negative impact on the environment, received a comprehensive environmental permit.

Alumina Production Results

RUSAL's total alumina production is 5,133 thousand tonnes in 2023 and 6,430 thousand tonnes in 2024. The 25.3% increase in production volume was caused by the acquisition of a 30% share in China Hebei Wenfeng New Material Co., ltd.

Calculated based on the pro rata share of the Company's (and its subsidiaries') ownership in corresponding alumina refineries.

Asset	Holding		Year ended on December 31	Change year-on-year
(kt)	(%)	2024	2023	(%)
Ireland				
Aughinish Alumina Refinery	100%	1,740	1,383	25.8%
Jamaica				
Windalco	100%	435	456	(4.5%)
China				
Wenfeng	30%	1,075	0	100%
Italy				
Eurallumina	100%	–	–	–
Russia				
Bogoslovsky Alumina Refinery	100%	977	988	(1.0%)
Achinsk Alumina Refinery	100%	701	872	(19.6%)
Ural Alumina Refinery	100%	920	918	0.2%
Boksitogorsk Alumina Refinery	100%	–	–	–
PGLZ Alumina Refinery	100%	243	244	(0.2%)
Guinea				
Friguia Bauxite and Alumina Complex	100%	338	273	23.5%
Australia (JV)				
Queensland Alumina Ltd.[18]	20%	0	0	–
Total production volume		**6,430**	**5,133**	**25.3%**

18 Pro rata share of production attributable to RUSAL.

Key factors that affected the Group's production performance:

Achinsk Alumina Refinery

In 2024, sintering kilns No 11 and No 12 were taken out for repair of gas cleaning equipment. A repair programme for the withdrawn equipment was set up to restore them. A capital repair of the gas cleaning equipment of sintering kiln No 11 is being carried out to put it into operation in Q4 2025. In January 2025, the company commissioned a reconstructed cement kiln reoriented to sinter production to compensate for the shortfall in end product output.

To increase potassium sulphate output, the company reconstructed the equipment of the soda ash shop, changed the routing of some of the flows for efficient process management and added thermocouples on the circulation pipes of moulds with the output of MES (manufacturing execution system) readings. The above measures increased potassium sulphate yield from 0.116 to 0.122 t/t (per tonne of soda ash).

Bogoslovsky Alumina Refinery

The main activities aimed to maintain current production and reducing the cost of raw materials to produce end products:

- The Optimisation of Precipitation Schemes project was implemented to ensure current alumina production and efficient operation of the precipitation unit. The scheme of counter current cooling of hydrate slurry at the precipitator train No 1 was developed and implemented to reduce the final temperature of hydrate slurry from 53 to 51.6°C. The scheme of preparation and input of active inoculum at the precipitator trains No 1 was developed to increase the twist rate in the shop from 47.4% to 47.9% (together with the temperature regime). A scheme for pumping out the inoculum hydroxide from the vacuum filter to the precipitator trains No 8 and No 9 was developed and implemented.
- A cyclone calcination kiln was commissioned in 2024. This kiln allowed to decommission two existing horizontal drum-type calcining kilns (April 2024), while not reducing alumina production volumes, but reducing greenhouse gas emissions into the atmosphere and specific gas consumption per kiln.

Ural Alumina Refinery

The main activities aimed to maintain current production and reducing the cost of raw materials to produce end products:

- The efficiency of the evaporation unit was improved to efficiently utilise energy resources. For this purpose: a scheme of separate condensate drainage from buildings 1 and 2 was implemented for evaporator train No 19; condensate flash tanks of increased volume were installed in evaporator train 1; a scheme of waste heat removal from condensate of section No 3, which is used for water turnover make-up, was implemented.
- The replacement of electromagnetic stirrer reducers from Bolshevik type to 6МЦ-4, NT1024.01R (Turkish) and GUOMAO (PRC) reducers was continued to increase reliability of precipitation operation at section No 3. In 2024, 11 reducers were replaced (39 replaced between 2020 and 2024). In precipitation section No 6, a GUOMAO (PRC) reducer, an analogue of the Flender reducers used, was installed for testing.

As part of the ongoing environmental programme, work is underway to upgrade the electrostatic precipitator of sintering kiln No 3. The new ESP was installed and connection of the instrumentation and electrical part was started. Commissioning of the equipment is scheduled for Q1 2025.

Aughinish Alumina Refinery

The efficiency of the plant is currently determined by the cost of a basket of bauxite (MRN – Mineração Rio do Norte) bauxite for the reporting period) and energy consumption. To reduce energy costs in 2024, the company implemented a project to introduce an electric-powered boiler, thus reducing the environmental impact of production. The introduction of new equipment reduced carbon emissions of 108,000 tonnes in the reporting year. Moreover, a project for preheating of feed water in the boiler using energy from the organics removal zone is under implementation at the production facility. The scheme is scheduled to be commissioned in Q1 2025 and the performance of the works undertaken is to be assessed.

Friguia Bauxite and Alumina Complex

The main activities aimed to maintain current production and reducing the cost of raw materials to produce end products:

- The development of the Mangamori deposit is underway to supply the production facility with bauxite. In 2024, field tests were carried out to select processing modes for the input bauxite of this deposit.
- In the reporting period, capital repair of calcination kiln No 2 was carried out and capital repair of calcination kiln No 1 started (works to be completed in Q1 2025).
- To ensure stable supply of steam and electricity to production, boiler No 5 was put into operation after capital repair and capital repair of boiler No 2 was started with scheduled completion date in Q3 2025.

Windalco Alumina Refinery

The main activities aimed to maintain current production and reducing the cost of raw materials to produce end products:

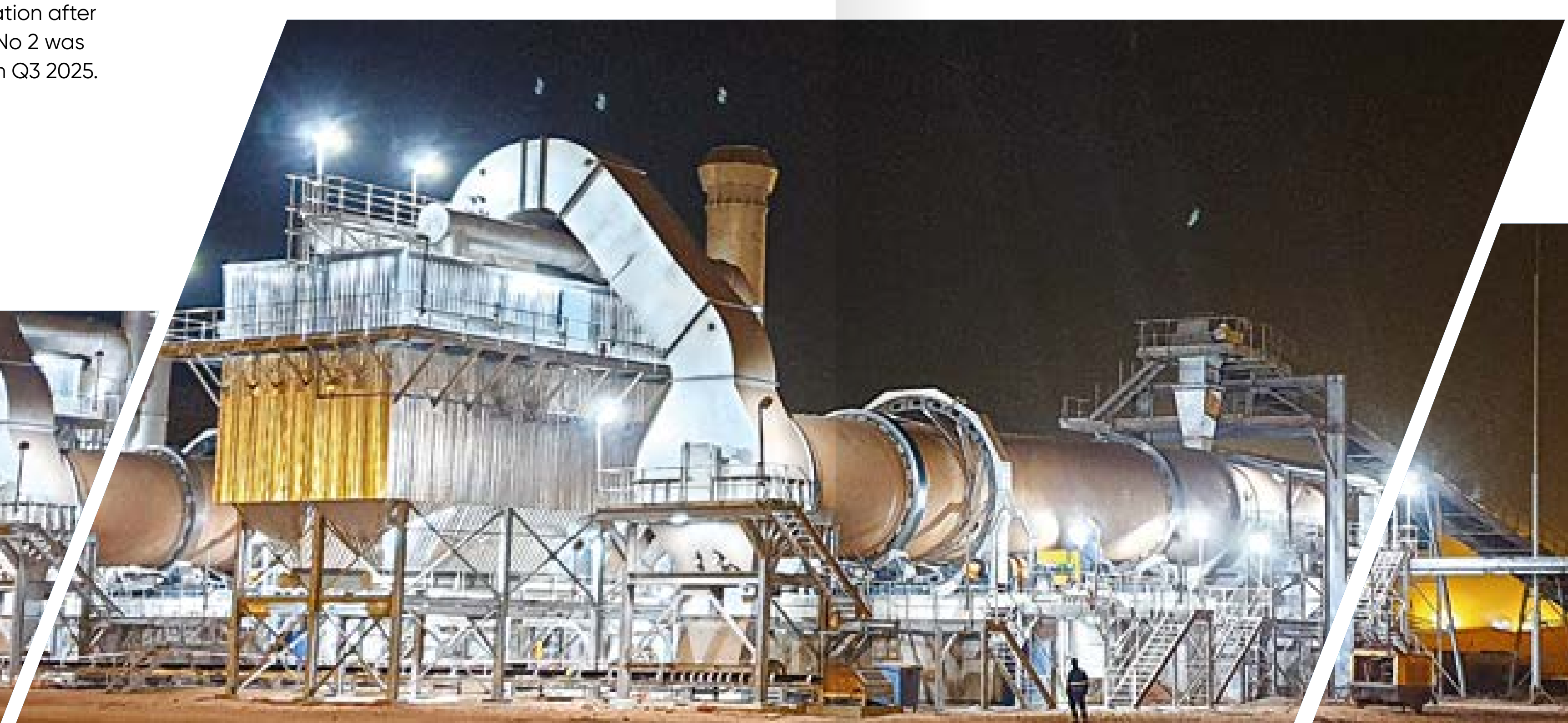
- In 2024, the commissioning of the SML-174 bauxite deposit continued and construction work was carried out on Section 1 of the road and bridge section to connect the facility to the mine.
- The scheme of operation of thickening and washing of red mud was optimised, thus allowing to increase the temperature in the 1st washing stage and to include an additional washing row No 9 into operation.
- A programme was carried out to replace and repair instrumentation and control equipment, pump fleet and a section of the wash water intake line from stages 5 and 6 to wash press filters.
- To reduce fuel oil costs for alumina production, repairs were carried out on pan filters No 1, 2 and 3; aluminium hydroxide production filter No 2; foundations of calcination kiln supports No 2 and 3.
- Three substations at the company's CHPP were replaced to ensure reliable supply of energy resources for production.

Bauxite Production Results

RUSAL's total bauxite production in 2024 is 15,885 thousand tonnes, compared to 13,376 thousand tonnes in 2023. The production volumes were mainly increased by 18.8% due to the implementation of production capacity expansion projects at CBK (Kindia) and Dian-Dian.

The table below shows the contribution from each facility.

Bauxite mines	Holding	Year ended on December 31		Change year-on-year
(thousand tonnes of wet raw materials)	(%)	2024	2023	(%)
Jamaica				
Windalco	100%	1,592	1,616	(1.5%)
Russia				
Northern Urals (SUBR)	100%	2,018	2,258	(10.6%)
Boksit Timana	100%	3,456	3,923	(11.9%)
Guinea				
Friguia	100%	1,062	837	26.9%
Kindia	100%	3,016	2,670	12.9%
Dian-Dian	100%	4,740	2,072	128.8%
Guyana				
Bauxite Company of Guyana, Inc.	90%	0	0	
Total production volume		**15,885**	**13,376**	**18.8%**



The key factors that affected the production performance of mining facilities:

SUBR

In order to increase productivity at the mines of SUBR JSC, a systematic transition from manual labour to mechanised labour is carried out. There is an increase in the share of labour mechanisation due to maximum use of self-propelled equipment in mining and sinking of mine workings. In 2024 alone, the increase in the use of self-propelled equipment in mining amounted to 29% and in sinking 23%.

The share of application of the high-performance ECSR development system (floor-chamber development system) with the use of self-propelled equipment is increasing; in 2024, the growth rate amounted to 36.9%.

Boksit Timana

Lower production volumes were affected by limited railway capacity and the lack of traction from Russian Railways.

The facility follows a steady course in the development of the Verkhne-Shugorskoe field. Preparatory activities at the North deposits are scheduled to be completed in 2026 and mining operations are expected to commence.

Windalco

The 1.5% decrease in bauxite production in 2024 from the 2023 level is caused by a pro rata decrease in ore consumption at the Ewarton alumina refinery, primarily due to emergency shutdowns and repairs to the refinery's CHP. The abnormally long and intense 2024 rainy season, Hurricane Beryl and Tropical Storm Rafael also had a negative impact on production volumes.

To ensure the production facility has the required quantity and quality of raw materials, a licence from the Jamaica Department of Mines and Geology and a permit from the state regulator NEPA to mine bauxite from the SML174 deposits was obtained in 2022. Construction of a new main ore haul road has begun to access high quality bauxite within the licence. The project also included securing the necessary approvals for the construction of the bridge from the National Road Infrastructure Regulatory Agency and the relevant agencies of the Government of Jamaica. Completion of the new ore haulage road and commencement of production from the deposits in the new SML174 licence is scheduled for Q3 2025.

Friguia

The increase in bauxite mining volumes is due to the plant's growing demand. In order to provide the plant with the required quality of raw materials, the Mangamori deposit has been developed since November 2024.

CBK

The increase in bauxite production volumes was achieved through the implementation of the CBK capacity expansion project up to 4.8 million tonnes per year, acting on the basis of the minutes of the meeting of the Alumina Business Management Committee No. 2024-01 dated 30 January 2024. Within the framework of the project a partial delivery of mining transportation equipment was made, a set of measures on reconstruction of track facilities and construction of housing stock is being carried out. Geological exploration works were carried out within Meenga Block 3.

Within the framework of the first stage of the project, it is planned to increase production volumes by 22% (from 3.0 million tonnes to 3.8 million tonnes) in 2025.

Dian-Dian

The increase in bauxite production volumes was achieved through the implementation of the Dian-Dian capacity expansion project to 8.25 million tonnes per year. As part of the project, mining and transport equipment was partially delivered and a set of measures to reconstruct track facilities is being implemented. A process line at the port (additional conveyor and replacement of the ship loader) is under construction, as well as construction of a maintenance shop, warehouses and accommodation facilities.

Under this project, increase in production volumes by 28% (from 4.7 million tonnes to 6.53 million tonnes) is expected in 2025.

BCGI

Bauxite mining in Guyana ceased at the end of 2019.

Securing the supply of high quality bauxite at adequate volumes and cost competitive prices for its alumina facilities is an important task for the Company. Additional exploratory work is being undertaken to locate new deposits of bauxite in the Group's existing operational bauxite mining areas and in new project areas. Each of the Group's mining assets is operated under one or more licences.

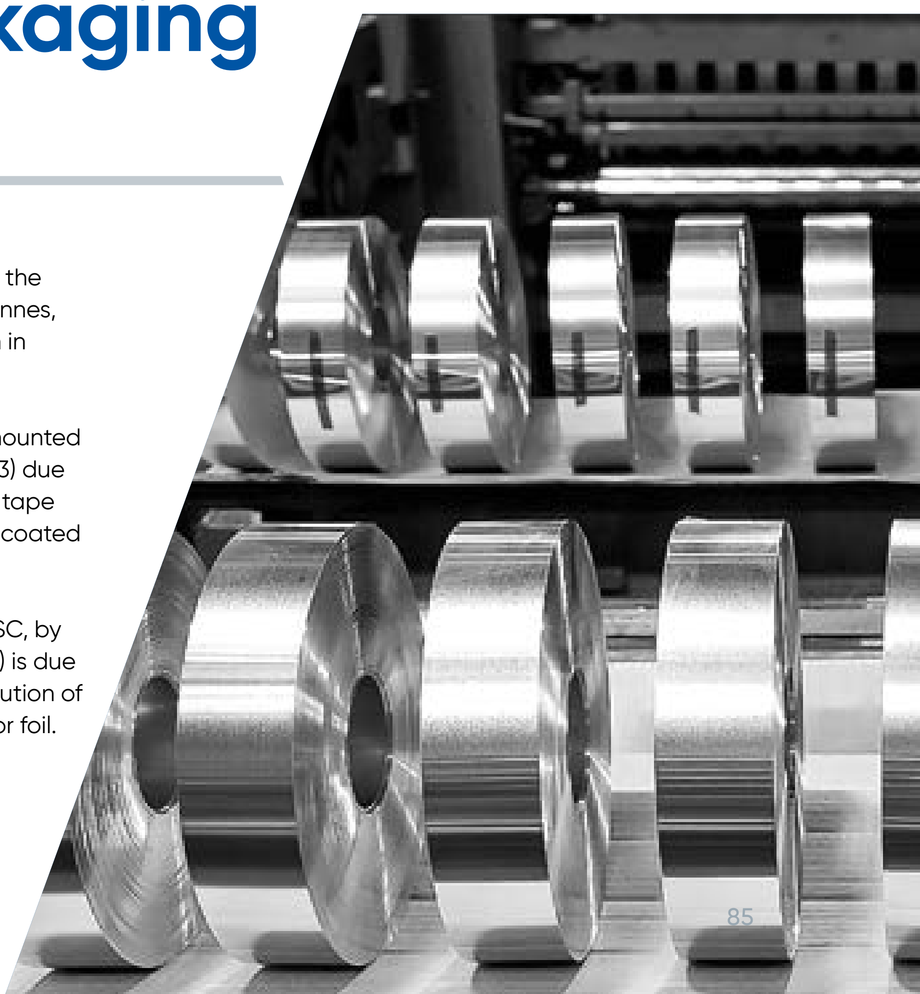
As of 31 December 2024, the Group had JORC attributable bauxite Mineral Resources of 1,845.4 million tonnes, of which 589.4 million tonnes were measured, 714.5 million tonnes were indicated and 541.5 million tonnes were inferred.

Nepheline production results

RUSAL's total nepheline syenite production in 2024 is 3,650 thousand tonnes, compared to 4,519 thousand tonnes in 2023. The 19.2% decrease in output was caused by a decrease in the demand for nepheline ore from the consumer production facility.

Nepheline mines (Achinsk)	Holding		Year ended on December 31	Change year-on-year
(thousand tonnes of wet raw materials)	(%)	2024	2023	(%)
Kiya Shaltyr Nepheline Mine	100%	3,650	4,519	(19.2%)
Total production volume		**3,650**	**4,519**	**(19.2%)**

Foil and packaging production



The volume of foil produced at the enterprises of the Downstream Division in 2024 is 97.89 thousand tonnes, which is 12.67 thousand tonnes or 11.46% less than in 2023.

The decline in output at RUSAL SAYANAL JSC amounted to 9.31 thousand tonnes (21.10% compared to 2023) due to an increase in output at the new construction tape production site and the conversion department (coated foil).

The decrease in production at RUSAL Armenal JSC, by 3.72 thousand tonnes (-13.94% compared to 2023) is due to a decrease in the share of exports and substitution of for the domestic market of the Russian Federation for foil.

Foil plants	Share of participation, %	Year ended 31 December			Change compared to previous year
(thousand tonnes)		2024	2023	Deviation	(%)
Domestic market (Russia and CIS)		74.95	81.37	(6.42)	(7.89%)
SAYANAL	100%	34.81	43.82	(9.01)	(20.56%)
including finished foil		13.23	12.29	0.94	7.65%
Ural foil	100%	26.76	23.94	2.82	11.78%
Sayana foil	100%	13.18	13.52	(0.34)	(2.51%)
ARMENAL	100%	0.20	0.09	0.11	122.22%
Export		22.94	29.19	(6.25)	(21.41%)
SAYANAL	100%	0.00	0.30	(0.30)	(100.00%)
Ural foil	100%	0.18	2.30	(2.12)	(92.17%)
ARMENAL	100%	22.76	26.59	(3.83)	(14.40%)
Total production volume		97.89	110.55	(12.67)	(11.46%)
including:					
SAYANAL	100%	34.81	44.12	(9.31)	(21.10%)
Ural foil	100%	26.94	26.24	0.7	2.67%
Sayana foil	100%	13.18	13.52	(0.34)	(2.51%)
ARMENAL	100%	22.96	26.68	(3.72)	(13.94%)

Wheel business

Production, thousand wheels	Year ended 31 December			Change compared to previous year
	2024	2023	Deviation	(%)
Aluminium wheels	3,080	2,346	734	31.3%

The alloy wheel market continued its recovery in 2024 after 2022 crisis and showed 37% of growth. The main driver was original equipment manufacturing ("**OEM**") market, where the growth was shown as 61%, whilst after-market ("**AM**") sales showed 24%.

SKAD aligned with strategy started in 2023 to strengthen its presence in major sales channels.

Nomination for the new projects of auto manufacturers and new export shipments provided increase of sales in OEM field for 58% comparing to 2023.

Maintaining of commercial terms along with the volumes and market share of SKAD brands among dealers, dynamic marketing as well constant ongoing work with store windows allowed to retain the leading market share in AM market. The share of 61% was maintained, with increasing sales for 9% to the previous year.

All abovementioned issues allowed to increase production of alloy wheels for 31.3% to the 2023 result.

Directorate for New Projects

	Year ended 31 December		Change from Previous Year
(thousand tonnes)	2024	2023	(%)
Secondary alloys	10.9	6.9	58.0%
Silicon	53.0	50.9	4.1%
Powders	24.0	28.7	(16.8%)
Coal (50%)	21,338	21,463	(0.6%)
Transport (50%) (thousand tonnes transported)	3,374	1,044	323%

Secondary alloys

The amount of slag and aluminum-containing waste that is recycled into recycled aluminum increased by 4 thousand tonnes or 58% in 2024 compared to the previous year.

Production of aluminum powders

The volume of powder production in 2024 decreased by 17.3% compared to 2023 due to the export ban. At the same time, the EBITDA received by the end of 2024 exceeded the previous year by 21% due to the sale of high-margin products and an increase in product premiums.

Silicon Production

In 2024 production volumes increased compared to 2023:

1. LLC RUSAL Silicon Ural: in 2023, until March, 3 furnaces were operated, since March 2023, the operation of ore-thermal furnace No. 4 was resumed.
2. JSC Kremniy: in the first quarter of 2023, 4 furnaces were operated, since April 3, another furnace (ore-thermal furnace No. 1) was additionally commissioned after a temporary suspension of operation.

LLC YaGRK and JSC Kriolit:

JSC Kriolit: 3 sets of documentation were delivered as part of Stage 1 of design documentation development under the agreement with MCCI for the implementation of the project "Construction of a production facility producing ALF3 through the dry process and rare alkali metals with the modernisation of LLC YaGRK at the site of JSC Kriolit".

The first and second sets of documentation were adapted by the Russian company JSC GC Rusredmet. The adaptation of the third set of documentation by the Russian company JSC GC Rusredmet and its subsequent submission for examination and receipt of a positive conclusion according to the schedule is planned for 2025.

LLC YaGRK

The process regulation for the beneficiation plant has been revised, the current condition of the buildings (the crushing areas, dry preparation area, and the main building) has been inspected, and the consolidated cost of repair, restoration and dismantling of the buildings has been calculated.

1. An agreement has been concluded with JSC Rusredmet for the development of the main technical solutions for the reconstruction of the industrial site of LLC Yaroslavsky Mining Company, specifically, the beneficiation plant, as well as the development of tailings extraction process, and the design of rare-alkali metal hydrometallurgical shop and a sulfuric acid shop. The work is to be completed by March 2025.
2. A project for the geological study of the off-balance ore dump has been developed and submitted to Rosgeolekspertiza for approval. As the deadline has been extended for adopting the Regulation on changing the boundaries of subsoil areas and the right to use subsoil under the main license was suspended, the deadlines for submitting to Rosnedra for approval the mining feasibility study and a geological report with a reserve estimate for the tailings' storage facilities have been postponed to 2025.

Processing and Sales Projects

Key objects for implementing new projects are mothballed production facilities, as well as the search, development and implementation of projects aimed at creating new production facilities in order to increase the consumption of aluminum and alloys in the mining and other industries:

LLC Bogoslovsky Cable Plant

- LLC Bogoslovsky Cable Plant is a joint venture for the production of cable and wire products in Krasnoturinsk, founded in December 2016. Since April 2017, the Bogoslovsky Cable Plant has been a resident of the priority social and development area.
- The 2024 production amounted to 1,196.4 tonnes by metal weight, and 1,230.5 tonnes were actually shipped.
- The production breakdown shows that semi-finished products accounted for 11.9% and finished products accounted for 88.1%, including self-supporting insulated wire – 59.2%, flexible wire – 9.1%, oil-submersible cable – 9%, bare wire – 1%, and power cable – 9.7%.
- Revenue from product sales amounted to RUB787.5 million, meaning the indicator increased by 21%.

RUSAL Nadvoitsy

- Based on the 2024 performance, the financial result of the production facility amounted to (+) USD3,494.6 thousand.
- In 2024, the production facility continued the planned work on leasing territories and premises for the placement of energy-intensive equipment, which reduced the industrial site maintenance costs by USD421 thousand.
- A project was implemented to increase the RUSAL Nadvoitsy capacity at the 0.4 kV voltage level from 27 to 47 MW, and two 10 MW step-down substations were built and put into operation.
- The production facility prepared the infrastructure for implementing the project to install its own mining equipment.
- In 2024, additional income was secured from servicing the 10 kV electrical equipment of tenants.
- Projects were implemented to ensure anti-terrorist security of RUSAL Nadvoitsy facilities.
- The project to improve the efficiency of the Nadvoitsy Aluminum Smelter – United State Power Plants Energy Complex was implemented, which made it possible for RUSAL Nadvoitsy not to pay the electric energy transmission fee; fluctuations in the average monthly output of the United State Power Plants do not exceed 10%; the average annual output of United State Power Plants was increased from 45 to 47 MW. The economic effect from the project amounted to RUB53.27 million.
- In 2024, work continued to ensure environmental safety in the urban-type settlement of Nadvoitsy and the Segezha district of the Republic of Karelia in terms of reducing the negative impact on the environment. The main objective is to obtain for land reclamation a land plot housing a spent lining landfill, which was previously operated by the Nadvoitsy Aluminum Smelter. An agreement was concluded with a design company, and surveys were carried out.

Coal production results

Coal production, which accounts for 50% of the Group's share in LLP Bogatyr Komir, decreased by 0.6% to 21,338 thousand tonnes in 2024 from 21,463 thousand tonnes in 2023.

Transportation results

The volume of products transported by LLP Bogatyr Trans, in which the Company has a 50% share, increased by 323% to 3,374 thousand tonnes in 2024 due to a reduction in the average duration of the flight.

Financial Overview

Revenue

	Year ended 31 December 2024			Year ended 31 December 2023		
	USD million	thousand tonnes	Average sales price (USD/tonne)	USD million	thousand tonnes	Average sales price (USD/tonne)
Sales of primary aluminium and alloys	9,726	3,859	2,520	10,129	4,153	2,439
Sales of alumina	453	888	510	340	759	448
Sales of foil and other aluminium products	585	–	–	550	–	–
Other revenue	1,318	–	–	1,194	–	–
Total revenue	**12,082**			**12,213**		

Total revenue decreased by USD131 million or by 1.1% to USD12,082 million in 2024 compared to USD12,213 million in 2023.

	Six months ended 31 December		Change half-year on half-year, % (2H to 2H)	Six months ended 30 June	Change half-year on half-year, % (2H to 1H)	Year ended 31 December		Change year-on-year, %
	2024	2023		2024		2024	2023	
	(unaudited)	(unaudited)		(unaudited)				
Sales of primary aluminium and alloys								
USD million	5,129	5,290	(3.0%)	4,597	11.6%	9,726	10,129	(4.0%)
Kt	1,980	2,218	(10.7%)	1,879	5.4%	3,859	4,153	(7.1%)
Average sales price (USD/tonne)	2,590	2,385	8.6%	2,447	5.8%	2,520	2,439	3.3%
Sales of alumina								
USD million	262	159	64.8%	191	37.2%	453	340	33.2%
Kt	470	366	28.4%	418	12.4%	888	759	17.0%
Average sales price (USD/tonne)	557	434	28.3%	457	21.9%	510	448	13.8%
Sales of foil and other aluminium products (USD million)	300	271	10.7%	285	5.3%	585	550	6.4%
Other revenue (USD million)	696	548	27.0%	622	11.9%	1,318	1,194	10.4%
Total revenue (USD million)	**6,387**	**6,268**	**1.9%**	**5,695**	**12.2%**	**12,082**	**12,213**	**(1.1%)**

Revenue from sales of primary aluminium and alloys decreased by USD403 million, or 4.0%, to USD9,726 million in 2024, as compared to USD10,129 million in 2023, primarily due to a 7.1% decrease in the sales volumes between the comparable periods, which was partially offset by a 3.3% increase in the weighted-average realised aluminium price per tonne (to an average of USD2,520 per tonne in 2024 from USD2,439 per tonne in 2023) driven by an increase in the LME aluminium price (to an average of USD2,419 per tonne in 2024 from USD2,252 per tonne in 2023).

Revenue from sales of alumina increased by 33.2% to USD453 million for the year ended 31 December 2024 from USD340 million for the year ended 31 December 2023, due to an increase in the alumina sales volume by 17.0% as well as an increase in the average sales price by a 13.8%.

Revenue from sales of foil and other aluminium products increased by USD35 million, or 6.4%, to USD585 million in 2024, as compared to USD550 million in 2023, due to an increase in revenue from sales of aluminium wheels by 36.6% between the comparable periods, which was partially offset by a 2.5% decrease in the sales of foil.

Revenue from other sales, including sales of other products, bauxite and energy services increased by 10.4% to USD1,318 million for the year ended 31 December 2024 as compared to USD1,194 million for the previous year, primarily due to an 74.2% increase in revenue from the sale of bauxite, which was partially offset by a decrease in sales of other materials (such as anode blocks by 3.2%, aluminium powder by 6.8% and soda by 19.7%), and also due to a 7.4% decrease in revenue from the sale of services (mainly a 13.6% decrease in revenue from the sale of energy services, which was caused by the weakening of the Russian rouble against the US dollar).

Cost of sales

The following table demonstrates the breakdown of the Group's cost of sales for the years ended 31 December 2024 and 2023, respectively:

	Year ended 31 December		Change year-on-year, %	Share of costs, %
(USD million)	2024	2023		
Cost of alumina	2,168	2,029	6.9%	23.4%
Cost of bauxite	280	235	19.1%	3.0%
Cost of other raw materials and other costs	2,891	3,074	(6.0%)	31.2%
Purchases of primary aluminium from joint ventures	600	656	(8.5%)	6.5%
Energy costs	2,277	2,288	(0.5%)	24.6%
Depreciation and amortisation	508	513	(1.0%)	5.5%
Personnel expenses	732	667	9.7%	7.9%
Repairs and maintenance	484	455	6.4%	5.2%
Net change in provisions for inventories	(3)	(12)	(75.0%)	0.0%
Change in finished goods	(676)	540	NA	(7.3%)
Total cost of sales	**9,261**	**10,445**	**(11.3%)**	**100.0%**

Total cost of sales decreased by USD1,184 million, or 11.3%, to USD9,261 million for the year ended 31 December 2024, as compared to USD10,445 million for the year ended 31 December 2023.

The cost of alumina increased by USD139 million, or 6.9%, to USD2,168 million in 2024 as compared to USD2,029 million in 2023 primarily due to the increase in alumina purchase price by 24.0% between the periods which was partially offset by the decrease in alumina purchase volume.

The cost of raw materials (other than alumina and bauxite) and other costs decreased by 6.0% for the year ended 31 December 2024 compared to the same period of 2023, due to a decrease in the raw materials purchase prices (prices for the raw petroleum coke by 13.7%, pitch by 7.8%, anode blocks by 15.9% and caustic soda by 8.9%).

Energy costs were almost flat between the comparable periods, as the increase in the average electricity tariff was partially offset by fluctuations in the Russian rouble exchange rate.

The finished goods mainly consist of primary aluminium and alloys (approximately 97%). The dynamic of change between the reporting periods was driven by the fluctuations of primary aluminium and alloys physical inventory between the reporting dates: a 48.8% increase in 2024 and a 27.7% decrease in 2023.

Gross profit

As a result of the foregoing factors, the Group reported a gross profit of USD2,821 million for the year ended 31 December 2024 as compared to USD1,768 million for the year ended 31 December 2023, representing gross margins over the periods of 23.3% and 14.5%, respectively.

Distribution, administrative and other expenses

Distribution expenses increased by 12.3% to USD848 million for the year ended 31 December 2024 as compared to USD755 million for the year ended 31 December 2023, primarily due to introduction of new sales chains.

Administrative expenses increased to USD695 million in 2024 as compared to USD603 million in 2023 primarily due to an increase in the personnel costs.

Adjusted EBITDA and Results from operating activities

(USD million)	Year ended 31 December 2024	Year ended 31 December 2023	Change year-on-year, %
Reconciliation of Adjusted EBITDA			
Results from operating activities	368	(79)	NA
Add:			
Amortisation and depreciation	538	540	(0.4%)
Impairment of non-current assets	580	321	80.7%
Loss on disposal of property, plant and equipment	8	4	100.0%
Adjusted EBITDA	**1,494**	**786**	**90.1%**

Adjusted EBITDA, defined as results from operating activities adjusted for amortisation and depreciation, impairment charges and loss on disposal of property, plant and equipment, increased to USD1,494 million for the year ended 31 December 2024, as compared to USD786 million for the year ended 31 December 2023. The factors that contributed to the increase in Adjusted EBITDA were the same that influenced the operating results of the Company.

Finance income and expenses

(USD million)	Year ended 31 December 2024	Year ended 31 December 2023	Change, year-on-year,%
Finance income			
Interest income on third party loans and deposits	111	68	63.2%
Interest income on loans to related parties	10	–	100.0%
Change in fair value of derivative financial instruments, including:	53	–	100.0%
Change in other derivative instruments	53	–	100.0%
Dividends from other investments	–	25	(100.0%)
Net foreign exchange gain	283	51	454.9%
	457	**144**	**217.4%**
Finance expenses			
Interest expense on bank loans and company loans, bonds and other bank charges, including:	(407)	(363)	12.1%
Interest expense	(378)	(323)	17.0%
Bank charges	(29)	(40)	(27.5%)
Change in fair value of derivative financial instruments, including:	–	(99)	(100.0%)
Change in other derivative instruments	–	(99)	(100.0%)
Revaluation of investments measured at fair value through profit and loss, incl. forex effect	(114)	(94)	21.3%
Interest expense on provisions	(5)	(13)	(61.5%)
Lease interest cost	(5)	(4)	25.0%
	(531)	**(573)**	**(7.3%)**

Finance income increased by USD313 million, or 217.4%, to USD457 million for the year ended 31 December 2024, as compared to USD144 million for the year ended 31 December 2023, primarily due to an increase in foreign exchange gain in 2024.

Finance expenses decreased by USD42 million, or 7.3%, to USD531 million in 2024, as compared to USD573 million in 2023, primarily due to a gain from the change in fair value of derivative financial instruments in 2024, as compared to a loss from this item in 2023, but was partially offset by an increase in interest expenses.

Share of profits of associates and joint ventures

(USD million)	Year ended 31 December 2024	2023	Change, year-on-year,%
Share of profits of Norilsk Nickel,	347	629	(44.8%)
with Effective shareholding of	26.39%	26.39%	
Share of profits of associates	347	629	(44.8%)
Share of profits of joint ventures	217	123	76.4%

The Company's share in profits of associates for the years ended 31 December 2024 and 2023 amounted to USD347 million and USD629 million, respectively. The share in the results of associates in both periods were primarily attributed by the profit from the Company's investment in Norilsk Nickel.

The market value of the investment in Norilsk Nickel as at 31 December 2024 was USD4,585 million as compared to USD7,273 million as at 31 December 2023.

Share of profits of joint ventures was USD217 million for the year ended 31 December 2024 as compared to USD123 million for the same period in 2023. This represents the Company's share of profits in joint ventures, namely BEMO (the companies comprising the Boguchanskoye Energy and Metals Complex), LLP Bogatyr Komir and Mega Business and Alliance (coal and transportation business in Kazakhstan), Hebei Wenfeng New Materials Co., Ltd (Chinese alumina refinery).

Profit before income tax

The Group recorded profit before income tax in the amount of USD858 million for the year ended 31 December 2024, as compared to the profit before income tax in the amount of USD244 million for the year ended 31 December 2023, due to reasons set out above.

Income tax

The Group recognised income tax expense in the amount of USD55 million for the year ended 31 December 2024, as compared to an income tax credit in the amount USD38 million for the year ended 31 December 2023.

Current tax expenses decreased by USD12 million, or 9.1%, to USD120 million for the year ended 31 December 2024, as compared to USD132 million for the previous financial year, primarily due to the one-off effect of windfall tax recognised in the year ended 31 December 2023.

The Group deferred income tax credit decreased by USD105 million, or 61.8%, to USD65 million for the year ended 31 December 2024, as compared to USD170 million for the year ended 31 December 2023, primarily due to the tax effect of accruals of certain temporary differences related to foreign exchange differences.

Profit for the period

As a result of the above, the Group recorded profit in the amount of USD803 million for the year ended 31 December 2024, as compared to USD282 million for the year ended 31 December 2023.

Adjusted and Recurring Net Profit

(USD million)	Six months ended 31 December 2024 unaudited	Six months ended 31 December 2023 unaudited	Change half-year on half-year, % (2H to 2H)	Six months ended 30 June 2024 unaudited	Change half-year on half-year, % (2H to 1H)	Year ended 31 December 2024	Year ended 31 December 2023	Change year-on-year, %
Reconciliation of Adjusted Net Profit/(Loss)								
Net profit/(loss) for the period	238	(138)	NA	565	(57.9%)	803	282	184.8%
Adjusted for:								
Share of profits and other gains and losses attributable to Norilsk Nickel, net of tax effect	(173)	(417)	(58.5%)	(174)	(0.6%)	(347)	(629)	(44.8%)
Change in the fair value of derivative financial liabilities, net of tax	(12)	59	NA	(41)	(70.7%)	(53)	99	NA
Impairment of non-current assets	484	254	90.6%	96	404.2%	580	321	80.7%
Adjusted Net Profit/(Loss)	537	(242)	NA	446	20.4%	983	73	1,246.6%
Add back:								
Share of profits of Norilsk Nickel, net of tax	173	417	(58.5%)	174	(0.6%)	347	629	(44.8%)
Recurring Net Profit	710	175	305.7%	620	14.5%	1,330	702	89.5%

Adjusted Net Profit/(Loss) for any period is defined as the net profit/(loss) adjusted for the net effect of the Company's investment in Norilsk Nickel, the net effect of derivative financial instruments and the net effect of non-current assets impairment. Recurring Net Profit for any period is defined as Adjusted Net Profit/(Loss) plus the Company's net effective share in Norilsk Nickel results.

Assets and liabilities

The Group's total assets increased by USD737 million, or 3.4%, to USD22,201 million as at 31 December 2024 as compared to USD21,464 million as at 31 December 2023. The increase in total assets was driven primarily by the increase in carrying value of investment in associates and joint ventures, inventories, trade and other receivables, which was partially offset by a decrease in cash and cash equivalents.

Total liabilities increased by USD537 million, or 5.1%, to USD10,985 million as at 31 December 2024 as compared to USD10,448 million as at 31 December 2023, mainly due to an increase in trade and other payables and advances received.

Cash flows

The Group generated USD483 million net cash from the operating activities for the year ended 31 December 2024, as compared to net cash generated from operating activities in the amount USD1,760 million for the previous year, which was driven by the net increase in working capital and provisions to USD923 million for the year of 2024, as compared to the net decrease in working capital and provisions to USD1,104 million for the previous financial year.

The Group used USD1,078 million net cash in the investing activities for the year ended 31 December 2024, as compared to net cash used in investing activities in the amount USD1,030 million in the previous year. Net cash spent for acquisition of property, plant and equipment and intangible assets was USD1,366 million and USD1,056 million for the years ended 31 December 2024 and 2023, respectively.

The Group generated USD113 million net cash in financing activities for the year ended 31 December 2024, as compared to USD1,747 million net cash used in the financing activities in the previous financial year, primarily due to a decrease in the net repayment of borrowings of USD559 million for the year ended 31 December 2024, as compared to the net repayment of borrowings of USD1,293 million for the preceding year.

Segment reporting

The Group has four reportable segments, as described in the annual report of the Company, which are the Group's strategic business units: Aluminium, Alumina, Energy and Mining and Metals. These business units are managed separately and results of their operations are reviewed by the General Director of the Company on a regular basis.

The core segments are Aluminium and Alumina.

	Year ended 31 December			
	2024		2023	
(USD million)	Aluminium	Alumina	Aluminium	Alumina
Segment revenue				
Thousand tonnes	3,757	4,649	3,972	4,340
USD million	9,440	1,921	9,682	1,926
Segment result	1,480	(12)	685	34
Segment result margin	15.7%	(0.6%)	7.1%	1.8%
Segment EBITDA	1,830	27	1,052	88
Segment EBITDA margin	19.4%	1.4%	10.9%	4.6%
Total capital expenditure	**(873)**	**(355)**	**(682)**	**(249)**

Capital expenditure

The Group recorded a total capital expenditure in the amount of USD1,366 million for the year ended 31 December 2024. The Group's capital expenditure in the year of 2024 was aimed at maintaining existing production facilities.

The BEMO project companies utilise the project financing proceeds to make necessary contributions to the ongoing construction projects and do not require contributions from the joint venture partners at this time.

	Year ended 31 December	
(USD million)	2024	2023
Development capex	568	393
Maintenance		
Pot rebuilds costs	185	154
Re-equipment	613	509
Total capital expenditure	**1,366**	**1,056**

The Company presents two metrics for Aluminium segment: (1) total segment information and (2) information on own aluminium production. The difference between two metrics relates to the intersegment margins, sales of third-parties metal and related costs and other non-production costs and expenses. Segment information for the year ended 31 December 2024 presented above relates to own aluminium production that is different from the relevant segment information presented in the Company's consolidated financial statements for the year ended 31 December 2024.

Key drivers for the increase in margin in the aluminium segment are disclosed in the "Revenue", "Cost of sales" and "Adjusted EBITDA and results from operating activities" sections above. Detailed segment reporting can be found in the consolidated financial statements for the year ended 31 December 2024.

Material Events Since the End of the Reporting Year

2025

16 JANUARY
RUSAL Produces Primary Aluminum with Low Heavy Metals Content

20 JANUARY
"Russkiy Radiator" Hits Record Sales in 2024

21 JANUARY
RUSAL Registers First in Russia Carbon Capture Climate Project

30 JANUARY
RUSAL Increases Powder and Paste Production Capacity

10 FEBRUARY
RUSAL Receives Highest ESG Ranking from China's Leading Agency

17 FEBRUARY
RUSAL Expands Scrap Aluminium Recycling Programme at Its Smelters

20 MARCH
RUSAL is switching its aluminum production to eco-friendly petroleum pitch for the first time in the industry's history

27 MARCH
The Analytical Credit Rating Agency (ACRA) has confirmed RUSAL's A+ (RU) credit rating with a stable outlook

Loans and Borrowings

The nominal value of the Group's loans and borrowings was USD4,287 million as at 31 December 2024, not including bonds, which amounted to an additional USD3,620 million.

Below is an overview of certain key terms of the selected facilities in the Group's loan portfolio as at 31 December 2024:

Facility/Lender	Principal amount outstanding as at 31 December 2024	Tenor/Repayment schedule	Pricing
Credit facilities			
Russian Bank Loans	CNY8.0 billion	Repayment at final maturity dates, the last repayment – January 2026	5.25% – LPR 1Y +3.1% p.a.
	CNY11.9 billion	December 2027, quarterly repayments starting from March 2024	4.75% p.a.
	RUB108 billion	2029, repayment schedule	Key rate of the Bank of Russia plus annual margin
	RUB22.2 billion	Quarterly repayments, the last repayment – December 2035	Key rate of the Bank of Russia plus 3.15% p.a.
Bonds			
Chinese Yuan ("CNY") bonds	CNY22 billion	Twelve tranches, the last repayment is July 2027	3.75%-8.5% p.a.
Russian Rubles ("RUB") bonds	RUB50 billion	Three tranches, the last repayment is August 2029	Key rate of the Bank of Russia plus 2.2%-2.5% p.a.

Details of our Group's loans and borrowings are set out in note 19 to the consolidated financial statements in this Annual Report.

Security

As at 31 December 2024, the Group's debt (save for several unsecured loans and bonds) was secured, among others, certain pledges of shares and interest of a number of the Company's subsidiaries, designated accounts, shares in Norilsk Nickel (representing 25% +1 share of Norilsk Nickel's total nominal issued share capital). Details of securities provided by our Group are set out in note 19 to the consolidated financial statements in this Annual Report.

Key events during the Reporting Period

On 7 February 2024	the Company placed exchange-traded non-documentary interest-bearing non-convertible bonds of the BO-001P-06 series in the amount of CNY1,000 million with a coupon fixed annual income of 7.20% on the Moscow Stock Exchange. The maturity of the bonds is 2.5 years.
On 12 April 2024	the Company placed exchange-traded non-documentary interest-bearing non-convertible bonds of the BO-001P-07 series in the amount of CNY900 million with a coupon fixed annual income of 7.90% on the Moscow Stock Exchange. The maturity of the bonds is 2.5 years.
On 2 July 2024	the Company placed on the Moscow Stock Exchange exchange-traded non-documentary interest-bearing non-convertible bonds series BO-001P-09 in the total amount of RUB30,000 million with a coupon rate linked to the key rate of the Central Bank of Russia + spread at 2.20%. The maturity of the bonds is three years.
On 30 July 2024	the Company placed on the Moscow Stock Exchange exchange-traded non-documentary interest-bearing non-convertible bonds series BO-001P-08 in the total amount of USD85 million with a coupon rate set at 9.25% p.a. The maturity of the bonds is three years.
On 5 August 2024	the Company repurchased bonds series BO-05 denominated in Chinese yuan in the amount of CNY1.5 billion. The outstanding balance in the amount of CNY467.8 million, the coupon rate is 8.5% p.a., maturity is one year.
On 5 August 2024	the Company repurchased bonds series BO-06 denominated in Chinese yuan in the amount of CNY1.9 billion. The outstanding balance in the amount of CNY117.9 million, the coupon rate is 8.5% p.a., maturity is one year.
On 17 September 2024	the Company placed exchange-traded non-documentary interest-bearing non-convertible bonds of the BO-001P-10 and BO-001P-11 series in the amount of RUB10 billion with an annual coupon yield of +2.25% and in the amount of RUB10 billion with an annual coupon yield of +2.5% on the Moscow Stock Exchange. The maturity of the bonds is 2.5 years and 5 years, respectively.

Financial Ratios

Gearing

The Group's gearing ratio, which is the ratio of total debts (including both long-term and short-term borrowings and bonds outstanding) to the total assets, was 35.7% as at 31 December 2024 (as at 31 December 2023 – 36.6%, as at 31 December 2022 – 38.4%, as at 31 December 2021 – 32.2%, as at 31 December 2020 – 44.8%).

Return on Equity

The Group's return on equity, which is the amount of net profit as a percentage of total equity, was 7.2% as at 31 December 2024 (as at 31 December 2023 – 2.6%, as at 31 December 2022 – 14.6%, as at 31 December 2021 – 30.6%, as at 31 December 2020 – 11.6%).

Interest Coverage Ratio

The Group's interest coverage ratio, which is the ratio of earnings before interest and taxes to net interest (excluding bank costs and interest expense on provision), for the year ended 31 December 2024 was 4.3 (for the year ended 31 December 2023 – 1.9, for the year ended 31 December 2022 – 8.2, for the year ended 31 December 2021 – 13.5, for the year ended 31 December 2020 – 2.8).

Employees

09

Employees

The table below presents information about the number of employees (full time equivalent) in each division of the Group as at 31 December 2023 and 2024.

Division	As at 31 December 2023	As at 31 December 2024
Aluminium	20,940	21,615
Alumina	23,917	23,565
Engineering and Construction	261	247
Energy	10	12
Downstream	4,696	4,867
Management Company	939	1,029
Technical Directorate	1,989	2,192
Other	4,348	4,647
Total	57,100	58,174

Remuneration and benefit policies

The fundamental principle of RUSAL Remuneration Policy is creating a remuneration structure to ensure that a highly professional team is formed and efficiently works, which contributes to the dynamic development of the Group and achievement of its strategic goals.

Remuneration structure:

1. Remuneration for work

The Group has built a comprehensive personnel incentive system, the main component of which is a monetary remuneration for work. Such monetary remuneration for work is defined depending on the employee's skills, complexity, quantity, quality and conditions of the work performed, regional and industrial specifics. It comprises compensation and incentive components.

1.1 The key purposes of the Company's personnel incentive system:

- Encouraging employees to achieve the Group's goals;
- Raising the labour productivity, improving the quality of produced products;
- Continuous improvement of the production and business processes and systems, promoting innovations;
- Compliance with the internal corporate regulations, performance discipline, standards and requirements in the field of health, occupational and fire safety;
- Recruiting and retaining key and highly-skilled employees;
- Developing the potential of employees, professional and personal competencies;
- Providing financial stability for employees of the Group and their families.

1.2 When managing the employee remuneration, the Company adheres to the following principles:

- Full compliance with the applicable laws of the regions where the Group operates;
- Impartiality and fairness of any decisions made;
- Clarity and transparency of any applied tools and systems;
- Dependence of the remuneration on individual and collective performance;
- Competitiveness of the remuneration structure and amount in the regions where the Group operates;
- Focus on the best market practices.

2. Benefits and compensations

2.1 RUSAL, being a socially oriented company, together with mandatory compensations (prescribed by the applicable laws), also provides its employees with a wide list of additional benefits and compensations, being guided by the following key principles:

- Connection of the benefits with the social priorities of the Group: social stability and protection of employees, opportunities for personal and professional development, healthy lifestyle;
- Targeted nature of the benefits (the Group provides an employee with a benefit, not a cash compensation);
- Loyalty to internal corporate suppliers of services and products;

- Competitiveness of the benefits in the regions where the Group operates;
- Focus on the best market practices.

2.2 Out of the most significant benefits in the Group's social package, there are the following benefits provided in addition to those prescribed by the laws:

- Shift/daily meal allowance that provides an employee with a hot three-course lunch during a business day;
- Possibility to engage in sports and participate in sporting events free of charge;
- Free of charge corporate medical services based on LLC "RUSAL Medical Centre";
- Subsidised vouchers for health resort treatment and rehabilitation in health centres located in the Russian Federation;
- Possibility to purchase voluntary medical insurance policies at subsidised prices both for employees and their family members;
- Festivals devoted to anniversaries of production facilities and the professional holiday, Metal Industry Day. There are annual New Year celebrations for children of employees, where each child is presented with a gift from the Company;
- Financial aid to pensioners, who worked at the Group's production facilities before and are registered with charity foundations, as well as to WWII Veterans, Survivors of Siege, Prisoners and Home Front Workers.
- Corporate housing programme that enables employees to purchase housing on subsidised conditions.

3. Bonus Payment

3.1 Quarterly bonus:

- Quarterly bonus is paid to all employees of production facilities (except for General/Managing Directors, as well as area directors).
- Bonus is paid subject to achieving labour productivity at the production facility not lower than planned, in proportion to the time worked over the quarter (including absence due to annual vacations and business trips).

3.2 Year-End Bonus

- For employees in the Managers, Specialists and Employees (MSE) category: The main tool for managing the MSE efficiency is the Group's system for setting personal key performance indicators and assessing their achievement by employees.
- For employees in the Workers category: Bonus is paid to Workers for the fulfilment of the production plan, proportional to the time worked over the year (including absence due to annual vacations and business trips).

Raising a new generation of highly qualified white collar workers (building and developing the external and internal succession pools)

The external succession planning effort continued in 2024, including career guidance for school students and purpose-specific projects to promote RUSAL as an attractive employer and raise the appeal of blue collar and engineering qualifications sought-after by the Company.

Students enrolled in targeted training programmes for the future succession pool (including the targeted functional Academies for university students and the Professionalitet programme):

	Headcount			
Educational institutions	2021	2022	2023	2024
Siberian Federal University	9	21	60*	**178***
Irkutsk National Research Technical University***	1	1	11	**17**
Ural Federal University	14	11	2	**6***
Krasnoturyinsk Branch of Ural Federal University	0	0	9	**9**
Ural State Mining University	11	9	11	**3**
Peter the Great Polytechnic University of St. Petersburg	3	1	1	**1**
St. Petersburg State University of Industrial Technologies and Design	0	1	1	**1**
Kamensk-Uralsky Polytechnic College	18	11	68**	**98****
Krasnoturyinsk Polytechnic	0	0	30**	**55****
Krasnoturyinsk Industrial College	0	0	19**	**29****
Severouralsk Polytechnic	0	0	8**	**34****
Krasnoyarsk Industrial College of Metallurgy	16	41	57	**73****
Achinsk College of Industry Technologies and Business	49	24	24	**69****
Divnogorsk Hydropower Engineering College	2	15	15	**12****
Taishet industrial and technological college	0	0	26**	**101****
Bratsk College of Industrial Metallurgy	0	0	27**	**101****
Krasnoyarsk College of Radioelectronics and Information Technology	0	4	3	**3**
Total	**123**	**139**	**372**	**790**

* - including Project IT Academy, Business Academy and Economist Academy corporate students
** - including Project Professionalitet corporate students
*** - Irkutsk State Technical University was renamed Irkutsk National Research Technical University

An internship programme named New Generation was launched in 2017 as part of external succession pool development. The programme is mainly aimed at rejuvenating the Group's human resources potential and building up future staff security by onboarding young professionals of promise. Members are hand-picked from the number of top graduates of the target schools. Selection criteria: high grade point average (at least 4.5 on a 5-point scale), English language skills, willingness to relocate, etc. Each intern is assigned a mentor who guides the student, develops their individual development plan, supervises the internship in-company, helps to adapt to the new environment, sets professional goals and helps to achieve them. The internship, which lasts 3 to 12 months, sees the participants engage in interesting and challenging projects and then advocate their project outcomes in a viva voce in front of their department and the Group's HR Head. If the viva voce was successful, the decision will be made to offer full time employment. In 2024, 105 interns were recruited through the New Generation internship programme.

The Alchemy of the Future Students' Olympiad, of which RUSAL is general partner, continued to expand in 2024. 76 secondary schools and 9 universities were engaged as partners to stage the Olympiad in the 2023/2024 academic year. The Olympiad was attended by 4,070 schoolchildren grades 8–11 from Russian general secondary schools. The Olympiad's geography covered more than 210 communities in 50 regions of the Russian Federation. A vigorous information campaign is on in the 15 target cities (cities of RUSAL's responsibility), including engagement with the Company's employees who have children in grades 8-11, social media publications, search engine advertising, interactive posters on the official websites of schools and the media of continued education institutions and development centres for schoolchildren.

The Group kept up its strong support for research competitions among undergraduate students in 2024. RUSAL stepped in as general partner of the CASE IN case-based engineering championship. The championships involved 369 students from 21 pertinently specialised technical universities across Russia.

In order to further strengthen the effort to build a succession pool and train highly qualified specialists with in-depth knowledge and advanced skills for the Group, the Company launched a series of functional academies for students who are seen as potential employees of the Company going forward, in partnership with the nation's leading universities, SFU and UrFU.

The Business Academy educational project continued in 2024. Based on the outcomes of the first training and selection module, 40 trainees signed target contracts with the Company, and were assigned to the three areas most in demand in the smelting business, namely logistics, procurement and sales.

The IT Academy also continued, its purpose being to train IT professionals in areas such as information security, industrial automation, networks and infrastructure, and others. The number of students more than doubled in the latest recruitment round, reaching 175.

Joining forces with the Siberian and Ural Federal Universities, the Company launched a new educational project, Economist Academy, in 2024. Its main purpose is to train a succession pool of young economics professionals to meet the Company's needs. 17 students have been selected to attend the Academy. The trainees will learn on the project for two years, as they are simultaneously enrolled in Master's programmes.

The Company signs target contracts with the students admitted to the Academies. Students are trained on a custom curriculum that includes real-life business cases and an array of optional activities such as team building events, hackathons, quizzes, excursions, and internships at the company's production sites. Students are guaranteed to receive job offers from the Group upon graduation. As an extra incentive, students are paid a monthly stipend of RUB10,000.

The Company launched the project described as Staff Training Programme in Partnership with Chinese Educational Organisations in 2024, its purpose being to provide the Company and the Siberian Federal District with highly qualified Russian specialists, including engineers, with international competencies. In the 2024-2025 academic year, 32 SFU students are receiving "spot" training at Chinese partner universities in 15 subjects of the engineering, environmental, entrepreneurial and commercial subject areas germane to the needs of the energy and metal industries.

The Company's En+/RUSAL Scholarship Programme, on since 2021, is purposed to give support to talented young students enrolled in metal and energy specialisms and beyond, extending to subjects of high social value for regional development, including the regions where the Group operates, specifically medicine and pedagogical science. The students receive a monthly stipend that can reach RUB25,000. In a bid to promote supplementary competencies and capacity-building, stipend winners are offered enterprise tours, internships at Group member entities, and attendance at various youth events. The holistic approach underlying the succession planning activities helps to get students interested in further employment with the Group. The number of programme winners totalled 622 for the years from 2021 to 2024.

Foreign students

The Group runs an engineer training programme for Group member companies in Africa, graduating 20 students from the Republic of Guinea in 2024, while 90 Guinean and 20 Jamaican students continue their study in undergraduate, graduate and residency programmes at six Russian universities.

As part of the Company's effort to strengthen its international partnerships, 9 applicants from Mongolia arrived in Russia to learn Russian at the beginning of 2024. In September of the same year, they enrolled in Bachelor's programmes in the fields of metallurgy, technosphere security, process and plant automation, materials science and materials technology. The Company gave the students organisational, financial and expertise support through the project.

Building and Developing the Internal Succession Pool

The Company launched RUSAL Leaders, the talent management programme, at the end of 2022. The central objective of the programme is to train future Leaders for the Group's key projects, and future managers for key businesses. The main people development tool on this programme are projects.

The Company-wide RUSAL Leaders development programme was firmed up.

The Leaders received 2 full-time training modules in 2023, and another 3 in 2024.

In November 2024, the Succession Planning Committee ruled to extend the RUSAL Leaders development programme.

The Leaders have 3 training modules to complete in 2025, with a further module planned for 2026.

As of 31 December 2023, 170 employees were on the RUSAL Leaders programme, working successfully on the projects and growing professionally.

As of 31 December 2024, 160 employees were on the programme, working on 64 projects, 26 of them designated as strategic.

In mid-2024, 39 Prospective Leaders were selected from the number of Leaders. These employees have access to mentors (from among Top Managers) in addition to the company-wide curriculum.

36% of the Company's Leaders received appointments in 2024.

It was further decided to launch a second stream of the Leader development programme (screening for the programme scheduled for 2025, second stream training to commence in 2026).

The Company redrafted its Procedures for Talent Management: Selection, Development and Appointment of Talent, Including Rotation and Competition Procedures, in 2024. The change that makes a difference versus the earlier draft describes the handling of all Talent, both Leaders and the succession pool.

Staff members were evaluated using the 9 Boxes methodology, leading to the formation of a talent pool of 3,469 people in 2024 (3,079 in 2023).

In 2024, for the first time, we launched an assessment of the capabilities, competencies and potential of the Company's Talent (employees showing high efficiency in their present role and potential for career growth in the company). The findings informed a more balanced approach to succession planning for the Company.

In 2024, a new approach was adopted in corporate succession planning Company-wide: all jobs from grade 8 and above are now deemed key positions.

The following figures wrapped up the year:

- Total appointments to key positions: 156
- Internal appointments from Succession Pool and Leaders: 103
- Internal appointments from Succession Pool and Leaders to key positions secured by successors: 66%

There were only 8 dismissals from the Succession Pool during the entire period, or 1% of the total Key Position Succession Pool headcount (564).

In 2024, the decision was made to develop the Succession Pool in collaboration with the respective managers, without separating the Succession Pool programme as a separate line of work. The idea is that the Company wants to even out the level of readiness among all managers, both serving and prospective.

The Company developed a tiered programme of Regular Management Practices in 2024, covering the key knowledge areas of all managers. The programme consists of 12 practices, 6 of them tied to the stages of the HR cycle, and 6 directly related to regular management.

Plans for 2025 include the launch of a tiered talent development programme (face-to-face format for middle management), and development of the Company's succession pool and executives through purpose-specific programmes.

103 people were trained under the TRIZ programme:

- TRIZ 100: 89;
- TRIZ Project Manager: 7;
- TRIZ Workshop: 7;

848 people were trained under the BS programmes:

- BS Basic: 470;
- BS 250: 378.

BS 250 delivered management training events on the following subjects:

- goal setting;
- public speaking;
- inspiring leadership.

Staff Training

In 2024, 22,235 employees received training along the lines of career development and retraining. The training curricula are, for the most part, modelled on the licensed internal professional training curricula, but the Group also engages external providers and experts to deliver career development training to its employees.

One major focus were digital competencies, the other concerned the finer points of doing business with China.

Staff Training by Functional Academies

In 2024, the following Functional Academies (FAs) have been implemented at the request of the business.

The Merchants FA, offering staff training in the following areas: negotiating, sales, execution management, inventory and unsellable inventory management. A total of 92 people were trained.

Resource Protection Directorate FA. In 2024, 37 security officers received training in information security and critical IT infrastructure security.

Environmental FA. The aim of the programme was to assess the professional competencies of employees engaged in environment work, and to follow up with multi-module training covering all the key environmental and legal aspects. 51 staff members were trained.

GR FA. In 2024, 71 employees of the Company received training in Strategic, Spatial and Economic Urban Development Planning.

Project Management FA. This functional academy is designed for employees working in any function who manage projects or contribute to project work. The programme is divided into two levels – basic and advanced, - reflecting the degree of project engagement. In 2024, 248 employees received basic training, and 252 received advanced training. The Academy's 2024 curriculum was augmented with the module Use of Specialist Software in Project Management. 97 people received training from this programme. Construction investment project management was singled out as its own course in 2024, with 65 people receiving the training.

HR FA. The Academy's modular curriculum seeks to impart greater accountability for staff quality and HR decision-making on the part of HR officers and corporate management, to upgrade the efficiency of talent management in the Company, and reduce the risk of HR insecurity. 110 managers and HR function employees are currently in training on the programme.

Corporate training continued to be delivered in 2024 in the following topical areas:

Finer Points of Doing Business with China. Strategic Aspects.

Purpose: To study the key specifics of doing business with Chinese counterparts (how management works, motivational peculiarities, multimodal logistics and its specificity, financial logistics, strategic security of business, and so on).

Finer Points of Doing Business with China. Basics for Function Directors. 25 function managers of RUSAL, En+

Purpose: Training in functional areas, collective defence of a cross-functional industry case, building strong negotiating skills vis-a-vis Chinese counterparts.

Professional retraining programme "Fundamentals of International Business and Entrepreneurship: Specifics of Doing Business with China". 27 employees of RUSAL.

Purpose: Immersive business training, project initiative (learning about Chinese culture and the peculiarities of Chinese mentality, business networking, marketing, legal basics of the Chinese market, GR, logistics, etc.).

Legal Framework and Business Climate of Modern China. A Practice Course.

Purpose: To learn the basics of China's legal system.

Additionally, an Artificial Intelligence course was taught for 115 RUSAL executives and all Prospective Leaders (39), meant to define the use outlook for cutting-edge technologies (platforms, big data, AI), parse a selection of cases in digital transformation and AI introduction to processes and new digital products, and use learning insights to develop ideas for the Company's digital and AI transformation.

In 2024, we continued to deliver the Master of Business Administration (MBA) professional retraining programme for executives in Systemic Management of Organisational Development. 5 RUSAL managers from the Aluminium, Alumina and Downstream divisions.

Purpose: To build a systemic and strategic vision of the organisation's development, study the existing production management philosophies, develop strong skills in using TPS tools, and other key aspects conducive to production improvements and better performance.

In addition to the corporate development programmes, RUSAL initiated a few knowledge marathons and sprints in 2024, which are open to all employees of the Company. Purpose: Motivate employees towards self-improvement in professional and related fields. Test competence and promote the development of competencies the company views as key.

Knowledge sprints were held in the following areas in 2024: aluminium industry, mining industry, financial literacy, and New Year's Marathon, which included basic subjects like mathematics, physics, biology, chemistry, and Russian dictation. A total of 16,345 employees took part in the contests. Sprint winners received prizes and New Year's Marathon winners received awards and all-expenses-paid travel vouchers.

In 2024, Krasnoyarsk hosted the 12th "Non-Ferrous Metals and Minerals" International Congress and Exhibition, one of the largest mining and metallurgical fora in Russia, bringing together some 800 participants from 11 different countries. 319 RUSAL employees attended.

Group Employees in Undergraduate, Graduate and Post-Graduate Degree Programmes

- The Group provides modular compulsory training programmes for blue – and white-collar employees with the award of a Bachelor's degree at the Ural Federal University, Ural State Mining University, Siberian Federal University, Reshetnev Siberian State Aerospace University, Volgograd State Technical University, Irkutsk National Research Technical University and Peter the Great Polytechnic University of St. Petersburg in the following fields of study: metallurgy, process machines and equipment, power engineering, process and plant automation, standardisation and metrology, automatic control systems, and others. In 2024, 95 RUSAL employees were enrolled in undergraduate programmes.
- The Group's executives continue to pursue Master's degrees at the Siberian Federal University, Irkutsk National Research Technical University, Reshetnev Siberian State Aerospace University and Volgograd State Technical University, with such majors as metallurgy, thermal/power engineering, materials science and materials technology, thermal/power engineering and mechanical engineering. In 2024, 31 RUSAL employees were enrolled in graduate programmes.
- RUSAL employees' study for their first or supplementary Specialist's degree in mining engineering at T.F. Gorbachev Kuzbass State Technical University. In 2024, 2 RUSAL employees were enrolled in the Specialist degree programme.

Work is carried on within the framework of the Company's Youth Policy and Regulation on Youth Outreach and Operational Administration of Youth Councils in the Company. The Regulation provided the framework for action plans, developed for each member entity and implemented during the year. A total of RUB14,394,000 was budgeted for these activities.

The Youth Councils organised and held some 1,200 events in 2024, including career guidance, cultural, sports and volunteering events.

169,000
The activities reached people.

23
There are
Youth Councils in the Group.

Distance Learning System (DLS)

63,094 unique users visited the UNIVER platform in 2024. Eight uniform and standardised RUSAL HR processes are automated on the platform: adaptation, training, including compulsory training, professional training, periodic retraining, distance learning and testing, employee evaluation (9 Boxes, 360), succession planning, individual development planning, budgeting, target-setting and target-based assessment. 100% of website users use the distance learning and testing functionality, 42% participate in other processes.

Since the beginning of 2024, 36,879 people (-8.9 percent) have received training through the e-courses and 100,819 (-52 percent) have taken the tests. Fifty e-courses have been designed for RUSAL Group employees and made available for distance learning, covering the following subjects: production processes, 9-Box assessment, SMART goal-setting, procurement, corporate code of ethics, personal data protection, digital competencies, TRIZ, and others. The courses available on the portal have earned an NPS of 64.13% according to user feedback.

Description	2017	2018	2019	2020	2021	2022	2023	2024
Number of entities and business units using the DLS	67	69	57	58	59	110	106	**135**
Employees trained via the DLS	33,649	90,806	36,835	25,571	69,650	70,668	64,767	**63,094**
Number of computer-based tutorials/courses	over 500	528	over 550	over 560	over 670	over 800	636	**1,023**

Business risks

The Group gives particular emphasis to implementation and development of an effective risk management system in order to mitigate negative impact of potential risks and to ensure stable sustainable development of the business.

Risk identification and risk analysis performed by the owners of the Group's business processes as well as development, implementation and monitoring of risk mitigation actions are the key elements of the risk management system.

The Directorate for Control is responsible for methodological support to the risk management system, consolidation and analysis of the Group's risk portfolio.

Key internal document governing the risk management system is a risk management and internal control policy, which generally defines the concept, roles and responsibilities of the Group's employees at each management level and regulates risk management process, key risk assessment tools and techniques, procedures to evaluate risk mitigation effectiveness and to report risks.

Key actions and procedures to ensure effective and efficient risk management

- quarterly monitoring of the Group's risk portfolio by risk owners and update of the corporate risk map and risk register;
- monthly discussion of Group's businesses key risks at management meetings;
- quarterly review of the most significant risks by the executive committee and Audit Committee;
- internal audits of the effectiveness and efficiency of internal control systems in order to analyse and mitigate risks of ineffective and inefficient production setup, distribution and sales, supply chain, personnel management, risks of loss or fraud to Group's assets as well as risks of other business processes;
- regular risk audits of the Group's production facilities are regularly conducted by independent risk surveyors and by risk surveyors of insurance companies to analyse risks of physical damage and business interruption and to leverage the Group's insurance programme;
- refinement of risk assessment techniques and enhancement of the automated risk reporting system;
- regular training in risk management principles and procedures for employees and management of the Group.

Monitoring, reporting and evaluation of the risk management system

The Directorate for Control provides quarterly reports on the most significant risks to the Audit Committee. Such reports provide an overview of the Group's consolidated risk portfolio and its dynamics, the most significant realised risks, recently identified risks and the efficiency of management's risk mitigation actions.

The Audit Committee oversees the effectiveness of the Group's risk management system and compliance with the Company's risk management policies and procedures.

In 2024, the Group determined the following as its most important risk factors which are mostly inherent to the industry and nature of its business operations:

1. The Group operates in a cyclical industry under inherent volatility of prices and demand depending on a vast variety of macroeconomic factors, most of which are out of the Group's control. Prices for aluminium has significantly changed and may further change in the future especially taking into account current unstable geopolitical situation, risks of global and/or regional economic recession and associated significant volatility of commodity, currency and securities markets. Such volatility has and may continue to have a significant negative impact on the efficiency and financial results of the Group.
2. Stronger control and growing attention from the authorities and the public to the environmental safety issues, including stricter control over compliance with and possible revision of emission and discharge regulations or operational waste storage and disposal rules and conditions, as well as uncertainty surrounding the introduction of carbon tax on the Group's products and pathway to green power generation.
3. Hard-to-predict change in demand for primary metals and alloys, the risks of reducing consumption and risks of sales margin squeeze due to the imposed sanctions and trade restrictions against the economy, the Central Bank, the Ministry of Finance, the National Welfare Fund of the Russian Federation, a number of industries, individual enterprises and individuals of the Russian Federation, as well as uncertainty regarding further geopolitical developments, the introduction of additional restrictive and sanctions measures, their content and scope, both by Russian Federation and by other countries.
4. Retaining control by the Group over assets and businesses outside Russian Federation in case of further extension and toughening of sanctions and limitations by the authorities of corresponding countries.
5. The Group's competitive position in the global aluminium sector depends to a great extent on unrestricted access to uninterrupted power supply and on long-term power supply contracts, in particular. Growing power prices as well as power supply interruptions may have substantial negative impact on the business, financial position and performance results of the Group.
6. The Group relies on uninterrupted transportation services and access to infrastructure necessary to transport its raw materials, consumables and finished products over long distances, which is outside the Group's control; the Group is dependent on prices for such services (rail tariffs, freight rates), which may increase taking into account the ongoing crisis of global logistics chains, as well as sanctions restrictions imposed by a number of countries on Russian ships and vehicles.
7. Provisions of the credit facilities impose certain limits on dividends paid by the Company. Failure by the Company to comply with such provisions may have serious implications for the Company and the Shareholders.
8. The Group is exposed to exchange rate fluctuations, which may have influence on its financial results..

9. Negative media coverage, claims and other public statements may significantly affect the Share price in a harmful manner.

10. The Group's business operations may be affected by manpower problems, lack of qualified workforce, and labour cost inflation.

11. The Group relies on third party vendors for some raw materials and consumables.

12. Equipment breakdowns, impossibility or delays in supply of equipment and/or components and spare parts due to sanctions, trade or logistics restrictions may result in decline of production or business interruption.

13. The Group is required to follow certain Russian anti-monopoly regulations.

14. The Group operates in an industry with distinctive inherent risks of environmental and public health damage.

15. Data on ore and mineral reserves is approximate and, by definition, uncertain, and such reserves of ore and minerals may be depleted sooner than expected.

16. The Group's ore exploration and mining licences and concessions may be suspended, modified, or terminated prior to their expiry, or may not be extended.

17. The Group is exposed to the risks from regulatory, social, legal, tax and political environments in a number of jurisdictions where the Group operates.

Contingencies

The Board has reviewed and considered the contingent liabilities of the Company and disclosed information concerning such contingent liabilities in note 24 to the consolidated financial statements. Accordingly, for detailed information about contingent liabilities, please refer to note 24 to the consolidated financial statements. Details of the amounts of provisions are also disclosed in note 20 to the consolidated financial statements.

Tax contingencies

The controlled foreign company ("**CFC**") rules have been introduced in Russia starting from 1 January 2015. The rules apply to undistributed profits of non-Russian CFC controlled by Russian tax-resident Shareholders. Although the Company has become a Russian tax-resident in 2020 as part of its Continuance, the Company qualifies for an exemption from the CFC rules for public international companies until 1 January 2029. Hence, the CFC rules shall not directly apply to the Group in relation to any of its non-Russian affiliates. The CFC rules may apply to Russian tax-resident Controlling Shareholders, where such Shareholder controls more than 25% or 10% where all Russian tax-resident Shareholders together control more than 50%. The rules also introduce certain reporting requirements for such Russian tax-resident Controlling Shareholders in relation to non-Russian affiliates of the Group where such Shareholders directly or indirectly control more than 10% of those affiliates.

Legal contingencies

The Group's business activities expose it to a variety of lawsuits and claims which are monitored, assessed and contested on an ongoing basis. Where management believes that a lawsuit or claim would result in the outflow of the economic benefits for the Group, a best estimate of such outflow is included in provisions in the consolidated financial statements (refer to note 20 of the consolidated financial statements). As at 31 December 2024 the amount of claims, where management assess outflows as possible approximates USD24 million (as compared to USD25 million as at 31 December 2023).

Profiles of the Board Members, the General Director and Senior Management

Profiles of the Board Members, the General Director and Senior Management

Profiles of the Board Members

Executive Directors

Evgenii Nikitin, aged 59 (General Director, Executive Director)
Year of birth: 1966

Mr. Nikitin was appointed as an executive Director on 28 June 2018. Mr. Nikitin was appointed as the Chief Executive Officer of the Company in November 2018 and became the General Director with effect from 25 September 2020. Mr. Nikitin has also been the General Director of JSC "RUSAL Management" since 2019. Before that, he held position of acting CEO of the Company since May 2018 and RUSAL's Head of Aluminium Division since January 2014. Prior to that, he held positions of director of Aluminium Division East since October 2013. Prior to that appointment, Mr. Nikitin was the managing director of KrAZ, one of the world's largest aluminium production facilities. From 2008 to 2010, he was managing director of SAZ after beginning his career with the Group as a pot operator in 1993.

Mr. Nikitin was born on 11 March 1966. He graduated from the Moscow State Technical University of Civil Aviation in 1989 and from Lomonosov Moscow State University with a master's degree in business management (MBA) – production systems in 2009.

Mr. Nikitin was independent from and not related to any other Directors, members of senior management of the Group, Substantial Shareholders or Controlling Shareholders of the Company during the Review Period.

Mr. Nikitin did not directly or indirectly own the Company's Shares. Mr. Nikitin did not conclude any transactions with the Shares throughout the Review Period.

Evgeny Kuryanov (Executive Director) (Ceased to be an executive Director with effect from 27 June 2024)

Mr. Kuryanov retired as an executive Director with effect from 27 June 2024. Reference may be made to his profile information in the Company's annual report for the financial year ended 31 December 2023.

Evgenii Vavilov (Executive Director) (Ceased to be an executive Director with effect from 27 June 2024)

Mr. Vavilov retired as an executive Director with effect from 27 June 2024. Reference may be made to his profile information in the Company's annual report for the financial year ended 31 December 2023.

Natalia Albrekht, aged 52 (Executive Director)
Year of birth: 1972

Ms. Albrekht was appointed as an executive Director with effect from 27 June 2024. From June 2020 to the present, Ms. Albrekht has been the deputy general director for Human Resources at JSC "RUSAL Management". From June 2022 to the present, Ms. Albrekht has been the director of the direction of the branch the JSC "UC RUSAL – TD" in the Republic of Kazakhstan. From May 2024 to the present, Ms. Albrekht has been the head of the Human Resources department of the UC RUSAL SUPPORT DMCC. From September 2019 to the present, Ms. Albrekht has been the deputy general director for Human Resources at International limited liability company En+ Holding (former En+ Holding Limited).

From October 2019 to May 2020, Ms. Albrekht was the human resources advisor to the general director at JSC "RUSAL Management". From May 2023 to May 2024, Ms. Albrekht was head of Human Resources department of the ALPG.

From 2013 to 2019, Ms. Albrekht was the executive vice president for Organisational Development and Human Resources at PJSC VimpelCom. From 2012 to 2013, Ms. Albrekht held the position of vice president of PJSC Rostelecom. From 2009 to 2012, Ms. Albrekht was deputy general director for Organisational Development, Human Resources and Administrative Issues in STS Media Holding. In 2002, Ms. Albrekht served as the director of the Subscription Services Department at OJSC NTV Plus, later the deputy director general for Sales and Development of the Federal Sales Centre CJSC (part of IES Holding), and the general director of Integrated Settlement Centre LLC.

Ms. Albrekht graduated from Bauman Moscow State Technical University, majoring in Applied Mechanics. Ms. Albrekht has an international Chartered Institute of Personnel and Development certificate in the field of personnel management.

Save as disclosed above, Ms. Albrekht was independent from and not related to any other Directors, members of senior management of the Group, Substantial Shareholders or Controlling Shareholders of the Company during the Review Period.

Ms. Albrekht did not directly or indirectly own the Shares. Ms. Albrekht did not conclude any transactions with the Shares throughout the Review Period.

Elena Ivanova, aged 54 (Executive Director)
Year of birth: 1970

Ms. Ivanova was appointed as an executive Director with effect from 27 June 2024. From 26 April 2023 until 31 January 2025, Ms. Ivanova has been holding the position of director of the Directorate for Strategy and Investor Relations of the Company's Branch in Moscow. Since 31 January 2025, Ms. Ivanova has held the position of Director of Corporate Finance of the Company. From 1 April 2021 until 22 January 2025, Ms. Ivanova has been holding the position of director of Capital Markets and Financial Products at En+ Holding ILLC. Since 22 January 2025, Ms. Ivanova is the Director of Corporate Finance of En+ Holding ILLC.

Ms. Ivanova graduated from the Moscow State Institute of International Relations (MGIMO) in 1992 with a degree in economics with knowledge of foreign languages, and she graduated from the Moscow Academy of Economics and Law in 2000 with a degree in jurisprudence.

Save as disclosed above, Ms. Ivanova was independent from and not related to any other Directors, members of senior management of the Group, Substantial Shareholders or Controlling Shareholders of the Company during the Review Period.

As at the Latest Practicable Date, Ms. Ivanova owned 110,000 voting Shares (0.00072% of voting Shares). Ms. Ivanova did not conclude any transactions with the Shares throughout the Review Period.

Non-executive Directors

Mikhail Khardikov (Ceased to be a non-executive Director with effect from 27 June 2024)

Mr. Khardikov retired as a non-executive Director with effect from 27 June 2024. Reference may be made to his profile information in the Company's annual report for the financial year ended 31 December 2023.

Vladimir Kolmogorov, aged 71 (Non-executive Director)
Year of birth: 1953

From 18 May 2019 Mr. Kolmogorov was appointed as a non-executive Director.

From 2020 Mr. Kolmogorov is an executive Director of En+ Holding ILLC (earlier En+ Holding Limited). From 2019 to February 2024, he was First Deputy CEO for Technical Policy of En+ Holding ILLC (earlier En+ Holding Limited), from January to March 2024 he was Operating Director of En+ Holding ILLC. From 2020 to January 2024, he was First Deputy CEO – executive Director of En+. From October 2023 he became the executive director of EN+ GENERATION JSC (previously JSC "EuroSibEnergo"), and from January 2024 he became General Director of EN+ GENERATION JSC (previously JSC "EuroSibEnergo").

From 2016 to December 2023, Mr. Kolmogorov was the Head of Technical Supervision of EN+ GENERATION JSC (previously JSC "EuroSibEnergo"). Mr. Kolmogorov started his career as a foremaster at Krasnoyarsk HPP in 1975, which was later followed by his employment with Sayano-Shushenskaya HPP as Deputy Head (for Automated Control Systems) of Electrical Shop, and Chief Engineer of Taymyr HPP Cascade since 1982. From 1983 to 2014 Mr. Kolmogorov held senior management positions with various energy sector companies. In 2013 he was a First Deputy General Director of PJSC "IDGC of Siberia". From 2011 to 2012 he served as a Board of Directors Chairman of CJSC Distributed Energy. From 2009 to 2011 Mr. Kolmogorov was a General Director of JSC "OGK-3". From 1989 to 2006, Mr. Kolmogorov held senior management positions of such companies as EuroSibEnergoengineering LLC, JSC Irkutskenergo, Siberian Energy Company LLC, Krasnoyarskenergo JSC, JSC Krasnoyarsk HPP and also the position of chief engineer of SibirEnergo representative office of PJSC RAO UES.

Mr. Kolmogorov graduated from the Novosibirsk Electrotechnical Institute, Electrical Energy Industry Faculty, in 1975. He received his Doctor of Business Administration from the Russian Presidential Academy of National Economy and Public Administration in 2007. Mr. Kolmogorov has a PhD in Economics and PhD in Electrical Engineering. He was awarded the titles of the "Honoured Energy Industry Worker of the Russian Federation", "Honoured Energy Industry Worker" and "Merited Worker of Fuel and Energy Complex".

Save as disclosed in this Annual Report, Mr. Kolmogorov was independent from and not related to any other Directors, members of senior management of the Group, Substantial Shareholders or Controlling Shareholders of the Company during the end of the Review Period.

Mr. Kolmogorov did not directly or indirectly own the Shares. Mr. Kolmogorov did not conclude any transactions with the Shares throughout the Review Period.

Semen Mironov, aged 44
(Non-executive Director)
Year of birth: 1980

Mr. Mironov was appointed as a non-executive Director with effect from 28 June 2023.

From 2019 to 2022 Mr. Mironov was the investment director at Chelpipe Group and Rimera Group, responsible for identifying and diligencing compelling private equity investment opportunities in various sectors of the economy and their detailed analysis. In 2005-2018 Mr. Mironov was with Credit Suisse, combining roles of the Head of Eastern Europe, Middle East and Africa Equity Research and regional Metals, Mining and Chemicals sector head. In 2003-2005 Mr. Mironov was the Metals and Mining equity research analyst at Renaissance Capital, following companies in Russia, Ukraine and Kazakhstan.

Mr. Mironov is professionally certified as an investment advisor by both UK Financial Conduct Authority and Central Bank of the Russian Federation.

Mr. Mironov was independent from and not related to any other Directors, members of senior management of the Group, Substantial Shareholders or Controlling Shareholders of the Company during the Review Period.

Mr. Mironov did not directly or indirectly own the Shares. Mr. Mironov did not conclude any transactions with the Shares throughout the Review Period.

Alexander Danilov, aged 52
(Non-executive Director)
Year of birth: 1972

Mr. Danilov was appointed as a non-executive Director with effect from 27 June 2024. From 2019 to the present, Mr. Danilov has been the member of the management board at International limited liability company En+ Holding (former En+ Holding Limited). From 2019 to the present, Mr. Danilov has been the member of the board of directors of Joint Stock Company Soyuzmetallresurs Management Company. Mr. Danilov has been the member of the board of directors of Joint Stock Company Krasnoiyarskenergosbyt since June 2024.

Mr. Danilov graduated from the Moscow State Institute of International Relations (university) of the Ministry of Foreign Affairs of the Russian Federation in 1995 as an international lawyer with knowledge of a foreign language. Mr. Danilov graduated from University of Michigan Law School (Ann Arbor), LL.M., in 2000, and from University of Chicago Booth School of Business, MBA, in 2016.

Save as disclosed above, Mr. Danilov was independent from and not related to any other Directors, members of senior management of the Group, Substantial Shareholders or Controlling Shareholders of the Company during the Review Period.

Mr. Danilov did not directly or indirectly own the Shares. Mr. Danilov did not conclude any transactions with the Shares throughout the Review Period.

Independent Non-executive Directors

Christopher Burnham, aged 68
(Independent non-executive Director)
Year of birth: 1956

Mr. Burnham was appointed as an independent non-executive Director with effect from 14 February 2019.

Mr. Burnham has served as a member of the board of directors of En+ since 28 January 2019 as an independent director. Mr. Burnham has been the senior independent director of En+ from 2019 until March 2022. Mr. Burnham was elected as the chairman of the board of directors of En+ from 25 March 2022.

Since 2013 Mr. Burnham has been the Chairman and Chief Executive Officer of Cambridge Global Capital, and from 2013 to 2022, Mr. Burnham was the Chairman of its affiliated strategic advisory firm, Cambridge Global Advisors, headquartered in Washington, D.C. Mr. Burnham cofounded Cambridge after a distinguished career in government, diplomacy, banking and private equity. Mr. Burnham has served as Under Secretary General for Management of the United Nations, Under Secretary of State for Management (acting), Assistant Secretary of State for Resource Management and Chief Financial Officer of the U.S. Department of State, Treasurer of the State of Connecticut, and a three-term Member of the Connecticut House of Representatives where he was elected by his colleagues as Assistant Minority Leader after only one-term. In addition, Mr. Burnham served as Vice Chairman of Deutsche Bank Asset Management, global co-head of private equity, and served as a member of the asset management Global Operating Committee and Chairman of the Global Governance Committee. Earlier in his career, Mr. Burnham served as Chief Executive Officer of PIMCO's largest equity subsidiary, Columbus Circle Investors, and International Vice Chairman of PIMCO Funds Distribution Company.

Mr. Burnham led reforms of the Connecticut Treasury including turning around the worst performing state pension system in the nation, eliminating the USD7 billion unfunded liability within the Connecticut workers compensation system, and modernisation of the financial and reporting systems.

At the U.S. Department of State, Mr. Burnham built and led the implementation of performance measures down to the mission level while modernizing the global reporting system across 270 offices in 170 countries. As the Chief Operating Officer of the United Nations and a member of the cabinet of Kofi Annan, Mr. Burnham instituted sweeping governance reforms including the establishment of the first United Nations Ethics Office, the first United Nations Independent Audit Advisory Committee, the adoption of new International Public Sector Accounting Standards, the first comprehensive consolidated annual report in the history of the United Nations and a new whistle-blower protection policy that received independent recognition as the "gold standard". Mr. Burnham also implemented best-in-class financial disclosure reporting by senior United Nations officials and staff based on the U.S. government model, a first ever sexual harassment policy and initiated a taskforce to investigate corruption within United Nations procurement that led to prosecutions and convictions by the U.S. District Attorney's office of the Southern District of New York.

Mr. Burnham has been confirmed twice by the United States Senate.

From 2006 to December 2012, Mr. Burnham was the Vice Chairman and Managing Director of Deutsche Asset Management where he co-founded and led Deutsche Bank's direct private equity group, RREEF Capital Partners, the bank's re-entry into private equity after an eight-year absence. Mr. Burnham also chaired Deutsche Bank's asset management governance committee in Germany. Mr. Burnham is a globally recognised expert in the implementation of accountability and transparency, and the implementation of best practice in government, corporations, and inter-governmental organisations. Earlier in his career, Mr. Burnham worked as an investment banker in the public power and corporate group of First Boston, and at Advest, Inc.

A combat veteran of the United States Marine Corps (Reserve) who retired at the rank of Lieutenant Colonel, Mr. Burnham volunteered for active duty in 1990 and served as an infantry platoon commander in the Gulf War. Mr. Burnham his men were part of the lead Allied forces to reach and liberate Kuwait City.

Mr. Burnham is a senior advisor at the Centre for Strategic and International Studies where he has served on the development assistance reform committee, he has been a board member of the Marine Corps Law Enforcement Foundation since 1995, and an advisory board member of the Rothermere American Institute at Oxford University. He is a past member of the advisory committee of the World Bank Global Emerging Market Local Currency Bond programme (GEMLOC), Treasurer and board member of the Meridian International Centre, member of the Council on Foreign Relations, and numerous other volunteer and philanthropic boards. In addition, from 2017 to May 2022, Mr. Burnham has served on the board of Blue Water Defense located in Puerto Rico, a textile manufacturing firm.

Mr. Burnham studied national security policy at Georgetown University graduate programme in National Security Studies, and is a graduate of Washington and Lee University and earned a M.P.A. from Harvard University in 1990.

Save as disclosed above, Mr. Burnham was independent from and not related to any other Directors, members of senior management of the Group, Substantial Shareholders or Controlling Shareholders of the Company during the Review Period.

Mr. Burnham did not directly or indirectly own the Shares. Mr. Burnham did not conclude any transactions with the Shares throughout the Review Period.

Liudmila Galenskaia
(alternatively spelled as Lyudmila Galenskaya), aged 66 (Independent non-executive Director)
Year of birth: 1958

Ms. Galenskaia was appointed as an independent non-executive Director with effect from 23 June 2022.

Ms. Galenskaia is also an independent non-executive director of En+. Ms. Galenskaia has been the Head of the Service for Environmental Security and Rational Use of Natural Resources of Baikal Energy Company LLC (a company controlled by En+) since 2020. From 2003 until 2020, Ms. Galenskaia was the Head of the Service for Environmental Security and Rational Use of Natural Resources of JSC Irkutskenergo (a company controlled by En+).

From 1997 until 2002, Ms. Galenskaia held position of the Deputy Head of the Laboratory of JSC "Angarsk Polymer Plant", and from 1980 to 1997, she held positions of Chemical analysis laboratory assistant of the 4th category, laboratory engineer, the Deputy head of the shop of Angarsk Production Association Angarsknefteorgsintez.

Ms. Galenskaia graduated from the Irkutsk State University named after Zhdanov in 1980. Ms. Galenskaia currently is a member of the Health, Safety and Environmental Committee.

Save as disclosed above, Ms. Galenskaia was independent from and not related to any other Directors, members of senior management of the Group, Substantial Shareholders or Controlling Shareholders of the Company during the Review Period.

Ms. Galenskaia did not directly or indirectly own the Shares. Ms. Galenskaia did not conclude any transactions with the Shares throughout the Review Period.

Kevin Parker, aged 65
(Independent non-executive Director)
Year of birth: 1959

Mr. Parker was appointed as an independent non-executive Director with effect from 14 February 2019.

Mr. Parker is the managing partner of Sustainable Insight Capital Management, the New York based global asset management firm that launched in 2013. Mr. Parker has over 35 years of investment experience. Prior to that, Mr. Parker was a member of the management board of Deutsche Bank for 10 years and the former global head of Deutsche Asset Management from 2004 to 2012.

Mr. Parker is also the owner of Chateau Maris, named one of the five most environmentally friendly wineries in the world by Wine Spectator Magazine.

Mr. Parker received a BS Finance from New York University in 1981. After attending New York University, Mr. Parker joined EF Hutton and later Morgan Stanley where he was appointed head of the firm's equity derivatives business in Japan and Asia in 1988, based in Tokyo. Mr. Parker became a Managing Director in 1991 and held a variety of positions including Head of Asian derivatives, Global Head of equity derivatives trading and Chief Information Officer. Mr. Parker joined Deutsche Bank in June 1997, serving in a variety of roles before moving to Deutsche Asset Management as its head in 2004.

Mr. Parker was independent from and not related to any other Directors, members of senior management of the Group, Substantial Shareholders or Controlling Shareholders of the Company during the Review Period.

Mr. Parker did not directly or indirectly own the Shares. Mr. Parker did not conclude any transactions with the Shares throughout the Review Period.

Randolph N. Reynolds (Passed away on 17 May 2024)

Mr. Reynolds passed away on 17 May 2024. Reference may be made to his profile information in the Company's annual report for the financial year ended 31 December 2023.

Evgeny Shvarts, aged 66
(Independent non-executive Director)
Year of birth: 1958

Shvarts was appointed as an independent non-executive Director with effect from 20 April 2020.

Shvarts has been an independent non-executive director of PJSC "MMC "NORILSK NICKEL" from June 2019 through June 2024, and was a member of its Strategy Committee till 27 May 2020 and then he was the chairman of its Corporate Governance, Nomination and Remuneration Committee and from July 2023 he was a member of its Sustainable Development and Climate Change Committee. Shvarts has been a member of the board of the Charity Foundation, Biodiversity Conservation Centre (BCC) since 1993, a Leading (since April 2023 – Chief) Scientist of Institute of Geography, the Russian Academy of Sciences (RAS) in Moscow, a Head of Centre for responsible use of natural resources, Institute of Geography, RAS in Moscow since 2021, and a J. William Fulbright Foreign Scholarship Fellow (2019-2020) in University of Washington (Seattle, WA) and in Bowdoin College (ME). Shvarts was a former director of Conservation/director of Conservation Policy of WWF-Russia (1998-2019). Since 2023 Shvarts is a Board member of "Nature and People" Fund.

Shvarts holds a PhD degree (1987) and a Habilitation degree (Doctor of Sciences, 2003). Shvarts was Senior Fellow and Member of the Academic Board of the Institute of Geography, RAS (1990-1998) and he was elected to the Academic Board of the Institute of Geography, RAS in 2021, the chairman of the board of the Biodiversity Conservation Centre (1992-1998), and the manager of the Protected Areas Component of the GEF/WB "RF Biodiversity Conservation Project" (1996–1998). Since November 2021, Shvarts has been a professor at the Faculty of Geography and Geoinformation Technologies, National Research University Higher School of Economics.

Shvarts has authored 14 books and 193 articles, and was awarded the Title "Emeritus Ecologist", granted by President of Russian Federation and Honorary public figure of Nature Conservation, Ministry of Nature Resources (2006).

Shvarts was independent from and not related to any other Directors, members of senior management of the Group, Substantial Shareholders or Controlling Shareholders of the Company during the Review Period.

Shvarts did not directly or indirectly own the Shares. Shvarts did not conclude any transactions with the Shares throughout the Review Period.

Anna Vasilenko, aged 51
(Independent non-executive Director)
Year of birth: 1973

Ms. Vasilenko was appointed as an independent non-executive Director with effect from 24 June 2021.

Ms. Vasilenko is an independent director of PJSC "Inarctica" (before August 2022 – PJSC "Russian Aquaculture") from 30 June 2021. Ms. Vasilenko has been the Managing Director of EM (a strategic advisory and communications firm) from April 2021. She worked at the Moscow Exchange from 2014 until 2020 and was the Managing Director, Head of Primary Markets & Client Service Development. She was largely responsible for primary market activity and Moscow IPOs and helped bring a number of companies to the Moscow Exchange. Ms. Vasilenko played a key role in the effort to end the notion that Russian companies needed a foreign share listing when going public, and during her time at the Moscow Exchange, more companies sought a sole listing on Russia's main stock exchange.

From 2006 to 2012, Ms. Vasilenko was the director, business manager of equity structure products group of Renaissance Capital in Moscow. From 2003 to 2006, Ms. Vasilenko was the Deputy Head of Securities Department, Deputy Head of Investor Relations Department of Lukoil, Moscow. Ms. Vasilenko worked at Credit Suisse, Moscow from 1997 to 2003, in particular, she was the Head of the Operations Department.

Ms. Vasilenko completed an EMBA at the Moscow School of Management Skolkovo, and obtained a Master degree in economy from Lomonosov Moscow State University.

Ms. Vasilenko was independent from and not related to any other Directors, members of senior management of the Group, Substantial Shareholders or Controlling Shareholders of the Company during Review Period.

Ms. Vasilenko did not directly or indirectly own the Shares. Ms. Vasilenko did not conclude any transactions with the Shares throughout the Review Period.

Bernard Zonneveld, aged 68
(Independent non-executive Director, Chairman)
Year of birth: 1956

Mr. Zonneveld was appointed as an independent non-executive Director with effect from 24 June 2016 and was appointed as Chairman of the Board with effect from 6 March 2019.

Since February 2017, Mr. Zonneveld has been non-executive partner of Capitalmind, a corporate finance advisory firm of the Netherlands.

From August 2014 until 1 January 2015, Mr. Zonneveld served as the Head of ING Eurasia at ING Bank's Commercial banking division in Amsterdam. In May 2007, Mr. Zonneveld was appointed as Managing Director/Global Head of structured metals & energy finance at ING Bank's Commercial banking division in Amsterdam. Mr. Zonneveld joined ING Group in 1993 and since then he has held various senior positions, including Managing Director/Global co-Head of commodities group, Managing Director/Global Head of structured commodity finance and product development and Director/Head of structured commodity & export finance. Mr. Zonneveld has served as Chairman of the Netherlands-Russian Council for Trade Promotion and a member of the Dutch Trade Board. Mr. Zonneveld holds a master's degree in business law from Erasmus University in Rotterdam.

Mr. Zonneveld was an independent non-Executive Director of Vimetco N.V., a company whose global depositary receipts are listed on the London Stock Exchange, from July 2007 to June 2013.

Mr. Zonneveld was independent from and not related to any other Directors, members of senior management of the Group, Substantial Shareholders or Controlling Shareholders of the Company during the Review Period.

Mr. Zonneveld did not directly or indirectly own the Shares. Mr. Zonneveld did not conclude any transactions with the Shares throughout the Review Period.

The table below provides membership information of the committees on which each Board member serves.

Board Committee / Directors	Audit Committee	Corporate Governance & Nomination Committee	Remuneration Committee	Health, Safety and Environmental Committee*	Compliance Committee
Mr. Christopher Burnham		X	X		C
Ms. Liudmila Galenskaia				X	
Mr. Kevin Parker	C			X	X
Dr. Evgeny Shvarts			X	C	
Ms. Anna Vasilenko	X	X	C		
Mr. Bernard Zonneveld	X	C			X
Mr. Aleksander Danilov					
Mr. Vladimir Kolmogorov					
Mr. Semen Mironov				X	
Ms. Natalia Albrekht				X	
Ms. Elena Ivanova					
Mr. Evgenii Nikitin					

Notes:–
C – Chairman
X – member
* – This Board committee may also consist of non-Board members

General Director (sole executive body)

Evgenii Nikitin, aged 59
(General Director, Executive Director)
Year of birth: 1966

Mr. Nikitin was appointed as an Executive Director on 28 June 2018. Mr. Nikitin was appointed as the Chief Executive Officer of the Company in November 2018 and became the General Director with effect from 25 September 2020. Mr. Nikitin has also been the General Director of JSC "RUSAL Management" since 2019. Before that, he held position of acting CEO of the Company since May 2018 and RUSAL's Head of Aluminium Division since January 2014. Prior to that, he held positions of director of Aluminium Division East since October 2013. Prior to that appointment, Mr. Nikitin was the managing director of KrAZ, one of the world's largest aluminium production facilities. From 2008 to 2010, he was managing director of SAZ after beginning his career with the Group as a pot operator in 1993.

Mr. Nikitin was born on 11 March 1966. He graduated from the Moscow State Technical University of Civil Aviation in 1989 and from Lomonosov Moscow State University with a master's degree in business management (MBA) – production systems in 2009.

Mr. Nikitin was independent from and not related to any other Directors, members of senior management of the Group, Substantial Shareholders or Controlling Shareholders of the Company during the Review Period.

Mr. Nikitin did not directly or indirectly own the Company's Shares. Mr. Nikitin did not conclude any transactions with the Shares throughout the Review Period.

The collective executive body of the Company has not been formed in accordance with the Company's Charter.

Corporate Secretary

Sergey Bazanov, aged 45 (Corporate Secretary)
Year of birth: 1980

With effect from 25 September 2020, Mr. Sergey Bazanov was appointed as the Corporate Secretary of the Company. Before that, he held the position of Secretary of the Board since 2017.

Mr. Bazanov joined RUSAL in 2007. From 2007 to 2020, he consecutively held the positions of a manager, Head of direction and Head of the Board relations and coordination department, and was responsible, among other things, for the development and control of corporate governance procedures, information and organisational support for the work of the Company's management bodies, including the Board.

In December 2024 Mr. Sergey Bazanov was appointed as the Corporate Secretary of the ALSIB IPJSC.

Prior to joining RUSAL, Mr. Bazanov held the positions of a consultant and senior consultant at IBM Business Consulting Services, as well as a consultant in the management consulting department of IBS.

Mr. Bazanov graduated from the London School of Economics and Political Science with a Bachelor's degree in Economics in 2002.

Mr. Bazanov did not directly or indirectly own the Company's Shares. Mr. Bazanov did not conclude any transactions with the Shares throughout the Review Period.

Report of the Board of Directors

Report of the Board of Directors

The Board of Directors are pleased to present the 2024 Annual Report and the audited consolidated financial statements of United Company RUSAL, international public joint-stock company for the year ended 31 December 2024.

1. Principal activities

The principal activities of the Group are the production and sale of aluminium (including alloys and value-added products, such as aluminium slabs, wire rod, foundry aluminium alloy, aluminium billet and others). Within its upstream business, the Group has secured substantial supplies of bauxite and has the capacity to refine bauxite into alumina, key raw material for aluminium production. The Company also holds strategic investments, including its investment in Norilsk Nickel and coal business. There has been no significant change in those activities throughout the financial year.

2 Financial summary

The results of the Group for the year ended 31 December 2024 are set out in the consolidated financial statements on pages 180 to 281.

3 Business Review

Please refer to the section headed "Business Overview" and "Management Discussion and Analysis" on pages 22 to 101 for further information on the review of the Group's business.

4 Dividends

Under the requirements of the Charter, the Shareholders may resolve to distribute (declare) dividends upon recommendation of the Board. No dividends were declared and paid by the Company during the year ended 31 December 2024.

5 Reserves

The transfer of USD922 million from reserves is proposed to be made within the meaning of Schedule 4 to the Companies Ordinance (Chapter 622 of the Laws of Hong Kong). The amount of the reserves available for distribution to shareholders as at 31 December 2024 was USD16,968 million.

6 Fixed assets

Information relating to significant changes in the fixed assets of the Company or of any of its subsidiaries that have occurred during the financial year is set out in note 13 to the consolidated financial statements.

7 Donation

During the year ended 31 December 2024, the Group made charitable donations of approximately USD47 million.

8 Share capital

Share repurchases

Save as the repurchase of bonds as disclosed in note 19(b) to the consolidated financial statements, neither the Company nor any of its subsidiaries repurchased, sold or redeemed any of their securities during the financial year ended 31 December 2024.

Share issues

No Shares were issued/allotted by the Company during the financial year ended 31 December 2024.

Debenture issued

Save for the bonds as disclosed in note 19(b) to the consolidated financial statements, no debenture was issued by the Company during the financial year ended 31 December 2024.

9 General mandate granted to the Directors in respect of the issuance of Shares

There was no general mandate granted to the Directors to issue Shares in effect during the financial year.

The Board is authorised according to the Charter to approve the increase in the Company's charter capital through the placement by the Company of additional ordinary shares within the limits of the number and categories (types) of authorised shares or issue-grade securities convertible into ordinary shares by public offering (if the number of securities is 25% or less of the corresponding previously placed shares). In case the amount of increase or issue-grade exceeds 25% of the previously placed shares such increase shall be subject to preliminary approval by the GSM.

10 Shareholders' agreements

(a) Shareholders' Agreement with the Company

The principal terms of this agreement are described in Appendix A.

At the time of entering of the Shareholders' Agreement with the Company, the parties to the agreement included the Major Shareholders, namely En+, SUAL Partners, Glencore and Onexim.

The impact of the Shareholding Changes in 2018 and the Shareholding Changes in 2019 to the Shareholders' Agreement with the Company is described in Appendix A.

(b) Shareholders' Agreement between Major Shareholders only

The Shareholders' Agreement between the Main Shareholders, which, as far as the Company is aware, has not been amended since the Listing Date, was aimed at regulating certain issues between the Main Shareholders. The principal terms of the Shareholders' Agreement between Major Shareholders only are described in Appendix B.

11 Management contracts

Other than the full-time employment contracts, the Company has not entered into any contract with any individual, firm or body corporate to manage or administer the whole or any substantial part of any business of the Company during the year ended 31 December 2024.

12 Connected transactions (i)

The transactions and arrangements summarised below were entered into by members of the Group with its connected persons (including their respective associates) prior to and subsisting during the financial year ended 31 December 2024, and are required to be disclosed by the Company in compliance with Rules 14A.49, 14A.71 and 14A.72 of the HKSE Listing Rules and, where applicable, were disclosed by the Company in accordance with the requirements of Chapter 14A of the HKSE Listing Rules.

Continuing connected transactions disclosed in the "Report of the Board of Directors" section of this Annual Report differ from the related party transaction disclosures included in note 5, note 6 and note 25 of the consolidated financial statements. Differences arise as the definition of continuing connected transactions does not include operations with Glencore, or operations with associates of the Group, while these transactions are treated as related party transactions in the consolidated financial statements of the Group. Save as disclosed in this section, none of the related party transactions in note 5, note 6 and note 25 of the consolidated financial statements constituted a connected transaction or continuing connected transaction subject to independent shareholders' approval, annual review and all disclosure requirements in Chapter 14A of the HKSE Listing Rules. The Company confirms that it has complied with the disclosure requirements in accordance with Chapter 14A of the HKSE Listing Rules. Additionally, transactions that are considered immaterial and meet the definition of de minimis are not included in the disclosure of continuing connected transactions.

The independent non-executive Directors consider that each of the transactions below have been entered into and are conducted:

(a) in the ordinary and usual course of business of the Group;

(b) on normal commercial terms or better; and

(c) in accordance with the relevant agreement governing them on terms that are fair and reasonable in the interests of the Company and its shareholders as a whole.

The Company's auditors were engaged to report on the Group's continuing connected transactions for the year ended 31 December 2024 in accordance with the Hong Kong Standard on Assurance Engagements 3000 "*Assurance Engagements Other Than Audits or Reviews of Historical Financial Information*" and with reference to Practice Note 740 "Auditor's Letter on Continuing Connected Transactions under the Hong Kong Listing Rules" issued by the Hong Kong Institute of Certified Public Accountants. The Board confirmed that auditors have issued an unqualified letter in accordance with Rule 14A.56, containing their confirmation that nothing has come to their attention that caused them to believe that the continuing connected transactions as disclosed by the Group in the annual report (i) have not been approved by the Board; (ii) were not, in all material respects, in accordance with the pricing policies of the Group if the transactions involve the provision of goods or services by the Group; (iii) were not entered into, in all material respects, in accordance with the relevant agreement governing the transactions; and (iv) have exceeded the cap.

A Electricity and Capacity Supply Contracts

During the Review Period, En+ was the Controlling Shareholder of the Company. Accordingly, the electricity and capacity supply and transmission contracts between members of the Group and companies controlled by En+ referred to below constituted continuing connected transactions for the Company under the HKSE Listing Rules.

Long-term electricity and capacity supply contracts

The Group through its three wholly-owned subsidiaries, KrAZ, BrAZ and RUSAL Ural JSC (formerly JSC "SUAL") entered into three long-term electricity and capacity supply contracts on 4 December 2009, 1 December 2009 and 15 November 2009 respectively. Under each of these contracts, 50% of the price must be paid before the 15th day of the month of supply and the remaining 50% of the price must be paid before the 25th day of the month of supply. The amount to be paid is satisfied in cash via wire transfer and is based on the estimated consumption of the Group as mutually agreed between the parties. The final settlement is made by the parties in the month following the month of supply. RUSAL Ural JSC and BrAZ each concluded the contracts with JSC "Irkutskenergo" for the period from 2010 to 2018. On 31 December 2014, RUSAL Ural JSC, BrAZ and JSC "Irkutskenergo" entered into an addendum pursuant to which all rights and obligations under the contract dated 15 November 2009 were transferred from JSC "RUSAL Ural" to BrAZ. KrAZ concluded the contract with Krasnoyarskaya HPP for the period from 2010 to 2020. The cost of electricity supplied by JSC "Irkutskenergo" and Krasnoyarskaya HPP is based on a fixed formula which is tied to the market prices of electricity and the prices of aluminium quoted on the LME. For details of the formula, please refer to the Company's circular dated 13 December 2013. As mentioned in the announcement dated 19 November 2014, Krasnoyarskaya HPP suspended the supply of electricity in the amount required by KrAZ under the contract since October 2014.

As mentioned in the Company's circulars dated 11 October 2016, 18 October 2019, 30 November 2022, 22 November 2023 and 3 September 2024 (the "**Circulars**"), certain members of the Group entered into three new long-term electricity supply agreements to replace the abovementioned long-term electricity and capacity supply contracts, the details of which are as follows:

(i) BrAZ and JSC "Irkutskenergo" entered into a long-term electricity purchase contract pursuant to which BrAZ agreed to purchase electricity from JSC "Irkutskenergo" for a period of ten years from 1 January 2017 to 31 December 2026;

(ii) BrAZ (Branch of PJSC "RUSAL Bratsk" in Shelekhov) and JSC "Irkutskenergo" entered into a long-term electricity purchase contract pursuant to which BrAZ agreed to purchase electricity from JSC "Irkutskenergo" for a period of ten years from 1 January 2017 to 31 December 2026; and

(iii) RUSAL Energo, a subsidiary of the Company, and EN+ GENERATION JSC (previously EuroSibEnergo JSC), a power generating company controlled by En+ as to more than 30% of its issued share capital, entered into a long-term electricity purchase contract pursuant to which RUSAL Energo agreed to purchase electricity from EN+ GENERATION JSC (previously EuroSibEnergo JSC) for a period from 1 November 2016 to 31 December 2025.

Under each of these new long-term electricity and capacity contracts, preliminary payments for electricity supplied shall be paid not later than 14th day and 28th day of the Review Period, respectively. Final payment for electricity supplied shall be made before the 21st day of the month following the Review Period. The cost of electricity to be supplied is satisfied in cash via bank transfer. The prices of electricity supplied under these new long-term electricity and capacity contracts were agreed between the parties and were determined based on a formula which is tied to the market prices of electricity at discount. For details of the formula, please refer to the circulars of the Company dated 11 October 2016, 30 November 2022, 22 November 2023 and and 3 September 2024.

As mentioned in the announcement dated 29 November 2017, as part of a reorganisation of the En+ group companies, on 28 November 2017, the original contracts with JSC "Irkutskenergo" were terminated and replaced with new electricity and capacity contracts entered into between the respective members of the Group which were parties to the original contracts and LLC EN+ HYDRO (previously LLC "EuroSibEnergo-Hydrogeneration"), a wholly-owned subsidiary of En+. The material terms and conditions of the new electricity and capacity contracts (including those as set out in the circular of the Company dated 11 October 2016, 30 November 2022, 22 November 2023 and 3 September 2024 such as the pricing formula, annual contractual amount of electricity to be supplied and payment timeframe, guarantee arrangements and annual caps) were the same as those under the original electricity and capacity contracts, and the term of the new electricity and capacity contracts covers the remaining term of the original electricity and capacity contracts.

The actual monetary value of electricity and capacity purchased for the year ended 31 December 2024 under the contract between BrAZ and JSC "Irkutskenergo"/ LLC EN+ HYDRO (previously LLC EuroSibEnergo-Hydrogeneration) (which replaced JSC "Irkutskenergo") was USD251.6 million.

The actual monetary value of electricity and capacity purchased for the year ended 31 December 2024 under the contract between BrAZ (which replaced JSC "RUSAL Ural" (formerly JSC "SUAL") pursuant to an addendum dated 31 December 2014) and JSC "Irkutskenergo"/ LLC EN+ HYDRO (previously LLC EuroSibEnergo-Hydrogeneration) (which replaced JSC "Irkutskenergo") was USD83.1 million.

The actual monetary value of electricity purchased for the year ended 31 December 2024 under the contract between RUSAL Energo and EN+ GENERATION JSC (previously EuroSibEnergo JSC) was USD186.1 million.

As mentioned in the announcement dated 6 August 2024 and in the Company's circular dated 3 September 2024, in February 2024, the new Russian regulation in relation to the national green electricity certification system was launched. The operator of the system is LLC Centre for Energy Certification ("CES"), a company that was founded by the Association "Non-Profit Partnership Market Council" (the "Market Council") in accordance with the Federal Law of the Russian Federation with the aim of creating and ensuring the functioning and development of a system for recording generation attributes and circulation of certificates of origin of electrical energy. As (i) one of the Group's major goals is to become the world's largest producer of low-carbon aluminium; (ii) many customers of the Group require low-carbon aluminium; and (iii) the Group considers sustaining the share of low-carbon aluminium in its portfolio as one of the indispensable elements for being competitive in the short and medium term, the Group intends to participate in the national green electricity certification system and obtain generation attributes ("attributes") from qualified power generating facilities.

Those "attributes" are essentially proofs of electricity produced by low-carbon and/or renewable energy source for use by the Group.

In addition, given that (a) LLC EN+ HYDRO and EN+ GENERATION JSC are the Group's major power suppliers with sufficient power supply to meet the total energy demand from six out of its seven aluminium smelters in Siberia; (b) one of the three existing long-term E&C Contracts with the said companies will expire in 2025 and the other two in 2026; and (c) the proposed pricing for the procurement of both electricity and "attributes" under the Green Contracts (as defined below) shall be no less favourable than those offered to the Group by independent third parties or those offered by the connected suppliers to other parties, certain members of the Group entered into twelve new long-term electricity supply agreements, the details of which are as follows:

(i) RUSAL-Sayanogorsk and LLC EN+ HYDRO entered into a long-term electricity purchase contract pursuant to which RUSAL-Sayanogorsk agreed to purchase electricity from LLC EN+ HYDRO for a period of ten years from 01.10.2024 to 31.12.2034;

(ii) RUSAL-Sayanogorsk and EN+ GENERATION JSC entered into a long-term electricity purchase contract pursuant to which RUSAL-Sayanogorsk agreed to purchase electricity from EN+ GENERATION JSC for a period ten years from 01.10.2024 to 31.12.2034;

(iii) RUSAL-Novokuznetsk and LLC EN+ HYDRO entered into a long-term electricity purchase contract pursuant to which RUSAL – Novokuznetsk agreed to purchase electricity from LLC EN+ HYDRO for a period of ten years from 01.10.2024 to 31.12.2034;

(iv) RUSAL-Novokuznetsk and EN+ GENERATION JSC entered into a long-term electricity purchase contract pursuant to which RUSAL – Novokuznetsk agreed to purchase electricity from EN+ GENERATION JSC for a period ten years from 01.10.2024 to 31.12.2034;

(v) RUSAL-Energo and LLC EN+ HYDRO entered into a long-term electricity purchase contract pursuant to which RUSAL – Energo agreed to purchase electricity from LLC EN+ HYDRO for a period of ten years from 01.10.2024 to 31.12.2034 (regarding RUSAL Taishet);

(vi) RUSAL-Energo and LLC EN+ HYDRO entered into a long-term electricity purchase contract pursuant to which RUSAL – Energo agreed to purchase electricity from LLC EN+ HYDRO for a period of ten years from 01.10.2024 to 31.12.2034 (regarding RUSAL Krasnoyarsk);

(vii) RUSAL-Energo and EN+ GENERATION JSC entered into a long-term electricity purchase contract pursuant to which RUSAL – Energo agreed to purchase electricity from EN+ GENERATION JSC for a period of ten years from 01.10.2024 to 31.12.2034 (regarding RUSAL Taishet);

(viii) RUSAL-Energo and EN+ GENERATION JSC entered into a long-term electricity purchase contract pursuant to which RUSAL – Energo agreed to purchase electricity from EN+ GENERATION JSC for a period of ten years from 01.10.2024 to 31.12.2034 (regarding RUSAL Krasnoyarsk);

(ix) RUSAL-Bratsk and LLC EN+ HYDRO entered into a long-term contract electricity purchase pursuant to which RUSAL-Bratsk agreed to purchase electricity from LLC EN+ HYDRO for a period of ten years from 01.10.2024 to 31.12.2034 (regarding branch in Shelekhov);

(x) RUSAL-Bratsk and EN+ GENERATION JSC entered into a long-term electricity purchase contract pursuant to which RUSAL-Bratsk agreed to purchase electricity from EN+ GENERATION JSC for a period of ten years from 01.10.2024 to 31.12.2034 (regarding branch in Shelekhov);

(xi) RUSAL-Bratsk and LLC EN+ HYDRO entered into a long-term contract electricity purchase pursuant to which RUSAL-Bratsk agreed to purchase electricity from LLC EN+ HYDRO for a period of ten years from 01.10.2024 to 31.12.2034;

(xii) RUSAL-Bratsk and EN+ GENERATION JSC entered into a long-term electricity purchase contract pursuant to which RUSAL-Bratsk agreed to purchase electricity from EN+ GENERATION JSC for a period of ten years from 01.10.2024 to 31.12.2034.

Under each of these new long-term electricity and capacity contracts, preliminary payments for electricity supplied shall be paid not later than 14th day and 28th day of the review period, respectively. Final payment for electricity supplied shall be made before the 21st day of the month following the review period. The cost of electricity to be supplied is satisfied in cash via bank transfer. The pricing for the electricity under the Green Contracts shall be the same as those under the existing long-term E&C Contracts, but without any discount.

The actual monetary value of electricity purchased for the year ended 31 December 2024 under the contract between RUSAL-Sayanogorsk and LLC EN+ HYDRO was USD49.6 million.

The actual monetary value of electricity purchased for the year ended 31 December 2024 under the contract between RUSAL-Sayanogorsk and EN+ GENERATION JSC was nil.

The actual monetary value of electricity purchased for the year ended 31 December 2024 under the contract between RUSAL-Novokuznetsk and LLC EN+ HYDRO was USD13.5 million.

The actual monetary value of electricity purchased for the year ended 31 December 2024 under the contract between RUSAL-Novokuznetsk and EN+ GENERATION JSC was nil.

The actual monetary value of electricity purchased for the year ended 31 December 2024 under the contract between RUSAL-Energo and LLC EN+ HYDRO was USD20.6 million (regarding RUSAL Taishet).

The actual monetary value of electricity purchased for the year ended 31 December 2024 under the contract between RUSAL-Energo and LLC EN+ HYDRO was USD17.8 million (regarding RUSAL Krasnoyarsk).

The actual monetary value of electricity purchased for the year ended 31 December 2024 under the contract between RUSAL-Energo and EN+ GENERATION JSC was USD4.7 million (regarding RUSAL Taishet).

The actual monetary value of electricity purchased for the year ended 31 December 2024 under the contract between RUSAL-Energo and EN+ GENERATION JSC was nil (regarding RUSAL Krasnoyarsk).

The actual monetary value of electricity purchased for the year ended 31 December 2024 under the contract between RUSAL-Bratsk and LLC EN+ HYDRO was nil (regarding branch in Shelekhov).

The actual monetary value of electricity purchased for the year ended 31 December 2024 under the contract between RUSAL-Bratsk and EN+ GENERATION JSC was nil (regarding branch in Shelekhov).

The actual monetary value of electricity purchased for the year ended 31 December 2024 under the contract between RUSAL-Bratsk and LLC EN+ HYDRO was nil.

The actual monetary value of electricity purchased for the year ended 31 December 2024 under the contract between RUSAL-Bratsk and EN+ GENERATION was nil.

Short-term electricity and capacity supply contracts

Members of the Group, including BrAZ, JSC "RUSAL Sayanogorsk", JSC "RUSAL Novokuznetsk", RUSAL Ural JSC and RUSAL Energo have entered into, from time to time in the financial year ended 31 December 2024 as part of their ordinary course of business, short-term electricity and capacity supply contracts with duration not exceeding one year with the companies controlled by En+, including LLC "Avtozavodskaya TEC", EN+ GENERATION JSC (previously EuroSibEnergo JSC), LLC EN+ HYDRO (previously LLC EuroSibEnergo-Hydrogeneration) and LLC "Baikal Energy Company". The electricity and capacity supplied under these short-term electricity and capacity supply contracts are derived from the plants operated by LLC "Avtozavodskaya TEC", EN+ GENERATION JSC (previously EuroSibEnergo JSC), LLC EN+ HYDRO (previously EuroSibEnergo-Hydrogeneration) and LLC "Baikal Energy Company".

The prices of electricity and capacity supplied were determined under a competitive procedure (involving bidding and tendering of suppliers and customers of electricity and capacity by a respective operator) through the TSA or agreed by the parties at a level not higher than such prices, and prices determined through such competitive procedure were generally considered as market prices. The parties to these short-term electricity and capacity contracts receive information relating to prices of electricity and capacity directly from the TSA or from the "System Operator of the

United Power System" Joint-stock Company, an office performing a centralised operational and dispatching management of the Unified energy system of the Russian Federation, conferred, among others, with the authority to issue instructions compulsory to all subjects and consumers of the electric energy which influence the whole energy system ("**System Operator**"), and this is consistent with normal market practice whereby prices are provided to each participant of the market individually.

The mechanism for the determination of market prices of electricity and capacity through the TSA is approved by, and is in compliance with statutory requirements stipulated in applicable regulations of, the Government of the Russian Federation, and the Group may only enter into short-term electricity and capacity contracts (with independent third parties or connected persons) through the TSA (all contracts in the wholesale electricity and capacity market, including non-regulated contracts, are registered by the TSA).

Under the terms of the short-term electricity and capacity contracts, payments due to be paid by members of the Group shall be made in instalments in accordance with the regulations of the Market Council, and all payment amounts shall be satisfied by the relevant members of the Group in cash via bank transfer.

In addition, members of the Group, including LLC "RUSAL Silicon Ural", JSC "RUSAL SAYANAL", JSC "Ural Foil", LLC "Rusal Medical Centre", Casting and mechanical plant "SKAD" Ltd., LLC "KrAMZ Avto" have entered into, from time to time as part of their ordinary course of business, the additional agreements to the original short-term electricity and capacity supply contracts not exceeding three years with LLC "MAREM+", a company controlled by En+, for the supply of electricity and capacity purchased at the wholesale energy and capacity market.

The purchase of electricity and capacity at the wholesale market is effected at a price which is determined daily (for electricity) and monthly (for capacity), based on the trading results at the wholesale market, and subject to unpredictable external fluctuations (including, without limitation, weather factors, river stream flow rates, hydro-power plant output storage, transborder crossflow planning, provision for reserves by power generation facilities, scheduled equipment repairs, fuel price fluctuations, details of fuel regime for "endpoint" power generation facilities, economic efficiency of bids submitted by producers, technological processes of power generation facilities' equipment, and effect of state regulation on the market model).

The prices of electricity and capacity under these contracts/addendums were derived from the wholesale market price regulated by regulations prescribed by the Government of the Russian Federation. Payments due by members of the Group shall be made in accordance with tentatively scheduled instalments during each month, and the final payment shall be made in the middle of the month following the month of billing, and all payment amounts shall be satisfied by the relevant members of the Group in cash via bank transfer.

During 2024, members of the Group have also from time to time entered into the additional agreements to the original short-term electricity and capacity supply contracts with Limited Liability Company "Irkutskaya Energosbytovaya Company" ("**LLC Irkutskenergosbyt**"), a company controlled by En+ as to more than 30%, for the supply of electricity and capacity purchased at the wholesale electricity and capacity market and supplied to the consumers in the retail market on normal commercial terms (including the pricing terms) regulated under the regulations of the Government of the Russian Federation. Payments due by members of the Group under each of these short-term electricity and capacity supply contracts shall be made by instalments during each month of supply, and all payment amounts shall be satisfied by the relevant members of the Group in cash via bank transfer.

The actual monetary value of electricity and capacity purchased for the year ended 31 December 2024 under the contracts/addendums with LLC "Avtozavodskaya TEC", LLC MAREM+ (including LLC "MAREM+K", which is a subsidiary of LLC MAREM+), EN+ GENERATION JSC (previously EuroSibEnergo JSC), LLC EN+ HYDRO (previously LLC EuroSibEnergo-Hydrogeneration), LLC Irkutskenergosbyt and LLC "BEC" was USD259.1 million.

Miscellaneous electricity and capacity transmission contracts

The Group has also entered into miscellaneous electricity and capacity contracts and/or addendums to those contracts with JSC "IENC", a member of the consolidated En+ group, from time to time during the year ended 31 December 2024.

The prices of electricity transmission under such miscellaneous electricity and capacity contracts (and addendums thereto) were based on tariff rates stipulated by the Tariff Service of the Irkutsk region (an executive authority of the Irkutsk region in the sphere of government regulation of tariffs including electricity and capacity transmission tariffs), and on terms which are the same for all consumers (tariffs are differentiated depending on voltage levels). Payments under these miscellaneous electricity and capacity contracts (and addendums thereto) were made in accordance with tentatively scheduled instalments during each month, with the final payment effected in the middle of the month following the month of billing, and all payment amounts were satisfied in cash via bank transfer.

The actual monetary value of electricity and capacity transmission purchased and sold for the year ended 31 December 2024 under these contracts with companies controlled by En+ was USD149.3 million.

Long-term capacity RSE contracts

The Group also entered into the long-term capacity supply from renewable sources of energy contracts ("**RSE Contracts**") with a term of 15 years with companies controlled by En+ as sellers, including JSC "Krasnoyarskaya HPP" (which was replaced by LLC En+ SUN (previously LLC "Abakanskaya SPP") in 2017) and LLC EN+ HYDRO (previously LLC EuroSibEnergo-Hydrogeneration), from time to time during the year ended 31 December 2024.

The entering into of these long-term capacity RSE contracts is compulsory for participants of the wholesale electricity and capacity market under the capacity-based renewable energy support scheme of the Russian Federation. Under applicable regulations of the Government of the Russian Federation, participants in the electricity energy wholesale market must purchase capacity by entering into standard form of contracts, the terms and conditions (including the mechanics of price determination and duration of contract to be of 180 months) of which are determined by the Market Council and published on the website of the Market Council. Such terms and conditions prescribed by the Market Council may not be amended by the supplier or buyer entering into the long-term capacity RSE contracts. The exact capacity volume to be supplied under the contract and its value are determined by the TSA.

The price of capacity to be sold under the long-term capacity RSE contracts is determined by the TSA in accordance with procedures established by the rules of determination of the price of capacity of generating facilities using renewable energy sources approved by the relevant legislation of the Government of the Russian Federation and the Wholesale Market Rules, details of which were set out in the circulars of the Company dated the 11 October 2016, 30 November 2022, 22 November 2023 and 3 September 2024. Payment for the supply of capacity is made by the buyer of capacity via bank transfer using designated bank accounts it maintains pursuant to the TSA's instructions, and the buyer is only notified of the volume supplied for the payments made at a later stage.

On 30 March 2016, the TSA on behalf of RUSAL Energo entered into the long-term capacity RSE contract with Krasnoyarskaya HPP (which was replaced by LLC En+ SUN (previously LLC "Abakanskaya SPS") in 2017).

The actual monetary value of electricity and capacity purchased for the year ended 31 December 2024 under the long-term capacity RSE contracts with LLC "En+ SUN" was USD0.6 million.

Long-term mandatory agreements for purchase of capacity of retrofitted generating facilities

Members of the Group are the current participants (entities) on the wholesale electricity and capacity market, and purchase electricity and capacity on the wholesale electricity and capacity market.

Activity on the wholesale electricity and capacity market is regulated by the legislation of the Russian Federation currently in effect (in particular, Resolution No. 1172 of the Government of the Russian Federation "On approving Rules for the wholesale electricity and capacity market and on making changes to some acts of the Government of the Russian Federation regarding the arrangement of functioning of the wholesale electricity and capacity market"). The wholesale electricity and capacity market operating principle is ensured by the infrastructure organisations including the Market Council, the TSA, the Joint Stock Company "Financial Settlement Centre" (the single settlement centre of the wholesale electricity and capacity market) ("**Financial Settlement Centre**") and System Operator.

The aforementioned legislation of the Russian Federation introduced to the current wholesale electricity and capacity market model a procedure for selecting projects for the retrofitting of generating facilities of thermal power plants on the wholesale electricity and capacity market during the period from 2019 through 2027 (inclusively). This procedure guarantees the refund of cash spent for retrofitting of generating facilities of thermal power plants at the expense of the wholesale electricity and capacity market consumers.

As such, the long-term mandatory contracts for the purchase and sale (supply) of capacity of retrofitted generating facilities ("**KOMMod contracts**") has been introduced on the Russian wholesale electricity and capacity market in 2019.

System Operator and the Government Commission for Electric Power Industry Development select projects for retrofitting thermal power plant generating facilities on an annual basis. According to the selection results, based on the commercial representation agreements as an agent, the Financial Settlement Centre concludes the KOMMod contracts with the selected suppliers on behalf of the wholesale electricity and capacity market participants, with a delivery period of 16 years.

According to the results of a selection of projects for retrofitting of thermal power plant generating facilities carried out in 2019, Decree of the Government of the Russian Federation No.1713-r dated 2 August 2019 approved a list of generating facilities the capacity of which are to be supplied under the KOMMod contracts. Projects for retrofitting of thermal power plant facilities owned by JSC "Irkutskenergo", were included in the list of selected projects.

In accordance with the wholesale electricity and capacity market regulations, the Financial Settlement Centre, as agent, is obliged to conclude the KOMMod contracts on behalf of the members of the Group participating in the Russian wholesale electricity and capacity market based on a commercial representation agreement. As such, the Company could neither participate nor exert control over the conclusion of the KOMMod contracts.

Members of the Group may not reject the conclusion of the KOMMod contracts since this type of agreements is obligatory for conclusion by all the wholesale electricity and capacity market members. If the Wholesale Market Rules were not observed by the members of the Group, they would lose the wholesale electricity and capacity market participant status which would have resulted in a significant growth in electricity and capacity purchase costs.

In September 2019, the Financial Settlement Centre concluded the KOMMod contracts on behalf of certain members of the Group (which are participants of the wholesale electricity and capacity market) with JSC "Irkutskenergo" (as replaced by LLC "Baikal Energy Company" in 2020), a company controlled by En+, as the counterparty/supplier. The obligations of the parties under part of these agreements (supply and payment) have already commenced in 2022 and part of them are expected to commence in the near future. Amounts payable by the members of the Group under these KOMMod contracts shall be made in cash via bank transfer on payment terms prescribed by regulations of the Market Council.

According to the results of a selection of projects for retrofitting of thermal power plant generating facilities carried out in 2019, Decree of the Government of the Russian Federation No.232-r dated 7 February 2020 approved a list of generating facilities, the capacity of which is to be supplied under the KOMMod contracts. In March 2020 the Financial Settlement Centre concluded the KOMMod contracts on behalf of certain members of the Group (which are the participants of the wholesale electricity and capacity market) with JSC "Irkutskenergo" (as replaced by LLC "Baikal Energy Company" in 2020) and LLC "Avtozavodskaya TEC", companies controlled by En+, as the counterparty/supplier. The obligations of the parties under these agreements (supply and payment) will commence from 2025 at the earliest.

According to the results of the selection of projects for the modernisation of the generating capacities of thermal power plants, carried out in November 2020, the Decree of the Government of the Russian Federation No. 265-r dated 6 February 2021 approved a list of generating facilities, the capacity of which is supplied under the KOMMod contracts. In March 2021, the Financial Settlement Centre entered into KOMMod contracts on behalf of certain members of the Group (who are the participants in the wholesale electricity and capacity market) with LLC "Baikal Energy Company", a company controlled by En+, as the counterparty/supplier. The obligations of the parties under these agreements (delivery and payment) will commence from 2026 at the earliest.

It is expected that the members of the Group will enter into the KOMMod contracts with the associates of En+ from time to time in the future on the same terms as described in the circulars of the Company dated 18 October 2019, 30 November 2022, 22 November 2023 and 3 September 2024.

The actual monetary value of electricity and capacity purchased for the year ended 31 December 2024 under the KOMMod contracts with LLC "Baikal Energy Company" was USD4.8 million.

The aggregate consideration for the long-term and short-term electricity and capacity supply contracts, long-term capacity RSE Contracts, KOMMod contracts together with the miscellaneous electricity and capacity contracts between the Group and the associates of En+ for the year ended 31 December 2024 was USD1,040.8 million, which is within the annual cap of USD1,582 million (net of VAT) as approved by the independent shareholders of the Company for such type of continuing connected transactions for the year ended 31 December 2024.

On 27 March 2014, the framework agreements (as mentioned on pages 11 and 23 of the circular of the Company dated 13 December 2013), governing (i) the transactions under the short-term electricity and capacity supply contracts with En+'s associates and the miscellaneous electricity and capacity transmission contracts with En+'s associates; and (ii) the transactions under certain aluminium sales contracts with Mr. Deripaska's associates respectively, were signed. Such agreements were respectively extended to cover three years ending 31 December 2019 by an addendum entered on 27 December 2016. On 12 December 2019, a new framework agreement ("**2019 Framework Agreement**") was entered into with En+ to cover electricity and capacity supply contracts with En+'s associates, including long-term electricity and capacity supply contracts, short-term electricity and capacity supply contracts, miscellaneous electricity and capacity supply contracts, long-term capacity RSE contracts and long term mandatory agreements for the purchase of capacity of retrofitted generating facilities (as mentioned in the circular of the Company dated 18 October 2019) entered into over the three years ended 31 December 2022. The 2019 Framework Agreement was amended by an amendment agreement on 27 December 2022 ("**2022 Framework Agreement**") and the term of the 2019 Framework Agreement shall be valid until 31 December 2023 (as mentioned on page 35 of the circular of the Company dated 22 November 2023. Upon expiry of the validity of the 2022 Framework Agreement (i.e. 31 December 2023), the 2019 Framework Agreement was further amended by an amendment agreement on 20 December 2023 ("**2023 Framework Agreement**") and the term of the 2019 Framework Agreement shall be valid until 31 December 2024.) Upon expiry of the validity of the 2023 Framework Agreement (i.e. 31 December 2024), the 2019 Framework Agreement was further amended by an amendment agreement on 27 September 2024 and the term of the 2019 Framework Agreement shall be valid until 31 December 2025).

B Aluminium Sale Contracts

Aluminium Sales Contracts with the associates of En+

Members of the Group have from time to time entered into aluminium sales contracts with associates of En+.

During the Review Period, "KraMZ" Ltd. was an indirect subsidiary of En+ and was therefore an associate of En+. "KraMZ" Ltd. was therefore a connected person of the Company under the HKSE Listing Rules. Accordingly, the contracts between members of the Group on one part and "KraMZ" Ltd. on the other, as described below, constituted continuing connected transaction for the Company under the HKSE Listing Rules.

Details of these contracts are set out in the table below:

Contractor (associate of En+)	Customer (member of the Group)	Date of contract	Term of contract	Payment terms	Actual consideration for the year ended 31 December 2024 USD million (excluding VAT)
"KraMZ" Ltd.	JSC "UC RUSAL TH"	29 December 2023, which is a new addendum to the contract dated 30 December 2021 disclosed on 30 December 2021	Up to 31 December 2024	Within 38 calendar days from the date of shipment of the goods. The first calendar day following the date of shipment is considered to be the first day of the start of the payment period. When paying from the 8th to the 38th calendar days, in addition to the contractual value of the goods, the supplier charges, and the buyer pays interest based on the key rate of the Central Bank of the Russian Federation, effective on the date of shipment of the goods, + 1.96% per annum of the value of the paid goods	187.4
Total:					**187.4**

The aggregate consideration for primary aluminium sale contracts provided by the associates of En+ during the year ended 31 December 2024 amounted to USD187.4 million, which was within the maximum aggregate consideration of USD247.5 million for the financial year ended 31 December 2024 as disclosed in the announcement dated 2 January 2024. For details, please refer to the aforementioned announcement.

C Heat Supply Contracts with the associates of En+

During the Review Period, each of the issued share capital of Baikal Energy Company LLC, JSC "Baikalenergo", Khakass Utility Systems LLC and LIMITED LIABILITY COMPANY "AEROKUZBASS" was held by En+ (being a substantial shareholder of the Company) as to more than 30%, and was therefore an associate of En+. Each of Baikal Energy Company LLC, JSC "Baikalenergo", Khakass Utility Systems LLC and LIMITED LIABILITY COMPANY "AEROKUZBASS" was thus a connected person of the Company under the HKSE Listing Rules. Accordingly, the contracts below constitute continuing connected transactions of the Company. Pursuant to these contracts, the associates of En+ were to supply heat (including heat energy and heat power in the form of steam and hot water) to members of the Group. All of these heat supply contracts were entered into on arms-length commercial terms. The consideration for each of these contracts was satisfied in cash via wire transfer or set-off of obligations.

Details of these contracts are set out in the table below:

Supplier (associate of En+)	Customer (member of the Group)	Date of contract	Term of contract	Payment terms	Actual consideration for the year ended 31 December 2024 USD million (excluding VAT)
Baikal Energy Company LLC	PJSC RUSAL Bratsk	1.1.2022	Up to 31.12.2024	Advance payments of 35% of the consideration to be paid on the 18th of the month; payment of 50% of the consideration to be paid on the last day of the month; the balance to be paid on the 10th day of the month following the billing month.	–
JSC "Baikalenergo"	RUSAL Taishet LLC	16.12.2022 (the term of this contract will commence on 1.1.2023)	Up to 31.12.2024	The first term of payment is not later than the18th day of the current month in the amount of 35% of the amount, the second payment period is not later than the last day of the current month in the amount of 50% and the third term payment is not later than the 10th day of the month following the reporting month.	0.1
JSC "Baikalenergo"	RUSAL Taishet LLC	16.12.2022 (the term of this contract will commence on 1.1.2023)	Up to 31.12.2024	The first term of payment is not later than the18th day of the current month in the amount of 35% of the amount, the second payment period is not later than the last day of the current month in the amount of 50% and the third term payment is not later than the10th day of the month following the reporting month.	–
Baikal Energy Company Limited Liability Company	ANO CISS	22.3.2023 (the New Heat Supply Contracts comprises of 19 individual contracts (i) entered into between the same parties, (ii) with same transaction nature such as unit price and term and (iii) each relating to hot water and heat supply for one residential accommodation)	Up to 31.12.2024	Payment to be made by the 10th day of the month following the month of rendering services.	–
Baikal Energy Company LLC	PJSC RUSAL Bratsk	28.11.2023, which is an additional agreement to the original contract dated 1.1.2022 disclosed on 4.4.2022	Up to 31.12.2024	Advance payments on the 18th of the month – 35%, on the 30th of the month – 50% and the actual balance until the 10th of the month following the billing month – 15%.	–

Supplier (associate of En+)	Customer (member of the Group)	Date of contract	Term of contract	Payment terms	Actual consideration for the year ended 31 December 2024 USD million (excluding VAT)
Khakass Utility Systems LLC	JSC RUSAL Sayanogorsk	28.11.2023	Up to 31.12.2024	First payment of 85% of the total cost of the amount of heat energy agreed by the parties to be paid no later than the 20th day of the current billing period (month). Second payment of the difference between the cost of the actually received amount of thermal energy determined on the basis of meter readings (or by calculation in the absence of metering devices), and the amount paid earlier, to be paid no later than the 10th day of the month following the billing period (month).	2.6
JSC "Baikalenergo"	JSC RUSAL Sayanogorsk	28.11.2023	Up to 31.12.2024	Payment to be made until the 10th day of the month following the reporting one.	–
JSC "Baikalenergo"	JSC RUSAL Sayanogorsk	28.11.2023	Up to 31.12.2024	Payment to be made until the 10th day of the month following the reporting one.	–
JSC "Baikalenergo"	RUSAL Taishet LLC	19.12.2023 (the term of this contract will commence on 1.1.2024)	Up to 31.12.2025	Not later than the 18th day of the month of the current billing period, payment of 35% of the cost of the amount of heat energy. Not later than the last day of the month of the current billing period, payment of 50% of the cost of the amount of heat energy. Not later than the 10th day of the month following the billing period, pay the difference between the amount of thermal energy actually received and the amount paid earlier.	0.1
Khakass Utility Systems LLC	JSC RUSAL Sayanogorsk	19.12.2023 (the term of this contract will commence on 1.1.2024)	Up to 31.12.2024	First payment of 85% of the total cost of the amount of heat energy agreed by the parties to be paid no later than the 20th day of the current billing period (month). Second payment of the difference between the cost of the actually received amount of thermal energy determined on the basis of meter readings (or by calculation in the absence of metering devices), and the amount paid earlier, to be paid no later than the 10th day of the month following the billing period (month).	2

Supplier (associate of En+)	Customer (member of the Group)	Date of contract	Term of contract	Payment terms	Actual consideration for the year ended 31 December 2024 USD million (excluding VAT)
Khakass Utility Systems LLC	JSC "RUSAL SAYANAL"	25.12.2023 (the term of this contract will commence on 1.1.2024)	Up to 31.12.2026	First payment of 85% of the planned cost of thermal energy and chemically purified water is paid before the 20th day of the delivery month, and the final payment is made on the basis of the universal transfer document no later than the 10th day of the month following the reporting month.	0.6
JSC "Baikalenergo"	UC RUSAL Anode Plant LLC	26.12.2023 (the term of this contract will commence on 1.1.2024)	Up to 31.12.2024	The first payment due date is no later than the 18th day of the month of the current month – 35%, the second payment date is no later than the last day of the month of the current month – 50%, and the third payment date is no later than the 10th day of the month following the billing month.	–
Baikal Energy Company LLC	PJSC RUSAL Bratsk (Shelekhov Branch)	26.12.2023 (the term of this contract will commence on 1.1.2024)	Up to 31.12.2026	The first payment due date is no later than the 18th day of the month of the current month – 35%, the second payment date is no later than the last day of the month of the current month – 50%, and the third payment date is no later than the 10th day of the month following the billing month.	1
Baikal Energy Company LLC	PJSC RUSAL Bratsk (Shelekhov Branch)	26.12.2023 (the term of this contract will commence on 1.1.2024)	Up to 31.12.2026	The first payment due date is no later than the 18th day of the month of the current month – 35%, the second payment date is no later than the last day of the month of the current month – 50%, and the third payment date is no later than the 10th day of the month following the billing month.	0.5
LIMITED LIABILITY COMPANY "AEROKUZBASS"	LIMITED LIABILITY COMPANY "TERMINAL NOVOKUZNETSK"	15.1.2024, which is an additional agreement to the contract dated 3.4.2023 announced on 4.4.2023	Up to 31.12.2024	Payment for the supplied heat energy will be made upon consumption with a deferred payment no later than the 5th day of the month following the reporting one.	–
Joint-Stock Company Baikalenergo	Limited Liability Company RUSAL Taishet Aluminium Smelter	1.4.2024, which is an additional agreement to the contract dated 16.12.2022	Up to 31.12.2024	No later than the 18th day of the month of the current billing period, payment of 35% of the cost of the amount of thermal energy. No later than the last day of the month of the current billing period, payment of 50% of the cost of the amount of thermal energy. No later than the 10th day of the month following the billing period, payment of the difference between the amount of thermal energy actually used and the amount paid earlier.	0.1

Supplier (associate of En+)	Customer (member of the Group)	Date of contract	Term of contract	Payment terms	Actual consideration for the year ended 31 December 2024 USD million (excluding VAT)
Khakass Utility Systems LLC	RUSAL SAYANAL JSC	23.12.2024, which is an addendum to the contract dated 25.12.2023 announced on 27.12.2023 (the term of this contract commenced on 1.1.2024)	Up to 31.12.2026	85% of the planned cost of thermal energy and chemically purified water is paid before the 20th day of the delivery month; the final payment is made on the basis of the universal transfer document no later than the 10th day of the month following the reporting month.	–
Total:					**7**

The aggregate consideration for the heat supply provided by the associates of En+ during the year ended 31 December 2024 amounted to USD7 million, which was within the maximum aggregate consideration of USD10.902 million for 2024 as disclosed in the announcement dated 24 December 2024.

D Repair Services Contracts with the associates of En+

During the Review Period, each of the issued share capital of, Limited Liability Company "Eurosibenergo Service Company" (previously named LLC Irkutskenergoremont) and JSC "Baikalenergo" were directly or indirectly held by En+ as to more than 30%, and each of them was therefore an associate of En+ and thus is a connected person of the Company under the HKSE Listing Rules.

Accordingly, the transactions entered into between members of the Group as customers and Limited Liability Company "Eurosibenergo Service Company" (previously named LLC Irkutskenergoremont) and JSC "Baikalenergo"as contractors constituted continuing connected transactions of the Company under the HKSE Listing Rules. The consideration for the repair services under each of these contracts were determined on an arm's length basis. The consideration for each of these contracts was satisfied in cash via wire transfer or set-off of obligations.

Details of these transactions are set out in the table below:

Date of contract	Customer (member of the Group)	Contractor (associate of En+)	Term of contract	Repair services	Payment terms	Actual consideration for the year ended 31 December 2024 USD million (excluding VAT)
17.4.2023	Joint stock company "RUSAL Sayanogorsk Smelter"	JSC "Baikalenergo"	Up to 31.3.2025	Monthly service to the external heat networks and industrial plant wiring	Payment within 60 calendar days after receipt of the documented original invoices corresponding to the certificates of acceptance signed by both parties	0.1
17.4.2023	Joint stock company "RUSAL Sayanogorsk Smelter"	JSC "Baikalenergo"	Up to 31.3.2025	Monthly service to the fuel oil pumping station	Payment within 60 calendar days after receipt of the documented original invoices corresponding to the certificates of acceptance signed by both parties	–
27.7.2023, which is the second supplemental contract (the "Second Supplemental Contract") to the contract dated 25.11.2022 (the "Original Contract") announced on 28.11.2022 (which was supplemented by the supplemental contract dated 20.2.2023 (the "First Supplemental Contract") announced on 21.2.2023), extending the scheduled termination date of the Original Contract	RUSAL Krasnoturyinsk	Limited Liability Company "EuroSibEnergo-Service Company"	Up to 30.6.2024	Purchase of services for capital repair of steam turbine	Payment within 60 calendar days after the signing of the work acceptance certificate	0.0
28.12.2023, which is an additional agreement to the contract dated 14.2.2022 disclosed on 14.2.2022	Societe Anonyme "FRIGUIA"	Limited liability Company "EuroSibEnergo-Service Company"	Up to 29.02.2024	Purchase of services for capital repair of boiler unit	Advance prepayment for works in the amount of 15% within 10 days from the date of signing the contract. Final settlement monthly within 30 days after signing the work acceptance certificate.	–

Date of contract	Customer (member of the Group)	Contractor (associate of En+)	Term of contract	Repair services	Payment terms	Actual consideration for the year ended 31 December 2024 USD million (excluding VAT)
28.12.2023, which is an additional agreement to the contract dated 15.6.2023 disclosed on 16.6.2023, with a part of payments transferred from 2023 to 2024	JSC RUSAL Achinsk	Limited Liability Company "EuroSibEnergo-Service Company"	Up to 31.12.2024	Purchase of services for capital repair of turbine unit of combined heat-and-power plant	Advance payment of 50% of the total price of the work to be performed will be made as per the monthly financial schedule by the 5th day of the current month. The remaining 50% will be paid within 10 calendar days from the date of receipt of the original invoices.	0.5
21.5.2024, which is an additional agreement to the contract dated 15.6.2023 disclosed on 16.6.2023, with a part of payments transferred from 2023 to 2024	JSC RUSAL Achinsk	Limited Liability Company "Eurosibenergo-Service Company"	Up to 31.12.2024	Repair of turbine unit of combined heat-and-power plant	Advance payment of 50% of the total price of the work to be performed will be made as per the monthly financial schedule by the 5th day of the current month. The remaining 50% will be paid by the customer within 10 calendar days from the date of receipt of the original invoices.	0.4
Total:						1.0

The aggregate consideration for the repair services provided under these contracts by the associates of En+ during the year ended 31 December 2024 amounted to USD1.0 million which was within the maximum aggregate consideration of USD1.367 million for 2024 as disclosed in the announcement dated 22 May 2024.

E Connection of electrical grid by the associate of En+

During the Review Period, the issued share capital of JSC "IENC" was held by En+ as to more than 50% of the issued share capital and was therefore an associate of En+ and thus was a connected person of the Company under the HKSE Listing Rules. Accordingly, the transactions entered into between the members of the Group as customer and JSC "IENC" as service provider constituted continuing connected transactions of the Company under the HKSE Listing Rules. The consideration for the electrical grid connection services under the contracts was determined on an arm's length basis. The consideration for the contracts was satisfied in cash via bank transfer.

Details of the transactions are set out in the table below:

Date of contract	Customer (member of the Group)	Service provider (associate of En+)	Term of contract	Payment terms	Actual consideration for the year ended 31 December 2024 USD million (excluding VAT)
24.6.2022	LLC Engineering Construction Company	JSC "IENC"	31.12.2024 The term for the implementation of measures for the technological connection of electrical grids is 2 years. Services are carried out in 2 stages and are closed by two acts of acceptance in 2022 and 2023, respectively. JSC "IENC" does not plan to provide services in 2024, but the deadline is specially specified until 2024, taking into account the deadline for the implementation of the measures for the technological connection of electrical grids provided by the contract.	75% advance payment within 30 working days after contract signing, and the remaining 25% to be paid by 1 October 2022.	
Total:					0

The aggregate consideration for the electrical grid connection services provided under the above contract by the associate of En+ during the year ended 31 December 2024 amounted to USD nil million which was within the maximum aggregate consideration of nil for 2024 as disclosed in the announcement dated 27 June 2022.

(ii)

The transactions and arrangements summarised below were entered into by members of the Group on or prior to 31 December 2024 and are in relation to transactions for the year ending 31 December 2025 and subsequent years (and not for the year ended 31 December 2024):

A Heat Supply Contracts with the associates of En+

As discussed above, each of Khakass Municipal Systems LLC, JSC "Baikalenergo" and Baikal Energy Company LLC is an associate of En+, and is thus a connected person of the Company under the HKSE Listing Rules.

Accordingly, the transactions entered into between members of the Group on one part and Khakass Municipal Systems LLC, JSC "Baikalenergo" or Baikal Energy Company LLC on the other, as discussed below, constitute continuing connected transactions of the Company under the HKSE Listing Rules.

During 2024 or previous years, members of the Group, as purchasers, entered into the following heat supply contracts with particulars set out below:

Date of contract	Purchaser (member of the Group)	Supplier (associate of En+)	Form of heat	Estimated amount of heat to be supplied for the relevant year	Estimated consideration payable for the relevant years excluding VAT (USD)	Payment terms
19.12.2023 (the term of this contract will commence on 1.1.2024) (Note 1)	RUSAL Taishet LLC	JSC "Baikalenergo"	Purchase of heat (water, steam)	2024: 652.80 Gcal. 2025: 652.80 Gcal.	2024: 13,020 2025: 12,973	Not later than the 18th day of the month of the current billing period, payment of 35% of the cost of the amount of heat energy. Not later than the last day of the month of the current billing period, payment of 50% of the cost of the amount of heat energy. Not later than the 10th day of the month following the billing period, pay the difference between the amount of thermal energy actually received and the amount paid earlier.
25.12.2023 (the term of this contract will commence on 1.1.2024) (Note 2)	JSC "RUSAL SAYANAL"	Khakass Utility Systems LLC	Purchase of heat (steam, water)	Heat 2024: 55,000 Gcal 2025: 55,000 Gcal 2026: 55,000 Gcal Chemically purified water: 2024: 96,000 M^3 2025: 96,000 M^3 2026: 96,000 M^3	2024: 558,521 2025: 708,657 2026: 806,096	First payment of 85% of the planned cost of thermal energy and chemically purified water is paid before the 20th day of the delivery month, and the final payment is made on the basis of the universal transfer document no later than the 10th day of the month following the reporting month.
26.12.2023 (the term of this contract will commence on 1.1. 2024) (Note 2)	PJSC RUSAL Bratsk (Shelekhov Branch)	Baikal Energy Company LLC	Purchase of heat (water)	Thermal energy 2024: 107,084 Gcal 2025: 107,084 Gcal 2026: 107,084 Gcal Hot water: 2024: 190,330 m^3 2025: 190,330 m^3 2026: 190,330 m^3	2024: 1,434,533 2025: 1,518,084 2026: 1,606,511	The first payment due date is no later than the 18th day of the month of the current month – 35%, the second payment date is no later than the last day of the month of the current month – 50%, and the third payment date is no later than the 10th day of the month following the billing month.
26.12.2023 (the term of this contract will commence on 1.1. 2024) (Note 2)	PJSC RUSAL Bratsk (Shelekhov Branch)	Baikal Energy Company LLC	Purchase of heat (steam)	Thermal energy 2024: 34,879 Gcal 2025: 34,879 Gcal 2026: 34,879 Gcal Chemically purified water: 2024: 40,797 m^3 2025: 40,797 m^3 2026: 40,797 m^3	2024: 679,897 2025: 719,493 2026: 761,605	The first payment due date is no later than the 18th day of the month of the current month – 35%, the second payment date is no later than the last day of the month of the current month – 50%, and the third payment date is no later than the 10th day of the month following the billing month.

Date of contract	Purchaser (member of the Group)	Supplier (associate of En+)	Form of heat	Estimated amount of heat to be supplied for the relevant year	Estimated consideration payable for the relevant years excluding VAT (USD)	Payment terms
25.12.2024 (Note 1)	RUSAL Sayanogorsk JSC	Baikalenergo JSC	Purchase of thermal energy in hot water	Thermal energy: 2025: 428 Gcal Coolant: 2025: 12 m^3	2025: 16,479	Payment to be made monthly on the 10th day of the month following the reporting month.
25.12.2024 (Note 1)	RUSAL Sayanogorsk JSC	Baikalenergo JSC	Purchase of thermal energy in hot water	Heat: 2025: 4,216.5612 Gcal Coolant: 2025: 49,834.1657 m^3	2025: 184,357	Payment to be made monthly on the 10th day of the month following the reporting month.
25.12.2024 (Note 1)	RUSAL Sayanogorsk JSC	Limited Liability Company "Khakass Utility Systems"	Purchase of thermal energy in hot water	Heat: 2025: 254,040 Gcal Coolant: 2025: 1,350,000 m^3	2025: 5,880,941	The first payment of 85% of the agreed cost of thermal energy is paid no later than the 20th day of current billing month; the second payment is made no later than the 10th day of the month following the billing month, and payment is the difference between the cost of the actual amount of thermal energy received, determined on the basis of meter readings, or by calculation in the absence of metering devices, and the amount paid earlier.
25.12.2024 (Note 1)	RUSAL Sayanogorsk JSC	Limited Liability Company "Khakass Utility Systems"	Purchase of thermal energy in steam	Heat: 2025: 110,300 Gcal	2025: 2,379,329	The first payment of 85% of the agreed cost of thermal energy is paid no later than the 20th day of current billing month; the second payment is made no later than the 10th day of the month following the billing month, and payment is the difference between the cost of the actual amount of thermal energy received, determined on the basis of meter readings, or by calculation in the absence of metering devices, and the amount paid earlier.

Date of contract	Purchaser (member of the Group)	Supplier (associate of En+)	Form of heat	Estimated amount of heat to be supplied for the relevant year	Estimated consideration payable for the relevant years excluding VAT (USD)	Payment terms
25.12.2024 (Note 1)	UC RUSAL Anode Plant LLC	Baikalenergo JSC	Purchase of thermal energy in hot water	Thermal energy: 2025: 983.773 Gcal	2025: 22,249	Before the 18th of the current month, payment of 35% of the planned total cost of thermal energy. Before the last day of the current month, payment of 50% of the planned total cost of thermal energy. Before the 10th of the month following the settlement, payment of the difference between the amount of thermal energy actually consumed and the amount paid earlier.

1. The scheduled termination date of the contract is 31 December 2025.
2. The scheduled termination date of the contract is 31 December 2026.

B Repair Services Contracts with associates of En+

As discussed above, JSC "Baikalenergo" has been an associate of En+, and is thus a connected person of the Company under the HKSE Listing Rules.

Accordingly, the transaction entered into between a member of the Group on one part and JSC "Baikalenergo" on the other, as discussed below, constitute continuing connected transactions of the Company under the HKSE Listing Rules.

During previous years, members of the Group, as customer, entered into the following repair services contracts with particulars set out below:

Date of contract	Customer (member of the Group)	Contractor (associate of En+)	Repair services	Scheduled termination date	Estimated consideration payable for the relevant year USD	Payment terms
17.4.2023	Joint stock company "RUSAL Sayanogorsk Smelter"	JSC "Baikalenergo"	Monthly service to the external heat networks and industrial plant wiring	Up to 31.12.2025	2023: 183,683 2024: 191,030 2025: 198,671	Payment within 60 calendar days after receipt of the documented original invoices corresponding to the certificates of acceptance signed
17.4.2023	Joint stock company "RUSAL Sayanogorsk Smelter"	JSC "Baikalenergo"	Monthly service to the fuel oil pumping station	Up to 31.12.2025	2023: 12,699 2024: 13,207 2025: 13,735	Payment within 60 calendar days after receipt of the documented original invoices corresponding to the certificates of acceptance signed by both parties

The consideration under the repair services contracts is to be paid in cash via wire transfer.

C Aluminium Sales Contract with the associates of En+

As discussed above, "KraMZ" Ltd. has been an associate of En+ and thus is a connected person of the Company under the HKSE Listing Rules. Accordingly, the transaction entered into between member of the Group and "KraMZ" Ltd. constitute continuing connected transaction of the Company under the HKSE Listing Rules.

During 2024, a member of the Group, entered into the following contract with "KraMZ" Ltd. with particulars set out below:

Contractor (associate of En+)	Customer (member of the Group)	Date of contract	Term of contract	Payment terms	Estimated consideration payable for the year ending 31 December 2025 USD million (excluding VAT)
"KraMZ" Ltd.	JSC «UC RUSAL TH»	28.12.2024	Up to 31.12.2025	Within 38 calendar days from the date of shipment of the goods. The first calendar day following the date of shipment is considered to be the first day of the start of the payment period. When paying from the 8th to the 38th calendar days, in addition to the contractual value of the goods, the supplier charges, and the buyer pays, interest based on the key rate of the Central Bank of the Russian Federation, effective on the date of shipment of the goods, + 1.96% per annum of the value of the paid goods.	250,000,000

The consideration is to be settled in cash via bank transfer.

13 Agreements subject to change of control provisions

The following agreements with the Company contain change of control provisions allowing the other parties under such agreements to cancel their commitments in full and declare (or which action would result in) all outstanding loans immediately due and payable in the relevant event:

(a) Standard loan agreements #1, 2, 3 dated 28 April 2020 entered into between the Company as guarantor, UC RUSAL Anode Plant LLC as borrower and the lender – as at 31 December 2024, the outstanding nominal value of debt was equal to EUR4.5 million and the final maturity of the debt is 1 December 2029.

(b) Standard loan agreement #4 dated 4/5 August 2021 entered into between the Company as guarantor, JSC "RUSAL Sayanogorsk Aluminium Smelter" as borrower and the lender – as at 31 December 2024, the outstanding nominal value of debt was equal to EUR0.5 million and the final maturity of the debt is 9 February 2027.

(c) Standard loan agreement #5 dated 8 September 2021 entered into between the Company as guarantor, JSC "RUSAL Sayanogorsk Aluminium Smelter" as borrower and the lender – as at 31 December 2024, the current outstanding nominal value of debt was equal to EUR3.8 million and the final maturity of the debt is 15 February 2032.

14 Major customers and suppliers

The largest customer and the five largest customers of the Group accounted for 4.2% and 16.2%, respectively, of the Group's total sales for the year ended 31 December 2024.

The amount of purchases from the largest supplier and the five largest suppliers of the Group accounted for 8.0% and 33.0%, respectively, of the Group's total cost of sales for the year ended 31 December 2024.

No Director or their respective close associates (as defined in the HKSE Listing Rules) or any Shareholders (which to the knowledge of the Directors own more than 5% of the share capital of the Company), save as disclosed in paragraph 12 of the "Connected transactions" section of the Report of the Board of Directors of this Annual Report, had any interests in the Group's five largest customers or suppliers at any time during the year ended 31 December 2024.

15 Directors

The following individuals served as Directors during the Review Period:

Name	Position at year end (unless specified otherwise)
Natalia Albrekht	Executive Director (appointed with effect from 27 June 2024)
Elena Ivanova	Executive Director (appointed with effect 27 June 2024)
Evgeny Kuryanov	Executive Director (retired with effect from 27 June 2024)
Evgenii Nikitin	Executive Director
Evgenii Vavilov	Executive Director (retired with effect from 27 June 2024)
Aleksander Danilov	Non-executive Director (appointed with effect from 27 June 2024)
Mikhail Khardikov	Non-executive Director (retired with effect from 27 June 2024)
Vladimir Kolmogorov	Non-executive Director
Semen Mironov	Non-executive Director
Christopher Burnham	Independent non-executive Director
Liudmila Galenskaia	Independent non-executive Director
Kevin Parker	Independent non-executive Director
Randolph N. Reynolds	Independent non-executive Director (passed away on 17 May 2024)
Evgeny Shvarts	Independent non-executive Director
Anna Vasilenko	Independent non-executive Director
Bernard Zonneveld	Independent non-executive Director

A. Particulars of appointments of Directors

Executive Directors

Pursuant to the Charter, any member of the Board is elected by the GSM for the term until the next AGM and may be re-elected for any number of times provided such re-election is not contradictory to requirements of the applicable listing rules. Pursuant to the Charter, the powers of all members of the Board may be terminated early by a resolution of the GSM. The power of the Board expires at the AGM each year. In case no AGM was held until established deadline, the Board will only have authority to convene and hold an AGM for election of the Board.

Executive Directors

The appointment of each executive Director is subject to the provisions of the Charter.

Non-executive Directors and independent non-executive Directors

Appointment of a non-executive Director and an independent non-executive Director may be terminated in accordance with the Charter. Each of the non-executive Directors and the independent non-executive Directors is entitled to a fixed director's fee.

Paragraph B.2.2 HKSE CG Code provides that every Director, including those appointed for a specific term, should be subject to retirement by rotation at least once every three years. The Company has addressed this requirement in Article 24.1 of the Charter which provides that each member of the Board is elected by the GSM for the period until the next AGM.

Other than the employment contract of Mr. Evgenii Nikitin as General Director of the Company which came into force on 25 September 2020 and does not have a fixed term, there are no service contracts of the Company with any Directors who may be proposed for re-election at the forthcoming AGM that are not determinable by the Company within one year from the date of such contract without payment of compensation (other than statutory compensation if any).

B. Confirmation of Independence

The Company has received from each of the independent non-executive Directors an annual confirmation of independence pursuant to Rule 3.13 of the HKSE Listing Rules and considers all the independent non-executive Directors to be independent. The Board considers that all independent non-executive Directors are independent by reference to the factors stated in the HKSE Listing Rules.

C. Change of particulars of Directors

Elena Ivanova was the Director of the Strategy and Investor Relations Directorate of the Company's Moscow Branch until 31 January 2025. Since 31 January 2025, Elena Ivanova has held the position of Director of Corporate Finance of the Company. Elena Ivanova was also the Director of Capital Markets and Financial Products of En+ Holding ILLC until 22 January 2025. Since 22 January 2025, Elena Ivanova is the Director of Corporate Finance of En+ Holding ILLC.

D. Retirement/cessation of Directors

Each of Mr. Evgeny Kuryanov (an executive Director), Mr. Evgenii Vavilov (an executive Director) and Mr. Mikhail Khardikov (a non-executive Director), retired as a Director and ceased to be a member of any committee of the Board with effect from 27 June 2024, as each of them did not offer himself for re-election.

Mr. Randolph N. Reynolds, an independent non-executive Director, passed away on 17 May 2024.

E. Appointment of Directors

Ms. Natalia Albrekht, Ms. Elena Ivanova and Mr. Evgenii Nikitin (being executive Directors), Mr. Aleksander Danilov, Mr. Vladimir Kolmogorov and Mr. Semen Mironov (being non-executive Directors), Mr. Christopher Burnham, Ms. Liudmila Galenskaia, Mr. Kevin Parker, Dr. Evgeny Shvarts, Ms. Anna Vasilenko and Mr. Bernard Zonneveld (being independent non-executive Directors), were elected and appointed in the AGM 2024 held on 27 June 2024 for the term until the next AGM.

F. Changes to the composition of Board Committees

Ms. Anna Vasilenko was appointed as a member of the Corporate Governance & Nomination Committee with effect from 27 June 2024.

Dr. Evgeny Shvarts was appointed as a member of the Remuneration Committee with effect from 27 June 2024.

Mr. Semen Mironov was appointed as a member of the Health, Safety and Environmental Committee with effect from 27 June 2024.

Ms. Natalia Albrekht was appointed as a member of the Health, Safety and Environmental Committee with effect from 27 June 2024.

16 Directors' and General Director's interests and short positions in Shares and underlying shares of the Company

As at 31 December 2024 Ms. Ivanova owned 110,000 voting Shares (0.00072% of voting Shares).

Save as disclosed above, as at 31 December 2024, none of the Directors or the General Director had any interest or short position, whether beneficial or non-beneficial, in the Shares, underlying Shares and debentures of the Company as recorded in the register required to be kept pursuant to section 352 of the SFO or otherwise notified to the Company and the Hong Kong Stock Exchange pursuant to the Model Code (as incorporated by the Company in the Code for Securities Transactions – for further information, please refer to the section "Corporate Governance Report" of this Annual Report).

Interests and short positions in shares and underlying shares of the associated corporations of the Company

As at 31 December 2024, none of the Directors or the General Director had any interest or short position, whether beneficial or non-beneficial, in the shares, underlying shares or debentures in any of the Company's associated corporations (within the meaning of Part XV of the SFO) which were notified to the Company or the Hong Kong Stock Exchange and entered into the register required to be kept under section 352 of the SFO, or which were notified to the Company and the Hong Kong Stock Exchange pursuant to the Model Code.

17 Directors' interests in businesses that may compete with the Company

None of the Directors have any interest in business, apart from the Company's business, that competes or is likely to compete directly or indirectly with the Company's business.

18 Substantial Shareholders' Interests

As at 31 December 2024, so far as the Directors are aware based on their understanding and based on notifications made to the Company pursuant to the provisions of Divisions 2 and 3 of Part XV of the SFO and recorded in the register (of interests and short positions in the Shares as stated on the disclosure of interests forms received) required to be kept by the Company under section 336 of the SFO, the following persons had interests or short positions in the Shares or underlying Shares (unless specified otherwise):

Interests and short positions in Shares

Name of Shareholder	Capacity	Number of Shares held as at 31 December 2024	Percentage of issued share capital as at 31 December 2024
Oleg Deripaska (Note 1)	Beneficiary of a trust (Note 2) Beneficial owner Total	8,641,888,022 (L) 1,669,065 (L) 8,643,557,087 (L)	56.88% 0.01% 56.89 %
Fidelitas Investments Ltd. ("**Fidelitas Investments**") (Note 2)	Interest of controlled corporation	8,641,888,022 (L)	56.88%
En+ (Note 2)	Beneficial owner	8,641,888,022 (L)	56.88%
B-Finance Ltd. ("**B-Finance**") (Note 2)	Interest of controlled corporation	8,641,888,022 (L)	56.88%
"Aluminvest Holding" International Limited Liability Company ("Aluminvest") (Note 3)	Interest of controlled corporation	4,967,738,987 (L) 1,017,931,998 (S) (Note 3)	32.70% 6.70%
TCO Holdings Inc. ("TCO") (Note 3)	Interest of controlled corporation	3,907,527,611 (L) (Note 3)	25.72 %
SUAL Partners (Note 3)	Beneficial owner	3,907,527,611 (L) (Note 3)	25.72 %
Victor Vekselberg ("**Mr. Vekselberg**")	Beneficiary of a trust	3,907,527,611 (L)	25.72 %

(L) Long position
(S) Short position
Notes – see notes on page 157

Other than the interests disclosed above and the notes set out below, so far as the Directors are aware based on their understanding, as at 31 December 2024, the Company has not been notified of any other notifiable interests or short positions in Shares or underlying Shares. The Company has no information on the interests in Shares in excess of five percent of the issued Shares, other than those disclosed above. The following notes are based on the Directors' knowledge and understanding as described and specified below:

(Note 1)

By virtue of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong), Mr. Oleg Deripaska was deemed to be interested in all of the Shares held by En+. Therefore, the magnitude of Mr. Deripaska's shareholding in the Company shown in this section is attributable to the shareholding of En+ through which Mr. Deripaska has indirect interest in the Company, as per specific requirements of Appendix D2 to the Listing Rules and Part XV of the Securities and Futures Ordinance. One should be aware that as at 31 December 2019, 31 December 2020, 31 December 2021, 31 December 2022, 31 December 2023 and 31 December 2024 Mr. Deripaska exercised voting rights in respect of 35% of the voting shares of En+ and his direct and indirect shareholding cannot exceed 44.95% of the shares of En+. Therefore, his effective holding in the Company may not exceed 25.57%. As disclosed by En+ (and based on specific legal and contractual requirements), Mr. Deripaska may propose for appointment only four directors out of 12 directors constituting the board of directors of En+. Independent directors constitute the majority of the boards of directors of En+ and the Company.

(Note 2)

Based on the disclosure of interests forms filed with the Hong Kong Stock Exchange.

(Note 3)

Based on the latest disclosure of interests forms filed with the Hong Kong Stock Exchange, as at 28 March 2022, SUAL Partners as a beneficial owner was interested in 3,907,527,611 Shares (long position), representing 25.72% of the issued share capital of the Company. Based on the filed disclosure of interests forms, SUAL Partners was owned as to 36.39% by Renova Metals & Mining Ltd ("**Renova Metals**"), which in turn was wholly-owned by Renova Holding Ltd. ("**Renova Holding**"). Renova Holding was controlled by TZ Columbus Services Limited ("**TZC**") as to 100% and TZC was in turn wholly-owned by TCO. Each of Renova Metals, Renova Holding, TZC and TCO were deemed to be interested in the Shares held by SUAL Partners by virtue of the SFO, except that wholly-owned entities are not required under Part XV of the SFO to make disclosure filings if the relevant interests have been disclosed by their ultimate direct or indirect 100% parent.

Based on the disclosure of interests forms filed, SUAL Partners agreed to terminate the securities borrowing and lending agreements with Zonoville Investments Limited ("**Zonoville**") in respect of 1,147,016,472 Shares (which were kept by SUAL Partners to set off the debts owed by Zonoville to SUAL Partners). Separately, Zonoville agreed to sell 478,636,119 Shares to SUAL Partners. As a result and due to cessation of interests held through a concert party agreement under section 317 of the SFO with SUAL Partners, Zonoville ceased to hold an interest in any Shares following the above relevant events on 28 February 2022. However, Aluminvest (which was deemed to hold a notifiable interest in the Shares through its 40.32% shareholding in Zonoville, its controlled corporation) did not make any disclosure filing on its cessation of interest in Shares held by it concerning the said relevant events disclosed by Zonoville on 28 February 2022.

The Company was notified in August 2023 that Access Aluminum Holdings Limited changed its name to "Aluminvest Holding" International Limited Liability Company on 27 January 2023 upon re-domiciliation of Access Aluminum Holdings Limited in the Russian Federation and its sole member is EPM Group Ltd.

As of the Latest Practicable Date, none of the Major Shareholders have or will have different voting rights attached to the Shares they hold in the Company.

19 Pre-emptive rights

There are no applicable statutory pre-emption rights which apply to the Company, and according to the Charter, the Shareholders shall have no pre-emptive right to purchase the Shares, with exception to the pre-emptive right to purchase additional Shares and other securities converted to Shares placed by the Company by subscription in an amount proportional to the number of Shares of this category (type) that they hold.

There are, however, certain restrictions and preferential terms and conditions relating to sales and acquisitions of certain Shares held by the Major Shareholders, that are provided in the Shareholders' Agreement between Major Shareholders only. The principal terms of the Shareholders' Agreement between Major Shareholders only are described in Appendix B.

20 Emolument policy

There are no arrangements under which a Director has waived or agreed to waive any emoluments due by the Group.

The aggregate remuneration that the Directors have received (including fees, salaries, bonus, contributions to defined contribution benefit plans (including pension), housing and other allowances, and other benefits in kind) for the financial year ended 31 December 2024 was approximately USD8.1 million. The aggregate remuneration was calculated in accordance with HKSE Listing Rules and included the remuneration received by the Directors from the Group as a whole.

Basis for Compensation of Directors and senior management

Remuneration policies of the Company are considered by the Remuneration Committee on the basis of an employee's qualifications and performance, as well as the complexity of his or her job. Wages for each employee are generally reviewed annually and revised in accordance with a performance assessment and local labour market conditions:

1. Chairman of the Board of Directors

The Chairman of the Board was entitled to receive a chairman's fee of EUR1,430,000 annually (before tax) to be paid monthly in equal installments.

2. Non-Executive Directors

(a) Non-executive Directors were entitled to EUR215,000 annually (before tax) to be paid monthly in equal installments;

(b) Board committee chairmen were entitled to EUR26,000 per annum (before tax) for membership per one committee to be paid monthly in equal instalments;

(c) Members of Board committees were entitled to EUR18,000 per annum (before tax) for membership per one committee to be paid monthly in equal installments.

B. General Director

The annual compensation of the General Director which was paid in 2024 comprised the following:

(a) RUB86 million per annum base salary, paid monthly;

(b) Annual discretionary bonus of USD1,416,978, in total, determined by the Remuneration Committee on the basis of the performance results of the General Director for 2023 and approved by the Board;

(c) Other ancillary benefits and compensations.

No emoluments have been paid to the Directors as an inducement to join or upon joining the Group or as compensation for loss of office during the Review Period.

Pursuant to code provision E.1.5 of the HKSE CG Code, the remuneration of the members of the senior management of the Group by band for the year ended 31 December 2024 is set out as below:

	Number of individuals
Nil – HKD7,880,000 (Nil – USD1,000,000)	2
HKD7,880,001 – HKD35,918,000 (USD1,000,001 – USD4,604,000)	6

The total remuneration, including the basic salary, performance-linked salary, incentive-linked salary and bonus of the Directors in 2024 amounted to approximately USD8.1 million. All non-executive Directors are entitled to receive Director's fees and additional fees for being a member of a Board committee or chairing a Board committee. The executive Directors are not entitled to a director's fee, and they are entitled to a salary pursuant to their respective employment with the Group, which is determined with reference to the relevant experience, duties and responsibilities with the Group and bonus is to be paid on the basis of achievement of performance targets.

Directors' remuneration for the year ended 31 December 2024 are as follows:

	Directors' fees	Salaries, allowances, benefits in kind*	Discretionary bonuses	Total
	USD thousand	USD thousand	USD thousand	USD thousand
Executive Directors				
Evgenii Nikitin	–	1,858	1,417	3,275
Natalia Albrekht (a)	–	325	62	387
Elena Ivanova (a)	–	44	–	44
Evgenii Vavilov (b)	–	21	4	25
Evgeny Kuryanov (b)	–	159	200	359
Non-executive Directors				
Vladimir Kolmogorov	233	–	–	233
Semen Mironov	301	–	–	301
Aleksander Danilov (c)	124	–	–	124
Mikhail Khardikov (b)	142	–	–	142
Independent Non-executive Directors				
Bernard Zonneveld (Chairman)	1,671	–	–	1,671
Christopher Burnham	300	–	–	300
Kevin Parker	298	–	–	298
Evgeny Shvarts	290	–	–	290
Randolph N. Reynolds (d)	102	–	–	102
Anna Vasilenko	290	–	–	290
Liudmila Galenskaia	252	–	–	252
	4,003	2,407	1,683	8,093

a. Natalia Albrekht and Elena Ivanova were appointed as Executive Directors in June 2024.
b. Evgenii Vavilov, Evgeny Kuryanov and Mikhail Khardikov were not re-elected at Annual General Meeting in June 2024.
c. Aleksander Danilov was appointed as Non-executive Director in June 2024.
d. Randolph N. Reynolds ceased to be a Director due to his death on 17 May 2024;

Information on the remuneration of five individuals with the highest emoluments for the year ended 31 December 2024:

	USD thousand
Salaries	8,879
Discretionary bonuses	9,645
Retirement scheme contributions	1,696
	20,220

Further particulars regarding Directors' emoluments and the five highest paid employees as required to be disclosed pursuant to Appendix D2 to the HKSE Listing Rules are also detailed in notes 9 and 10 to the consolidated financial statements for the year ended 31 December 2024 as disclosed in this Annual Report.

21 Pension schemes

Information on the Company's pension schemes is set out in note 20(a) to the consolidated financial statements.

22 Sufficiency of public float

The Hong Kong Stock Exchange has granted the Company a waiver from strict compliance with Rule 8.08(1)(a) of the HKSE Listing Rules. As a result, the Hong Kong Stock Exchange accepted a lower public float percentage of the Company, i.e. the higher of: (i) 10% of the Shares, and (ii) the percentage of public shareholding that equals HKD6 billion at the Listing Date, shall be the minimum percentage of public float of the Company. From the information publicly available to the Company and within the knowledge of the Directors as at the date of this Annual Report, the Company has sufficiently maintained the abovementioned public float.

23 Auditors

The consolidated financial statements have been audited by TSATR – Audit Services LLC as a sole auditor who retire and being eligible, offer themselves for re-appointment as the Company's sole auditor. A resolution for the reappointment of TSATR – Audit Services LLC as sole auditor of the Company is to be proposed at the forthcoming AGM. TSATR – Audit Services LLC was approved as the auditor of the Company for the year ended 31 December 2024 by the resolution of the AGM 2024.

24 Amendments to the constitution

The Charter provides that the Charter can be amended or a new version of the Charter can be approved by the decision of a GSM adopted by three-quarters majority of votes of the Shareholders holding voting shares and participating in the GSM. A notice of holding the GSM is to be given not later than 21 days prior to the GSM.

25 Litigation

Information of the litigation in which the Company and its subsidiaries are involved in are set out in notes 20(c) (provisions for legal claims) and 24(c) (legal contingencies) to the consolidated financial statements.

26 Social investments and charity

The main goal of the Company's social strategy is to create a favourable social environment for production activities through the implementation of sustainable social investment in a comprehensive socio-economic development of cities where the Company operates, with a wide participation of stakeholders – in this way, the implementation of the Company's contribution to the achievement of the Sustainable Development Goal #11 is aimed at ensuring inclusiveness, safety, resilience and sustainability of cities and human settlements. In the year ended 31 December 2024, the Company allocated more than USD47 million to social programmes and charity projects.

27 Post balance sheet events

The details of the events subsequent to the balance sheet date up to the date of the Group's and the Company's consolidated financial statements presented in this Annual Report, are disclosed in note 28 to the consolidated financial statements.

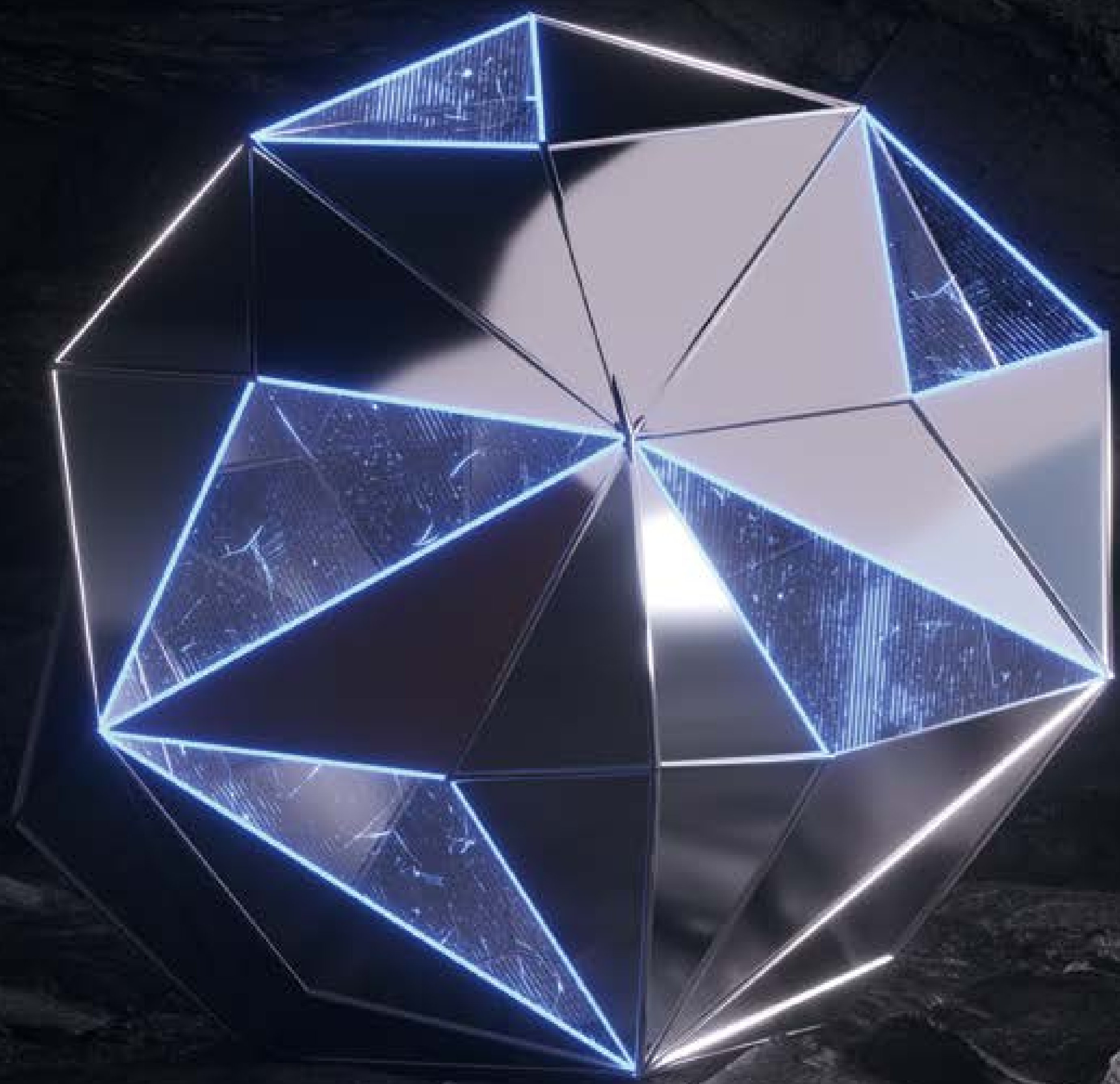
28 Directors' interests in contracts

Save as disclosed in section 12 (Connected transactions) above, there has been no contract of significance to the Group, subsisting during or at the end of 2024 in which a Director or his or her connected entity is or was materially interested, either directly or indirectly.

29 Directors' Indemnification

During the Review Period and as at the date of this Annual Report, the Company purchased directors & officers' liability insurance policies to cover the Company for its obligation to the Directors and officers to be indemnified against claims alleging wrongful acts (acts, errors or omissions in their capacity as Directors and/or officers of the Company), subject to the terms and conditions of the policies. The insurance premium under the directors & officers' insurance policy for the Review Period was USD1,085,000.

On behalf of the Board
Bernard Zonneveld
Chairman of the Board



Corporate Governance Report

Corporate Governance Report

1. Corporate governance practices

The Company adopts internationally recognised standards of corporate governance. The Company and the Board believe that high quality corporate governance leads to successful business development and increases the investment potential of the Company, providing more security for Shareholders, partners and customers as well as reinforcing the Company's internal control systems. The Company developed and adhered to its corporate governance standards, based on the principles of transparency and responsible business operations. The Company adopted a corporate code of ethics that sets out the Company's values and principles for many of its areas of operations.

The Company and the Board believe that the Company has complied with the code provisions of the HKSE CG Code during the Review Period, other than as described in paragraphs 3(d) of this Corporate Governance Report. The Company and the Board are committed to upholding the corporate governance of the Company to ensure that formal and transparent procedures are in place to protect and maximise the interests of the Shareholders.

The Company aims to comply with the applicable Russian Laws, the MoEx Listing Rules, as well as the recommendations of the Russian CG Code. In its corporate governance practices the Company is guided by the MoEx Listing Rules, the HKSE CG Code and the HKSE Listing Rules. The Company's corporate governance structure consists of the following key elements: GSM, the Board and the General Director.

Set out below is a detailed discussion of the corporate governance practices adopted and observed by the Company during the Review Period. Report on compliance with the Russian CG Code is indicated in Appendix C of this Annual Report.

2. General Shareholders Meeting

The GSM is the supreme management body of the Company, which operates in accordance with the Charter and Regulations on the GSM, approved by the resolution of the EGM on 14 December 2023, and considers the most significant issues. Voting at the GSM is carried out on a "one ordinary share – one vote" principle.

The Company shall hold an AGM once a year. The AGM shall be held not earlier than two months and not later than six months after the end of a reporting year.

The AGM shall resolve on the following matters, inter alia: election of the Board, internal audit committee; approval of the Company's auditor; approval of annual accounting (financial) statements of the Company; distribution of profits, including payment (declaration) of dividends.

All other GSMs held by the Company are EGMs.

Matters falling within the competence of the GSM are listed in the Charter and may not be transferred to discretion of the Board or the General Director.

The GSM is not entitled to consider and make decisions on issues that are not within its competence under the Russian Federal Law "On Joint Stock Companies", as applicable, and the Charter. As long as the Shares are admitted to trading on the HKSE, the GSM competence is also subject to the HKSE Listing Rules requirements (as provided for the Charter).

AGM 2024 was held on 27 June 2024 in a hybrid format. There were three EGMs during the Review Period, which were held on 2 February 2024, 26 September 2024 and 30 September 2024 in a hybrid format, respectively.

Shareholders' Right

Right to convene an extraordinary general meeting

According to the Charter, Shareholder(s) holding in aggregate not less than 5% of the voting Shares have the right to demand from the Board the convocation of an EGM. If within the term specified in the existing laws of the Russian Federation and the Charter the decision to convene the EGM or the decision to refuse to convene that meeting is not made by the Board, the Shareholder(s) shall have the right to (i) submit a matter to arbitration with a request to compel the Company to hold the EGM; or (ii) to convene it on its (their) own.

According to Article 15.4 of the Charter, the Board shall not be entitled to amend the wordings of items of the agenda, wordings of resolutions on such items of the EGM convened at the request of Shareholder(s) holding at least 5% of the voting shares of the Company.

According to Article 15.5 of the Charter, a resolution to convene the EGM or to reject to convene it shall be adopted by the Board within 5 days from the date of submission of the request of Shareholder(s) who own(s) at least 5% of the voting Shares of the Company.

According to Article 15.6 of the Charter, the EGM convened upon demand of the Shareholder(s) who own(s) at least 5% of the voting Shares of the Company shall be held within 40 days from the date of submission of the request to convene the EGM.

Putting forward proposals at general meetings

According to Article 11.3 of the Charter, Shareholder(s) jointly holding at least 2% of the Company's voting Shares may no later than 30 days from the end of the Company's reporting year include issues in the agenda of the AGM.

According to Article 11.4 of the Charter, proposal for additional issues to be included in the agenda of the GSM shall be made in writing containing the wording of the issue, the name of the Shareholder(s) submitting the issue, number and category (type) of the Shares owned by him/her and shall be signed by the Shareholder(s). Proposal on introducing issues to the agenda of the GSM may contain the wording of resolution on each proposed issue.

Company's contact details

Any proposal to convene an EGM, to put forward a proposal at a general meeting and any general enquiries of the Board should be sent to the Company at the following address: Office 410, 8, Oktyabrskaya street, Kaliningrad, Kaliningrad region, 236006, Russian Federation.

3. Board of Directors

The Board is a governing body of the Company and it consists of twelve Board members, which operates in accordance with the Charter and Regulations on the Board, approved by the resolution of the EGM on 14 December 2023. As at the date of this Corporate Governance Report, the Board comprises a combination of three executive, three non-executive and six independent non-executive Directors.

(a) Board functions and duties

The Board is responsible for the overall management of the Company. The matters specifically reserved for the Board under the Charter include, inter alia, the following:

- determination of priority areas of the Company's activities
- approval of the Company's strategy and development programme, risk management policy, long-term and annual budgets
- convening annual and extraordinary general meeting of the Shareholders, approval of GSM agenda
- establishment and dissolution of committees, commissions, councils and other internal bodies of the Board, approval of their personnel composition and approval of provisions on their work
- preliminary review and approval of the annual report, annual accounting (financial) statements of the Company
- recommendations on the remuneration and compensation paid to the members of the internal audit committee of the Company
- approval of terms and conditions of the contract with the General Director
- approval of transactions with a value exceeding USD75,000,000

- recommendations on the amount of the dividend on Shares, the procedure for its payment, setting the date on which the persons entitled to receive dividends are determined
- approval of certain internal documents of the Company on the matters that are within the competence of the Board
- approval of the register holder of the Company.

The general executive function rests with the office of General Director of the Company. The executive committee now functions as an advisory body reporting to the General Director and assisting the General Director and the Board in implementing the strategy of the Group and monitoring its performance as well as with a day-to day business.

(b) Election of Directors

Authority of every Director (including non-executive Director) expires at the AGM each year and each of them may be subject for re-election, provided such re-election is not contradictory to applicable requirements of the HKSE Listing Rules and MoEx Listing Rules.

(c) Independent non-executive Directors

The current composition of the Board represents an appropriate mix of Directors which offers sufficient independent checks and balances and an appropriate governance structure for the Company. As at the Latest Practicable Date, 6 out of 12 Directors are independent non-executive Directors.

Both HKSE Listing Rules and MoEx Listing Rules require the composition of the Board to be balanced and consist of independent directors. The Board believes that all independent non-executive Directors have appropriate and sufficient industry or finance experience and qualifications to carry out their duties so as to protect the interests of the Shareholders. Each of the independent non-executive Directors has undertaken to inform the Hong Kong Stock Exchange and the Securities and Futures Commission of Hong Kong as soon as practicable if there is any subsequent change of circumstances which may affect their independence. The Company has also received a written confirmation from each of the independent non-executive Directors in respect of their independence. The Board considers that all independent non-executive Directors are independent by reference to the factors stated in the HKSE Listing Rules.

The Board has also recognised that all independent non-executive Directors comply with the independence criteria set out in the Russian CG Code and MoEx Listing Rules, including Mr. Bernard Zonneveld, Mr. Christopher Burnham and Ms. Liudmila Galenskaia, regardless the existence of formal criterion of association with the Company. The Company complies with applicable requirements concerning the number of independent directors on the Board.

(d) Composition of the Board and attendance at Board meetings and Board committee meetings

During the Review Period, the Board consisted of the Directors listed below and their attendance record for the Board meetings, Board committee meetings, the GSMs is as follows:

Attendance and number of meetings

							General Meeting of shareholders			
	Board	Corporate Governance and Nomination Committee	Remuneration Committee	Audit Committee	Health, Safety and Environmental Committee	Compliance Committee	AGM 27 June 2024	EGM 2 February 2024	EGM 26 September 2024	EGM 30 September 2024
Total meetings in 2024	33	4	2	10	4	2	1	1	1	1
Personal attendance	11	3	2	7	2	2	1	1	1	1
Absentee voting	22	1	0	3	2	0	0	0	0	0
Executive Directors										
Natalia Albrekht (appointed with effect 27 June 2024)	17	–	–	–	3	–	1 (via teleconference)	–	1 (via teleconference)	1 (via teleconference)
Elena Ivanova (appointed with effect 27 June 2024)	20	–	–	–	–	–	0	–	1 (via teleconference)	1 (via teleconference)
Evgeny Kuryanov (retired with effect from 27 June 2024)	12	–	–	–	–	–	–	0	–	–
Evgenii Nikitin	33	–	–	–	–	–	1	1 (via teleconference)	1 (via teleconference)	1 (via teleconference)
Evgenii Vavilov (retired with effect from 27 June 2024)	12	–	–	–	–	–	–	0	–	–
Non-executive Directors										
Aleksander Danilov (appointed with effect 27 June 2024)	20	–	–	–	–	–	0	–	1 (via teleconference)	1 (via teleconference)
Mikhail Khardikov (retired with effect from 27 June 2024)	17	–	–	–	0	–	–	0	–	–
Vladimir Kolmogorov	32	–	–	–	–	–	1 (via teleconference)	1 (via teleconference)	0	0

	Board	Corporate Governance and Nomination Committee	Remuneration Committee	Audit Committee	Health, Safety and Environmental Committee	Compliance Committee	General Meeting of shareholders			
							AGM 27 June 2024	EGM 2 February 2024	EGM 26 September 2024	EGM 30 September 2024
Semen Mironov	33	–	–	–	3	–	1 (via teleconference)	1 (via teleconference)	1 (via teleconference)	1 (via teleconference)
Independent non-executive Directors										
Christopher Burnham	31	4	2	–	–	2	0	1 (via teleconference)	1 (via teleconference)	1 (via teleconference)
Liudmila Galenskaia	33	–	–	–	3	–	1 (via teleconference)	1 (via teleconference)	1 (via teleconference)	1 (via teleconference)
Kevin Parker	29	–	–	10	2	2	1 (via teleconference)	0	1 (via teleconference)	1 (via teleconference)
Randolph N. Reynolds (passed away on 17 May 2024)	11	3	1	–	–	–	–	1 (via teleconference)	–	–
Evgeny Shvarts	33	–	1	–	4	–	1 (via teleconference)	0	1 (via teleconference)	1 (via teleconference)
Anna Vasilenko	30	0	2	6	–	–	1 (via teleconference)	0	1 (via teleconference)	1 (via teleconference)
Bernard Zonneveld	33	4	–	10	–	2	1 (via teleconference)	1 (via teleconference)	1 (via teleconference)	1 (via teleconference)

Biographical details of the Directors are set out in the section headed Profiles of the Board members, the General Director and Senior Management on pages 118 to 129 of this Annual Report.

Changes in the composition of the Board that took place in the Review Period are set out in the section headed "Report of the Board of Directors" on pages 130 to 160 of this Annual Report.

C.1.6 of the HKSE CG Code provides that generally independent non-executive Directors and other non-executive Directors should attend general meetings of Shareholders. Certain executive Directors, non-executive Directors and independent non-executive Directors were unable to attend the AGM 2024, the EGM held on 2 February 2024, the EGM held on 26 September 2024 and/or the EGM held on 30 September 2024 respectively due to conflicting business schedules.

(e) Board meetings

During 2024, the Board held 33 meetings, with 11 of them in person and 22 in the form of absentee voting.

The Directors are provided on a timely basis with the relevant documents and copies of the draft resolutions to be considered at that particular meeting.

In addition to Board meetings, to ensure independent views and input are available to the Board, during the Review Period, the Chairman had discussions with the independent non-executive Directors from time-to-time without the presence of other Directors through informal means.

Key agenda items reviewed by the Board of Directors during the Review Period

In 2024, the Board considered issues connected with, inter alia, 2023 financial results, 2023 Annual Report, transactions with related parties, achievement of target KPIs for 2023 by the General Director, results of the Board and Board Committees performance assessment and debt capital market financing.

All Directors are given an opportunity to include matters in the agenda for the Board meeting and have access to the Corporate Secretary to ensure that all Board procedures and all applicable rules are followed. The Board also enables the Directors to seek independent professional advice at the Company's expense in appropriate circumstances.

Self-Assessment of the Board of Directors performance

The Board annually conducts a self-assessment of its activities according to set of criteria and indicators approved by the Board annually by means of questionnaires. In 2024, the evaluation of the Board's performance was conducted by an independent consultant.

At the Board meeting held on 16 May 2024, the Board considered the results of the self-evaluation process. The key conclusions of the consideration were as follows:

- The Company is committed to high standards of corporate governance;
- The agenda for meetings of the Board of Directors covers all significant issues;
- High quality of work of the committees of the Board of Directors is confirmed;
- Effective work of the Chairman of the Board of Directors is confirmed;
- Effective functioning of the system for supporting the work of the Board of Directors by the Corporate Secretary's office is confirmed;
- Additional attention should be paid to the work of the Board of Directors in the area of strategy determination.
- Opportunities for non-executive directors to meet without the presence of the executive directors should be increased.

Board meetings at which Directors have material interests

The Board endeavoured throughout the twelve-month period ended 31 December 2024 to ensure that it did not deal with business by way of written resolution where a Substantial Shareholder or a Director had disclosed an interest in a matter to be considered by the Board which the Board determined to be material. As a result, there were no occurrence (out of the 22 instances of absentee voting of the Board during the period) when urgent business was dealt with by the Board by way of written resolution where a material interest of a Director was stated to have been disclosed.

Of the 7 Board meetings held in the twelve-month period ended 31 December 2024 where one or more Directors had disclosed a material interest, all the independent non-executive Directors were present at all 7 of the Board meetings held.

Of the 33 Board meetings held, there were 7 occasions where non-executive Directors might have a material interest in the relevant transaction. On such occurrences, those non-executive Directors abstained from voting and the resolutions approving entry into such transactions were passed by the requisite majority excluding those non-executive Directors who might have a material interest.

(f) Relationships among members of the Board

Please refer to the section "Profiles of the Board members, the General Director and Senior Management" for more information about the relationships among members of the Board.

(g) Shareholders' Agreements

The Shareholders' Agreement with the Company and the Shareholders' Agreement between Major Shareholders only were both entered into on 22 January 2010 and are still in force. For brief details of these shareholders' agreements, please see Appendix A and Appendix B.

(h) Directors' securities transactions

The Company has adopted a Code for Securities Transactions in respect of the Directors. The Code for Securities Transactions was based on the Model Code as set out in Appendix C3 to the HKSE Listing Rules but it was made more exacting than the required standard set out in Appendix C3. Having made specific enquiry of all Directors, all Directors confirmed that they had fully complied with the required standard set out in the Model Code and the Code for Securities Transactions throughout the Review Period.

The Company has not been notified of any other transaction by the Directors in respect of the Shares in the Review Period.

The Directors do not directly or indirectly own the Shares, with the exception of Elena Ivanova owned 110,000 Shares (0.00072% of Shares).

(i) Directors' continuous professional development

Upon appointment to the Board, Directors are provided with comprehensive induction training. Directors receive a package of comprehensive orientation materials on the Group comprising information on the Group, duties as a Director and Board committee member, as well as internal governance and sustainability policies of the Group.

Pursuant to Code Provision C.1.4 of the HKSE CG Code, all Directors should participate in continuous professional development to develop and refresh their knowledge and skills. During the Review Period, all Directors of the Company (namely, Ms. Natalia Albrekht (appointed with effect from 27 June 2024), Ms. Elena Ivanova (appointed with effect 27 June 2024), Mr. Evgeny Kuryanov (retired with effect from 27 June 2024), Mr. Evgenii Nikitin, Mr. Evgenii Vavilov (retired with effect from 27 June 2024), Mr. Aleksander Danilov (appointed with effect from 28 June), Mikhail Khardikov (retired with effect from 27 June 2024), Mr. Vladimir Kolmogorov, Mr. Semen Mironov, Mr. Christopher Burnham, Ms. Liudmila Galenskaia,, Mr. Kevin Parker, Mr. Randolph N. Reynolds (passed away on 17 May 2024), Dr. Evgeny Shvarts, Ms. Anna Vasilenko and Mr. Bernard Zonneveld), received regular briefings and updates on the Group's business, operations, risk management and corporate governance matters.

Ms. Natalia Albrekht who was appointed with effect from 27 June 2024 obtained the legal advice referred to in Rule 3.09D of the HKSE Listing Rules on 5 June 2024, and she has confirmed she understood her obligations as a director of a listed issuer.

Ms. Elena Ivanova who was appointed with effect from 27 June 2024 obtained the legal advice referred to in Rule 3.09D of the HKSE Listing Rules on 5 June 2024, and she has confirmed she understood her obligations as a director of a listed issuer.

Mr. Aleksander Danilov who was appointed with effect from 27 June 2024 obtained the legal advice referred to in Rule 3.09D of the HKSE Listing Rules on 5 June 2024, and he has confirmed he understood his obligations as a director of a listed issuer.

4. Chairman and General Director

The roles of the Chairman of the Board and the General Director are segregated and are independent to each other.

Chairman of the Board

The Chairman (being Mr. Bernard Zonneveld) is chiefly responsible for maintaining the effective operation of the Board. The Chairman is also responsible for chairing Board meetings, briefing Board members on issues discussed at Board meetings and ensuring good corporate governance practices and procedures are established. The Chairman is also responsible for leadership of the Board and for creating the conditions necessary to allow the Board and individual Directors to operate effectively. According to the Charter, the Chairman shall arrange the work of the Board, convene and chair the Board meetings, ensure that the minutes of the meetings of the Board are properly kept.

General Director – Sole executive body

The Charter operates with the concept of General Director who acts as the sole chief executive body of the Company and manage the Company's activities on a day-to-day basis. The General Director enjoys all executive powers that are not within the exclusive authority of the GSM or the Board. Those powers include, inter alia:

- acting on behalf of the Company without a power of attorney (including by representing the Company and entering into transactions on its behalf)
- representing the Company in the Russian Federation and abroad
- ensuring the implementation of the plans for current and future activities of the Company
- preparation of the necessary materials and proposals to the Board and the GSM and ensures the implementation of their resolutions
- appointment and dismissal of heads of branches and representative offices, approval of the terms of contracts with them
- issuing powers of attorney, authorising their holders to represent the Company
- employment and dismissal of the Company's employees

The Board has assessed the achievement by the General Director of his key performance indicators, which represent the evaluation of the General Director's performance, based on the recommendation of the Remuneration Committee.

Biographical details of the General Director (Mr. Evgenii Nikitin) are set out in the section headed "Profiles of the Board members, the General Director and Senior Management" on page 128 of this Annual Report.

The General Director does not directly or indirectly own the Shares.

5. Board Committees

As at the date of this Report, the following committees assisted the Board in exercising its functions:

- Corporate Governance and Nominations Committee
- Remuneration Committee
- Audit Committee
- Health, Safety and Environmental Committee
- Compliance Committee

Corporate Governance and Nominations Committee

The Company established the Corporate Governance and Nominations Committee with written terms of reference in compliance with the HKSE CG Code and the Russian CG Code.

The primary functions of the Corporate Governance and Nominations Committee are, among other things, to develop, review at least once a year and make recommendations to the Board in relation to corporate governance principles and policies of the Company and its consolidated subsidiaries, to oversee corporate governance matters, to review and monitor the training and continuous professional development of Directors and senior management, to develop, review and monitor the Company's code of conduct applicable to employees and Directors, reviewing the Company's compliance with the HKSE CG Code and disclosure in the Corporate Governance Report. The Corporate Governance and Nominations Committee is provided with sufficient resources to discharge its duties and its terms of reference also permit it to obtain access to a legal adviser.

In recommending a candidate for election to the Board, the Corporate Governance and Nominations Committee is required to determine criteria, objectives and procedures for selecting Board members, including factors such as independence (in the case of independent non-executive Directors), diversity, age, future succession planning, integrity, skills, expertise, experience, knowledge about the Company's business and industry, and willingness to devote adequate time and effort to Board responsibilities. In identifying suitable candidates, the Corporate Governance and Nominations Committee is required to use open advertising or the services of external advisers to facilitate the search, consider candidates from a wide range of backgrounds and consider candidates on merit against objective criteria, taking care that appointees have enough time to devote to the position.

The Corporate Governance and Nomination Committee consists exclusively of independent Directors. The members are as follows:

- Mr. Christopher Burnham *(independent non-executive Director)*
- Ms. Anna Vasilenko *(independent non-executive Director)*
- Mr. Bernard Zonneveld *(chairman of the committee, independent non-executive Director)*

The Corporate Governance and Nominations Committee has held 4 meetings during the Review Period, out of which 1 meetings were held by absentee voting. At these meetings, the Corporate Governance and Nominations Committee considered, amongst other things, recommendations on nomination of Directors, composition of the Board committees, updates of the documents related to corporate governance.

The members of the Corporate Governance and Nominations Committee have regularly attended and actively participated in meetings. For the attendance record of the meetings held by the Corporate Governance and Nominations Committee during 2024, please refer to paragraph 3(d) of this Corporate Governance Report.

Diversity

With a view to achieving a sustainable and balanced development, the Company recognises increasing diversity at the Board level as an essential element in supporting the attainment of its strategic objectives and its sustainable development. In designing the Board's composition, Board diversity has been considered from a number of aspects, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service. All Board appointments are based on meritocracy, and candidates will be considered against objective criteria, having due regard for the benefits of diversity on the Board.

The Company recognises and embraces the benefits of having a diverse Board to enhance the quality of its performance. The current mix of skills, experience and other diversity criteria of Directors, including but not limited to gender, age, nationality, cultural and educational background, provides for a balanced composition of the Board.

The Corporate Governance and Nomination Committee also monitors the implementation of the board diversity policy of the Company.

The Board currently comprises four female Directors and eight male Directors.

For the gender ratio in the workforce of the Group, including senior management, as at 31 December 2024, please refer to our Sustainability Report for details. To achieve diversity at workforce level, the Group has put in place appropriate recruitment and selection practices such that a diverse range of candidates are considered.

During Review Period, the Board was not aware of any mitigating factors or circumstances which make achieving gender diversity across the workforce (including senior management) more challenging or less relevant.

Remuneration Committee

The Company has established the Remuneration Committee governed by the written terms of reference in compliance with the HKSE CG Code and the Russian CG Code. The primary functions of the Remuneration Committee are, among other things, to prepare and revise remuneration policy, to make recommendations to the Board on the remuneration package of the Directors, the General Director, the Corporate Secretary and senior management, and to assist the Board in overseeing the administration of the Company's compensation and benefits plans. The Remuneration Committee is provided with sufficient resources to discharge its duties.

Remuneration policies are determined on the basis of an employee's qualifications and performance, as well as the complexity of his or her job. Wages for each employee are generally reviewed annually and revised in accordance with a performance assessment and local labour market conditions.

The Remuneration Committee consists exclusively of independent non-executive Directors. The members are as follows:

- Mr. Christopher Burnham *(independent non-executive Director)*
- Dr. Evgeny Shvarts *(independent non-executive Director)*
- Ms. Anna Vasilenko *(chairman of the committee, independent non-executive Director)*

The Remuneration Committee held 2 meetings during the Review Period. There were no meetings in a form of absentee voting. At those meetings, the Remuneration Committee considered, amongst other things, the issues related to achievement of the target KPIs for 2023 by the General Director, and target KPIs of the General Director for 2024.

For details of the Company's emolument policy, please refer to section 20 of the "Report of the Board of Directors". The members of the Remuneration Committee have regularly attended and actively participated in meetings. For the attendance record of the meetings held by the Remuneration Committee during 2024, please refer to paragraph 3(d) of this Corporate Governance Report.

Audit Committee

The Company established the Audit Committee of the Board with written terms of reference in compliance with the HKSE CG Code and the Russian CG Code.

The primary duties of the Audit Committee are to assist the Board in providing an independent view of the effectiveness of the Company's financial reporting process, risk management and internal control systems, and internal audit function, to oversee the audit process and to perform other duties and responsibilities as are assigned to the Audit Committee by the Board. The Audit Committee is assisted by the Company's internal audit function that undertakes both regular and ad hoc reviews of risk management, internal controls and procedures, the results of which are reported to the Audit Committee. The Audit Committee is provided with sufficient resources to discharge its duties.

The Audit Committee consists of independent non-executive Directors. The current members are as follows:

- Mr. Kevin Parker *(chairman of the committee, independent non-executive Director)*
- Mr. Bernard Zonneveld *(independent non-executive Director)*
- Ms. Anna Vasilenko *(independent non-executive Director)*

During the Review Period, the Audit Committee has held 10 meetings, out of which 3 were in a form of absentee voting. The Company's external auditors are regularly invited to attend meetings of the Audit Committee. At the meeting held on 13 March 2024, members of the Audit Committee reviewed the consolidated financial statements for the year ended 31 December 2023. At the meeting held on 23 August 2024, in a form of absentee voting and concluded, members of the Audit Committee reviewed the interim condensed financial information as at and for the three and six months ended 30 June 2024, and at the meeting held on 12 March 2025, members of the Audit Committee reviewed the consolidated financial statements for the year ended 31 December 2024. The Audit Committee is of the opinion that such consolidated financial statements have complied with the applicable accounting standards, the HKSE Listing Rules, other legal requirements and that adequate disclosures have been made. Minutes of Audit Committee meetings were taken, recorded and kept.

The Audit Committee reviews the Company's financial and accounting policies and practices, meets the external auditors on a regular basis, and reviews all connected transactions before the Board's consideration. The Audit Committee also reviews the Company's financial controls, internal control and risk management systems, and the Company's internal audit function on a quarterly basis.

The Audit Committee reviewed and concurred with the management confirmation that for the year ended 31 December 2024, the Group's risk management and internal control systems were effective and adequate. The Audit Committee is satisfied that the Company has complied satisfactorily with the requirements of the HKSE CG Code in respect of risk management and internal control systems.

The members of the Audit Committee have regularly attended and actively participated in meetings. For the attendance record of meetings held by the Audit Committee during 2024, please refer to paragraph 3(d) of this Corporate Governance Report.

Health, Safety and Environmental Committee

Health, Safety and Environmental Committee was established by the Board in order to ensure that the Company undertakes and conducts, in compliance with Company policies, its operations in a socially and environmentally responsible manner, pursuing sustainable business. Primary duties of Health, Safety and Environmental Committee include, inter alia, review of health, safety and environmental audits carried out in terms of both legal and Company requirements and annual report on the health, safety and environmental performance of the Company, as well as preparing recommendations to the Board for the formulation and setting of objectives to be achieved in the field of health, safety and environmental management.

The composition of the Health, Safety and Environmental Committee is as follows:

- Ms. Liudmila Galenskaia *(independent non-executive Director)*
- Mr. Kevin Parker *(independent non-executive Director)*
- Dr. Evgeny Shvarts *(chairman of the committee, independent non-executive Director)*
- Mr. Semen Mironov *(non-executive Director)*
- Ms. Natalia Albrekht *(executive Director)*

In 2024, the Health, Safety and Environmental Committee held 4 meetings out of which 2 was in a form of absentee voting. At those meetings, the Health, Safety and Environmental Committee considered, amongst other things, issues related to achievement of the Company's strategic environmental goals, Programme for reduction of injury rates, Sustainability Report and Carbon Disclosure Project Report. For the attendance record of meetings held by the Health, Safety and Environmental Committee during 2024, please refer to paragraph 3(d) of this Corporate Governance Report

Compliance Committee

The Compliance Committee was established following the removal of the Company from OFAC's SDN list. The primary responsibilities of the Compliance Committee are, inter alia, ensuring the formation of a compliance management system within the Group, taking part in the development of policies and other internal regulations of the Company relating to matters of compliance, and consistently following up on their observance, ensuring that adequate compliance control is in place at the Group, conducting due diligence in the event of any reasonable doubt regarding observance of compliance requirements and the provisions of compliance documents.

The Compliance Committee consists of the following members:

- Mr. Christopher Burnham *(chairman of the committee, independent non-executive Director)*
- Mr. Kevin Parker *(independent non-executive Director)*
- Mr. Bernard Zonneveld *(independent non-executive Director)*

In 2024, the Compliance Committee held 2 meetings. There were no meetings in a form of absentee voting and considered the issues related to the development of the Company's compliance system. For the attendance record of meetings held by the Compliance Committee during 2024, please refer to paragraph 3(d) of this Corporate Governance Report.

6. Corporate Secretary

According to Charter and taking into account the recommendations set out in the Russian CG Code, the corporate secretary has been appointed in order to, among other functions, ensure the operation of the Board and committees of the Board. The corporate secretary performs the functions of the Board secretary. Biographical details of the corporate secretary are set out in the section headed "Profiles of the Board Members, the General Director and Senior Management" on page 128 of this Annual Report.

7. Company Secretary

The Company engages Ms. Chan Lok Tung from an external service provider as its Company secretary in Hong Kong to ensure the compliance with the HKSE Listing Rules. The primary contact person in the Company in Hong Kong is Mr. Eugene Choi, the authorised representative of the Company acting on behalf of the power of attorney.

8. Auditors' remuneration in respect of audit and non-audit services

For the year ended 31 December 2024, the total fees paid or payable in respect of audit and non-audit services provided by the Group's external auditor, TSATR – Audit Services LLC (before 12 April 2022 – Ernst & Young LLC), are set out below:

	For the year ended 31 December 2024 thousand USD
Audit services	
Annual audit services	2,581
Annual non-audit services	1,209

The non-audit services mainly comprised tax compliance and certain agree-upon-procedure work.

The responsibilities of TSATR – Audit Services LLC with respect to the 2024 consolidated financial statements are set out in the Independent Auditors' Report under the section headed "Financial Statements" on pages 183 to 186 of this Annual Report.

External auditor is appointed by the GSM by a simple majority for one year based upon the recommendations of the Audit Committee.

The choice of an audit organisation was carried out according to the following criteria:

- the range of services offered;
- business reputation;
- price policy.

The Company selects an auditor (audit organisation) through a closed competitive selection on an annual basis. The Company sends a request to submit a proposal for the provision of audit services to leading audit companies. The main conditions for a closed competitive selection are the compliance of the auditor (audit organisation) with the requirements established by applicable law for persons providing audit services, as well as the compliance of the auditor (audit organisation) with the list of criteria established by the Company for external auditors. The Company chooses the winner based on the results of consideration of proposals (technical and financial) and presentations of the participants.

The Audit Committee has considered the external audit process as effective based on the provided auditor's report.

9. Responsibility Statement for the Consolidated Financial Statements

The members of the Board acknowledge that, it is their responsibility to prepare the consolidated financial statements for the year ended 31 December 2024 and to the best of their knowledge, the consolidated financial statements for the year ended 31 December 2024, were prepared in accordance with applicable law and IFRS, and that these consolidated financial statements give true and fair view of the state of affairs of the Group and of the results and cash flow for that period. The consolidated financial statements have been prepared in accordance with IFRS. The reporting responsibility of the external auditors of the Company on the financial statements of the Group are set out in the Independent Auditors' Report under the section headed "Financial Statements" on pages 183 to 186 of this Annual Report.

10. Risk Management and Internal Control

The Company's risk management and internal control system (hereinafter referred to as the "**System**") assures that the Company's operations are effective, efficient and well aligned with its strategic and business objectives. The System is designed to determine the nature and extent of risks, to safeguard the assets of the Company, to ensure correct, reliable, complete and timely financial reporting. The System promotes ethical values, good corporate governance and ensures regulatory compliance.

Roles and responsibilities

The System stipulates the following roles and responsibilities:

- Owners of the Company's business processes ("**Process owners**");
- Directorate for Control; and
- Audit Committee.

Process owners are responsible for running specific business processes in compliance with the System, for identification and analysis of the risks inherent in the process, development and implementation of the risk mitigation activities.

The Directorate for Control is responsible for methodological support and independent assessment of the System. The Directorate for Control performs internal audits and revisions to assess the effectiveness and efficiency of the business processes and the applicable controls. Thus, the System design is based on both best practices suggested by Process owners and recommendations developed by the Directorate for Control as the result of the internal audits and revisions.

The Directorate for Control reports the results of audits and revisions, as well as other activities related to internal controls and risk management, to the Audit Committee on a quarterly basis.

The Audit Committee is responsible for oversight of the financial reporting process, the audit process as well as the Company's system of risk management and internal controls.

In accordance with HKSE CG Code, the Audit Committee reviews the Company's risk management and internal control systems, the effectiveness of the issuer's internal audit function, and its other duties under the HKSE CG Code. The Audit Committee approves the annual schedule of audits and revisions to be performed by the Directorate for Control, though the scope of the Directorate's activities is not limited to scheduled audits – the Audit Committee and the Company's management can initiate additional unscheduled activities.

The Board approves the risk management policy, reviews the policy's performance results and determines the Company's principles and approaches to risk management, internal control and internal audit. The Board considers the results of the effectiveness of the risk management and internal control system regularly. In 2024 there were no issues identified in the functioning of the risk management and internal control system reported to the Board.

Risk management system

The Company aims to promote a risk-aware culture among all its employees, including those directly engaged in day-to-day operations. Such attitude to risk management improves risk awareness and enables the Company to respond to changes in the business environment on a timely basis.

However, it is important to note that the System is designed to manage rather than eliminate the risk of failure to achieve business objectives, and can only provide reasonable assurance against material misstatement or loss.

The Company faces the following types of risks:

Operational risks are those related to direct or indirect damages incurred within the Company's core operating activities due to inefficient or ineffective business processes, systems or human error.

Financial and market risks are those related to financing the Company's activities and volatility on global markets including commodity prices, interest rates and foreign currency rates.

Corporate risks are those related to business environment affecting financial results of the Company, including political, legal and other risks.

Project risks are those faced by the Company due to implementation of investment projects and minor continuous improvement projects.

All material risks are consolidated under the Company's Risk Register monitored at all management levels. There is a specific employee, a risk-owner, responsible for managing each risk. The Directorate for Control verifies risk analysis and risk management tools applied by risk owner to each material risk.

The Audit Committee and Directorate for Control aim to regularly improve and enhance the Company's internal controls and risk management processes. The results of the Audit Committee's quarterly reviews of the System in 2024 are as follows:

Key improvements of procurement controls in 2024:

- Improvements have been implemented in the procurement process, including the completed implementation of pilot operation at pilot plants from application to payment (P2P), and replication of the said pilot operation has been launched at key plants, the pricing process for procurement of contract works has been changed, the timing of contractor selection, as part of the procurement optimisation working group for the construction of the Taishet Anode Factory, has been shortened, the control over exceeding financial limits has been improved.
- Changes in the internal control system occurred in the inventory management process. For instance, a new motivation system for the sale of illiquid goods and fixed assets was approved, unified the rules for the formation, usage and replenishment of emergency stock were approved, rules for the turnover and accounting of spare parts removed for repair were approved, goals were set for the main agents on the level of stocks with low turnover and on the sale of illiquid assets generated from investment projects, an illiquid database has been created containing data on all illiquid assets of the Company.

During 2024, improvements were implemented to the internal control system in the procurement process, including for working with the electronic tender portal according to the Company's procurement regulations, procurement automation, integration of the document management system and the electronic tender portal of pilot plant. Changes have been made to the process of interaction with counterparties, new controls have been added to the credit policy, the process of claim work and enforcement proceedings. Updated Procurement rules framework. The approach of using the Vendor list to optimise procurement of contractors has been developed. Changes in the internal control system have occurred in the process of inventory management: goals for the year have been formulated, emergency and insurance stocks are formed annually, and an automated illiquid database has been created.

Key elements of risk management system:

- quarterly reports on Company's risk management activities and consolidated risk portfolio to executive management and the Audit Committee;
- risk management procedure with the focus on risk analysis and risk mitigation activities;
- risk management trainings for the Aluminium, Alumina and Downstream Divisions covering key smelters as well as trade, service and management companies;
- distinct link between process and risk owners KPIs and effectiveness and efficiency of risk management under their responsibility;
- continuous improvement of automated risk management system (ARMS);
- independent risk audits of Company's production facilities conducted by independent risk surveyors to assess risks and enhance the Company's insurance programmes.

The Company has also implemented an internal compliance control system designed to ensure compliance with the regulatory requirements and effective management of compliance risks. For further details of the said internal compliance control system, please refer to page 48 of the Annual Report.

It is important to note that the Directorate for Control did not identify in the year 2024 any significant violations of operational, financial or compliance controls nor any significant risks such as those that may potentially give rise to uncertainties about ability of the Company to continue to operate as a going concern except for those described in Note 1(e) to the consolidated financial statements disclosed on pages 194 to 279 of the Annual report.

The Company considers the risk management and internal control systems of the Company are effective and adequate.

Information Disclosure

Since the Listing, the Company has been subject to requirements relating to continuous disclosure obligations, including determination and disclosure of inside information. The Company has established the disclosure committee with authority to assess whether information constitutes inside information, whether it is subject to immediate disclosure or whether any safe harbour provisions may apply; to determine the timing and format of disclosure; to appoint officers responsible for collection, preliminary analysis and processing of the information within various business subdivisions of the Group; to appoint the Company's authorised representatives to the HKSE; and to decide on trading halts and other issues. At the same time, an internal policy regulating the treatment of inside information was adopted within the Group. The internal control system applied in the Group with respect to inside information ensures that any piece of information that may constitute inside information is promptly escalated to the disclosure committee and, should it constitute inside information, is disclosed.

Being a Russian issuer, the Company is subject to disclosure requirements of Russian legislation and MoEx Listing Rules.

Disclosure of information is made through the tools available to the Company under applicable provisions of HKSE Listing Rules and MoEX Listing Rules in order to ensure that all Shareholders have equal access to the disclosed information:

Website of the HKSE: *(available in English and Chinese language only)*	https://www.hkexnews.hk https://www.hkexnews.hk/index_c.htm
Interfax newswire and the Company's dedicated page *(available in Russian language only)*	https://www.e-disclosure.ru/portal/company.aspx? id=38288
Company's corporate website *(available in Russian, English and Chinese languages)*	https://rusal.ru/investors/info/hkse/ https://rusal.ru/en/investors/info/hkse/ https://rusal.ru/cn/investors/info/hkse/

11. Relevant Officers' Securities Transactions

The Company has also adopted the Relevant Officers Code. The Relevant Officers Code was based on Appendix C3 to the HKSE Listing Rules but it was made more exacting. It applies to any employee of the Company or a director or employee of a subsidiary of the Company who, because of such office or employment, is likely to be in possession of unpublished price sensitive information in relation to the Company or its securities.

12. Going Concern

Consolidated financial statements for the year ended 31 December 2024 have been prepared assuming that the Group will continue as a going concern. Accordingly, these statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts, the amounts and classification of liabilities or any other adjustments that might result in the Group being unable to continue as a going concern.

Continuing geopolitical instability and unpredictability of its further developments, including current and potential sanctions imposed by US, EU and other countries, may cause potential significant limitations for sales channels, availability of production raw materials and possibility to organise supply chain. Availability of future financing, including increased key rate of Central Bank of Russian Federation and volatility of currency, stock commodity and financial markets, potential imposition of export customs duties may affect the Group's business, financial condition, prospects and results of operations.

The facts described above, as well as the volatility of commodity markets, stock, currency markets and interest rates, create material uncertainty in the Group's ability to meet its financial obligations on time and continue as a going concern entity. Management constantly evaluates the current situation and prepares forecasts taking into account different scenarios of the events and conditions development. The Group's management expects that prices on the world commodity markets will grow and improve the results of operating activities. The Group is also revising supply and sales chains, ensuring an optimal equity and debt ratio, searching for resolutions of logistic difficulties, as well as the ways to service its obligations in order to adapt to the current economic changes to maintain the continuance of the Group's operations.

13. Investor Relations

The Company has established a designated department for investor relations, which is responsible for matters concerning investor relations and has developed its own systems and process for communications with investors. The Company's management also maintains communication with investors, analysts and the media.

The Company considers that effective communication with its shareholders is essential for enhancing investor relations and investor understanding of the Group's business performance and strategies. The Company endeavours to maintain an on-going dialogue with the Shareholders and in particular, through annual general meetings and other general meetings, publishing corporate communications such as interim results and annual results, financial reports, announcements and circulars.

In addition, all corporate communications and regulatory announcements were published by the Company on its website and the website of the HKSE in a timely manner. The Company considers that the shareholders communications were effective during the year ended review.

The Charter was not amended during 2024.

14. Loans

In 2024, no loans have been issued by the Company (or any Group company) to members of the Board or the General Director.

Financial statements

Financial Statements

Statement of Management's Responsibilities

The following statement, which should be read in conjunction with the auditor's responsibilities stated in the auditor's report on the audit of the consolidated financial statements set out on pages 182-186, is made with a view to distinguishing the respective responsibilities of management and those of the auditors in relation to the consolidated financial statements of United Company RUSAL, international public joint-stock company ("UC RUSAL, IPJSC") and its subsidiaries.

Management is responsible for the preparation of the consolidated financial statements for the year ended 31 December 2024 in accordance with IFRS Accounting Standards and in accordance with the disclosure requirements of the Hong Kong Companies Ordinance.

In preparing the consolidated financial statements, management is responsible for:

- Selecting appropriate accounting principles and applying them consistently;
- Making judgements and estimates that are reasonable and based on supportable assumptions;
- Stating whether IFRS Accounting Standards have been followed, subject to any material departures disclosed and explained in the consolidated financial statements; and
- Preparing the consolidated financial statements on a going concern basis, unless it is inappropriate to presume that the Group will continue in the business for the foreseeable future.

Management, within its competencies, is also responsible for:

- Designing, implementing and maintaining an effective system of internal controls throughout the Group;
- Maintaining statutory accounting records in compliance with local legislation and accounting standards in the respective jurisdictions in which the Group operates;
- Taking steps to safeguard the assets of the Group; and
- Detecting and preventing fraud and other errors.

Independent auditor's report

To the Shareholders and the Board of Directors of IPJSC UC RUSAL

Opinion

We have audited the consolidated financial statements of IPJSC UC RUSAL and its subsidiaries (the Group), which comprise the consolidated statement of income, consolidated statement of comprehensive income for the year ended 31 December 2024, consolidated statement of financial position as at 31 December 2024, and the consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, comprising material accounting policy information and other explanatory information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 31 December 2024 and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with IFRS Accounting Standards.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report. We are independent of the Group in accordance with the ethical requirements of the Code of professional ethics for auditors and the Independence rules of auditors and audit organizations that are relevant to our audit of the consolidated financial statements in the Russian Federation together with the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (IESBA Code). We have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material uncertainty related to going concern

We draw attention to Note 1 of the consolidated financial statements as of 31 December 2024, which indicates that the geopolitical tensions and sanctions imposed by a range of countries, accompanied by the volatility of commodity, stock and currency markets, may significantly affect operational, investing and financing activity of the Group. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1 of the consolidated financial statements, indicate that material uncertainty exists that may cast significant doubt about the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. In addition to the matters described in the *Material uncertainty related to going concern* section, we have determined the matter described below to be the key audit matter to be communicated in our report. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For the matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's responsibilities for the audit of the* *consolidated financial statements* section of our report, including in relation to this matter. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matter below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Key audit matter	How our audit addressed the key audit matter
Impairment analysis of property, plant and equipment	
Impairment analysis of property, plant and equipment was a key audit matter due to the significance of property, plant and equipment balance in the consolidated financial statements, high subjectivity of judgments and estimates underlying the impairment analysis used by management. Current global market conditions, including fluctuations in LME aluminum prices, market premiums and alumina purchase prices together with their long-term forecasts, increase of logistics costs may indicate that some cash generating units (CGU) may be subject to either impairment loss or full or partial reversal of previously recognized impairment. Evaluation of the recoverable amount of fixed assets is based on the higher of the fair value less cost to sell and value in use. As of the reporting date management makes an assessment of value-in-use based on the discounted cash flow models. Information on the results of the impairment testing is provided in Note 13 (vii) to the consolidated financial statements.	We analyzed management's assessment of whether indicators for potential impairment or reversal of impairment previously recorded exist. For the impairment tests performed our procedures included, among others: > Comparison of key assumptions such as production volumes, forecasted aluminum sales prices, forecasted alumina and bauxites purchase prices, forecasted costs inflation, forecasted currency exchange rates, discount rates, used in the Group's financial model with published macroeconomic indicators and forecast data. > Assessing the historical accuracy of management's budgets and forecasts by comparing them to actual performance. > Checking the arithmetic accuracy of the impairment model and assessing a sensitivity analysis of value-in-use to changes in key assumptions. With assistance of our internal valuation experts we analyzed the Group's management calculations of the recoverable amount of fixed assets. We assessed the impairment related disclosures in the consolidated financial statements, including the key assumptions used and the sensitivity of the consolidated financial statements to these assumptions.

Other information included in the Annual Report

Other information consists of the information included in the Annual Report other than the consolidated financial statements and our auditor's report thereon. Management is responsible for the other information. The Annual Report is expected to be made available to us after the date of this auditor's report.

Our opinion on the consolidated financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Responsibilities of management and the Audit Committee for the consolidated financial statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Accounting Standards and the disclosure requirements of the Hong Kong Companies Ordinance, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The Audit Committee is responsible for overseeing the Group's financial reporting process.

Auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units of the group as a basis for forming our opinion on the consolidated financial statements of the group. We are responsible for the direction, supervision and review of audit work performed for group audit purposes. We remain fully responsible for our audit opinion.

We communicate with the Audit Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Audit Committee with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the Audit Committee, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The partner in charge of the audit resulting in this independent auditor's report is **Khachaturian Mikhail Sergeevich**.

Khachaturian Mikhail Sergeevich
General director of TSATR – Audit Services Limited Liability Company, partner in charge of the audit resulting in this independent auditor's report
(main registration number 21906108270)

13 March 2025

Details of the auditor

Name: TSATR – Audit Services Limited Liability Company

Record made in the State Register of Legal Entities on 5 December 2002, State Registration Number 1027739707203.

Address: Russia 115035, Moscow, Sadovnicheskaya naberezhnaya, 75.

TSATR – Audit Services Limited Liability Company is a member of Self-regulatory organization of auditors Association "Sodruzhestvo". TSATR – Audit Services Limited Liability Company is included in the control copy of the register of auditors and audit organizations, main registration number 12006020327.

Details of the audited entity

Name: IPJSC UC RUSAL
Record made in the State Register of Legal Entities on 25 September 2020, State Registration Number 1203900011974.
Address: Russia 236006, Kaliningrad, Oktyabrskaya street, building 8, office 410.

UC RUSAL, IPJSC
Consolidated Statement of Income
for the year ended 31 December 2024

	Note	Year ended 31 December 2024 USD million	2023 USD million
Revenue	5	12,082	12,213
Cost of sales	6(a)	(9,261)	(10,445)
Gross profit		2,821	1,768
Distribution expenses	6(b)	(848)	(755)
Administrative expenses	6(b)	(695)	(603)
Impairment of non-current assets	6(b), 13	(580)	(321)
Expected credit losses	6(b), 17(a)	(44)	(1)
Net other operating expenses	6(b)	(286)	(167)
Results from operating activities		368	(79)
Finance income	7	457	144
Finance expenses	7	(531)	(573)
Share of profits of associates and joint ventures	15	564	752
Profit before taxation		858	244
Current income tax expense	8	(120)	(132)
Deferred income tax credit	8	65	170
Income tax		(55)	38
Profit for the year		803	282
Attributable to Shareholders of the Company		803	282
Profit for the year		803	282
Earnings per share			
Basic and diluted earnings per share (USD)	12	0.053	0.019
Adjusted EBITDA	**4, 6(d)**	**1,494**	**786**

The consolidated statement of income is to be read in conjunction with the notes to, and forming part of, the consolidated financial statements set out on pages 194 to 279.

UC RUSAL, IPJSC
Consolidated Statement of Income
for the year ended 31 December 2024

	Note	Year ended 31 December 2024 USD million	2023 USD million
Profit for the year		803	282
Other comprehensive income or loss			
Items that will never be reclassified subsequently to profit or loss			
Actuarial (loss)/gain on postretirement benefit plans	20	(11)	5
		(11)	5
Items that are or may be reclassified subsequently to profit or loss			
Foreign currency translation differences for equity-accounted investees	15	(496)	(1,007)
Foreign currency translation differences on foreign subsidiaries		(96)	(573)
		(592)	**(1,580)**
Other comprehensive loss for the year, net of tax		(603)	(1,575)
Total comprehensive income/(loss) for the year		200	(1,293)
Attributable to:			
Shareholders of the Company		200	(1,293)
Total comprehensive income or loss for the year		**200**	**(1,293)**

There was no significant tax effect relating to each component of other comprehensive income or loss.

The consolidated statement of comprehensive income is to be read in conjunction with the notes to, and forming part of, the consolidated financial statements set out on pages 194 to 279.

UC RUSAL, IPJSC
Consolidated Statement of Financial Position
for the year ended 31 December 2024

	Note	31 December 2024 USD million	31 December 2023 USD million
Assets			
Non-current assets			
Property, plant and equipment and investment property	13	6,005	5,806
Intangible assets	14	2,201	2,337
Interests in associates and joint ventures	15	4,868	4,521
Deferred tax assets	8	328	229
Derivative financial assets	21	–	13
Investments in equity securities measured at fair value through profit and loss	17(g)	217	339
Other non-current assets	17(f)	221	277
Total non-current assets		**13,840**	**13,522**
Current assets			
Inventories	16	4,477	3,599
Short-term investments	17(h)	112	125
Trade and other receivables	17(a)	1,470	1,154
Prepayments and input VAT	17(b)	721	538
Current income tax receivables		30	8
Dividends receivable		29	412
Derivative financial assets	21	19	19
Cash and cash equivalents	17(e)	1,503	2,087
Total current assets		8,361	7,942
Total assets		**22,201**	**21,464**

The consolidated statement of financial position is to be read in conjunction with the notes to, and forming part of, the consolidated financial statements set out on pages 194 to 279.

UC RUSAL, IPJSC
Consolidated Statement of Financial Position
for the year ended 31 December 2024

	Note	31 December 2024 USD million	31 December 2023 USD million
Equity and liabilities			
Equity	18		
Share capital		152	152
Share premium		15,786	15,786
Other reserves		2,856	2,689
Currency translation reserve		(11,205)	(10,613)
Retained earnings		3,627	3,002
Total equity		**11,216**	**11,016**
Non-current liabilities			
Loans and borrowings	19	3,398	5,900
Provisions	20	243	269
Deferred tax liabilities	8	466	405
Other non-current liabilities		119	155
Total non-current liabilities		4,226	6,729
Current liabilities			
Loans and borrowings	19	4,520	1,966
Trade and other payables	17(c)	1,535	1,183
Advances received	17(d)	420	218
Other tax payable		157	233
Dividends payable		5	5
Derivative financial liabilities	21	26	–
Provisions	20	96	114
Total current liabilities		**6,759**	**3,719**
Total liabilities		**10,985**	**10,448**
Total equity and liabilities		**22,201**	**21,464**
Net current assets		1,602	4,223
Total assets less current liabilities		**15,442**	**17,745**

Preliminary reviewed, approved and authorised for issue by the board of directors on 13 March 2025.

Evgenii V. Nikitin
General Director

The consolidated statement of financial position is to be read in conjunction with the notes to, and forming part of, the consolidated financial statements set out on pages 194 to 279.

UC RUSAL, IPJSC
Consolidated Statement of Equity Movement
for the year ended 31 December 2024

	Note	Share capital USD million	Share premium USD million	Other reserves USD million	Currency translation reserve USD million	Retained earnings/(accumulated losses) USD million	Total equity USD million
Balance at 1 January 2024		152	15,786	2,689	(10,613)	3,002	11,016
Profit for the year		–	–	–	–	803	803
Other comprehensive (loss)/income for the year		–	–	(11)	(592)	–	(603)
Total comprehensive (loss)/income for the year		**–**	**–**	**(11)**	**(592)**	**803**	**200**
Contribution from a shareholder		–	–	–	–	–	–
Other transfers within equity		–	–	178	–	(178)	–
Balance at 31 December 2024		**152**	**15,786**	**2,856**	**(11,205)**	**3,627**	**11,216**

	Note	Share capital USD million	Share premium USD million	Other reserves USD million	Currency translation reserve USD million	Retained earnings/(accumulated losses) USD million	Total equity USD million
Balance at 1 January 2023		152	15,786	2,682	(9,033)	2,720	12,307
Profit for the year		–	–	–	–	282	282
Other comprehensive (loss)/income for the year		–	–	5	(1,580)	–	(1,575)
Total comprehensive (loss)/income for the year		**–**	**–**	**5**	**(1,580)**	**282**	**(1,293)**
Contribution from a shareholder		–	–	2	–	–	2
Balance at 31 December 2023		**152**	**15,786**	**2,689**	**(10,613)**	**3,002**	**11,016**

The consolidated statement of changes in equity is to be read in conjunction with the notes to, and forming part of, the consolidated financial statements set out on pages 194 to 279.

UC RUSAL, IPJSC
Consolidated Statement of Cash Flow
for the year ended 31 December 2024

	Note	Year ended 31 December 2024 USD million	2023 USD million
Operating activities			
Profit for the year		803	282
Adjustments for:			
Depreciation	6, 13	512	521
Amortisation	6, 14	26	19
Impairment of non-current assets	6(b)	580	321
Impairment of trade and other receivables	6(b)	44	1
Partial reversal of provision of inventories to net realisable value	16	(3)	(12)
Pension provision	20, 6(c)	2	4
(Reversal of)/provision for legal claims	20	(4)	2
Change in fair value of derivative financial instruments	7	(53)	99
Net foreign exchange gain	7	(283)	(51)
Loss on disposal of property, plant and equipment	6(b)	8	4
Interest expense	7	417	380
Interest income	7	(121)	(68)
Income tax expense	8	55	(38)
Dividends from other investments		–	(25)
Revaluation of investments measured at fair value through profit and loss	17(g)	114	94
Share of profits of associates and joint ventures	15	(564)	(752)
Cash from operating activities before changes in working capital and provisions		1,533	781
(Increase)/decrease in inventories		(841)	923
(Increase)/decrease in trade and other receivables and advances paid		(551)	393
Decrease in other assets		–	4
Increase/(decrease) in trade and other payables and advances received		474	(208)
Decrease in provisions		(5)	(8)
Cash generated from operations before income tax paid		610	1,885
Income tax paid	8(d)	(127)	(125)
Net cash generated from operating activities		**483**	**1,760**

UC RUSAL, IPJSC
Consolidated Statement of Cash Flow
for the year ended 31 December 2024

	Note	Year ended 31 December 2024 USD million	2023 USD million
Investing activities			
Proceeds from disposal of property, plant and equipment		14	10
Interest received		116	61
Acquisition of property, plant and equipment		(1,332)	(1,022)
Acquisition of a joint venture	15	(303)	–
Prepayment for acquisition of a joint venture	15	–	(13)
Dividends from associates and joint ventures		416	–
Dividends from other investments		–	21
Acquisition of intangible assets		(34)	(34)
Cash paid for investments in equity securities measured at fair value through profit and loss		–	(5)
Cash received from/(paid to) other investments		45	(49)
Change in restricted cash		–	1
Net cash used in investing activities		**(1,078)**	**(1,030)**
Financing activities			
Proceeds from borrowings		2,628	3,521
Repayment of borrowings		(2,069)	(4,814)
Refinancing fees and other expenses		(15)	(30)
Interest paid		(494)	(422)
Settlement of derivative financial instruments		63	(2)
Net cash generated from/(used in) financing activities		**113**	**(1,747)**
Net decrease in cash and cash equivalents		**(482)**	**(1,017)**
Cash and cash equivalents at the beginning of the year	17(e)	2,085	3,193
Effect of exchange rate fluctuations on cash and cash equivalents		(102)	(91)
Cash and cash equivalents at the end of the year	**17(e)**	**1,501**	**2,085**

Restricted cash amounted to USD2 million and USD2 million at 31 December 2024 and 31 December 2023, respectively.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

1. Background

(a) Organisation

United Company RUSAL, international public joint-stock company (United Company RUSAL Plc prior to 25 September 2020) ("UC RUSAL IPJSC", the "Company" or "UC RUSAL") was established by the controlling shareholder of RUSAL Limited ("RUSAL") as a limited liability company under the laws of Jersey on 26 October 2006. On 27 January 2010, the Company successfully completed a placing on the Main Board of The Stock Exchange of Hong Kong Limited ("Hong Kong Stock Exchange") and changed its legal form from a limited liability company to a public limited company.

On 23 March 2015, the shares of the Company were admitted to listing on PJSC Moscow Exchange MICEX-RTS ("Moscow Exchange") in the First Level quotation list. The trading of shares on Moscow Exchange commenced on 30 March 2015. There was no issue of new shares.

The extraordinary general meeting of the Company held on 1 August 2019 approved the application by the Company to the regulatory authorities in Russia for continuance as a company with the status of an International Company established under the laws of Russia (the "Redomiciliation"). On 25 September 2020 UC RUSAL changed its domicile to the Russian Federation as UC RUSAL IPJSC.

The Company's registered office is Oktyabrskaya st. 8, office 410, Kaliningrad, Kaliningrad Region, 236006, Russian.

The Company directly or through its wholly owned subsidiaries controls a number of production and trading entities engaged in the aluminium business and other entities, which together with the Company are referred to as "the Group".

The shareholding structure of the Company as at 31 December 2024 and 2023 was as follows:

	31 December 2024	31 December 2023
En+GROUP IPJSC ("En+", **formerly** En+ Group Plc)	56.88%	56.88%
SUAL PARTNERS ILLC ("SUAL PARTNERS", formerly SUAL Partners Limited)	25.52%	25.52%
Mr. Oleg V. Deripaska	0.01%	0.01%
Publicly held	17.59%	17.59%
Total	**100.00%**	**100.00%**

At 31 December 2024 and 2023 the immediate parent of the Group was En+ GROUP International public joint-stock company (En+GROUP IPJSC) with the registered office at Oktyabrskaya st. 8, office 34, Kaliningrad, Kaliningrad Region, 236006, Russian Federation.

Based on the information provided by En+, at the reporting date there is no individual that has an indirect prevailing ownership interest in En+ GROUP IPJSC exceeding 50%, who could exercise voting rights in respect of more than 35% of En+ GROUP IPJSC's issued share capital or has an opportunity to exercise control over En+ GROUP IPJSC. As at 31 December 2024 and 2023 Mr. Oleg Deripaska beneficially controls and exercises voting rights in respect of 35% of the voting shares of En+ GROUP IPJSC and cannot exceed his direct or indirect shareholding over 44.95% of the shares of the En+ GROUP IPJSC.

Related party transactions are disclosed in Note 25.

(b) Operations

The Group operates in the aluminium industry primarily in the Russian Federation, Guinea, Jamaica, Ireland, Italy and Sweden and is principally engaged in the mining and refining of bauxite and nepheline ore into alumina, the smelting of primary aluminium from alumina and the fabrication of aluminium and aluminium alloys into semi-fabricated and finished products. The Group sells its products primarily in Asia, Russia, other countries of the Commonwealth of Independent States ("CIS") and Europe.

(c) Business environment in emerging economies

The Russian Federation, Jamaica and Guinea have been experiencing political and economic changes that have affected, and may continue to affect, the activities of enterprises operating in these environments. Consequently, operations in these countries involve risks that typically do not exist in other markets, including reconsideration of privatisation terms in certain countries where the Group operates following changes in governing political powers.

The imposition of economic sanctions on Russian individuals and legal entities by the European Union, the United States of America, Japan, Canada, Australia and others, as well as counter sanctions imposed by the Russian government, have resulted in increased economic uncertainty including more volatile equity, commodity and currency markets. The longer term effects of implemented sanctions, as well as the threat of additional future sanctions, are difficult to determine.

The consolidated financial statements reflect management's assessment of the impact of the Russian, Jamaican and Guinean business environments on the operations and the financial position of the Group. The future business environment may differ from management's assessment.

(d) OFAC Sanctions

On 6 April 2018, the U.S. Department of the Treasury's Office of Foreign Assets Control ("OFAC") designated, amongst others, the Company, as a Specially Designated National ("SDN") (the "OFAC Sanctions").

As a result, all property or interests in property of the Company and its subsidiaries located in the United States or in the possession of U.S. Persons were blocked, must have been frozen, and could not be transferred, paid, exported, withdrawn, or otherwise dealt in. Several general licenses were issued at the time of the designation and later on authorizing certain transactions with the Company, its majority shareholder En+ GROUP IPJSC ("En+", former En+ Group Plc), and with their respective debt and equity.

On 27 January 2019 OFAC announced removal of the Company and En+ from OFAC's SDN List with immediate effect. The removal was subject to and conditional upon the satisfaction of a number of conditions including, but not limited to, corporate governance changes, including, inter alia, overhauling the composition of the Board to ensure that independent directors constitute the majority of the Board, stepping down of the Chairman of the Board, and ongoing reporting and certifications by the Company to OFAC concerning compliance with the conditions for removal.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

(e) Going concern

These consolidated financial statements have been prepared assuming that the Group will continue as a going concern. Accordingly, these statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts, the amounts and classification of liabilities or any other adjustments that might result from the Group being unable to continue as a going concern.

Continuing geopolitical instability and unpredictability of its further developments, including current and potential sanctions imposed by US, EU and other countries, may cause potential significant limitations for sales channels, availability of production raw materials and possibility to organize supply chain. Availability of future financing, including increased key rate of Central Bank of Russian Federation and volatility of currency, stock commodity and financial markets, potential imposition of export customs duties may affect the Group's business, financial condition, prospects and results of operations.

The facts described above create material uncertainty in the Group's ability to meet its financial obligations on time and continue as a going concern entity. Management constantly evaluates the current situation and prepares forecasts taking into account different scenarios of the events and conditions development. The Group's management expects that prices on the world commodity markets will grow and improve the results of operating activities. The Group is also revising supply and sales chains, ensuring an optimal equity and debt ratio, searching for resolutions of logistic difficulties, as well as the ways to service its obligations in order to adapt to the current economic changes to maintain the continuance of the Group's operations.

2. Basis of preparation

(a) Statement of compliance

These consolidated financial statements have been prepared in accordance with IFRS Accounting Standards, which, as at the reporting date, were endorsed on the territory of Russian Federation, and the disclosure requirements of the Hong Kong Companies Ordinance.

These consolidated financial statements also comply with the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. Preparation of these consolidated financial statements is also regulated by Russian Federal Law 208-FZ dated 27 July 2010 *On Consolidated Financial Statements* and Russian Federal Law 290-FZ dated 3 August 2018 *On International Companies and International Funds.*

Certain reclassifications have been made to the prior periods' consolidated financial statements to conform to the current year presentation. Such reclassifications affect the presentation of certain items in the notes to the consolidated financial statements and have no impact on net income or equity.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

(b) Standards issued but not effective

The new and amended standards and interpretations that were issued, but not yet effective, up to the date of issuance of the Group's consolidated financial statements are disclosed below. The Group intends to adopt these new and amended standards and interpretations, if applicable, when they become effective.

- *Lack of Exchangeability* – Amendments to IAS 21 (effective on or after 1 January 2025);
- *Amendments to the Classification and Measurement of Financial Instruments* – Amendments to IFRS 9 and IFRS 7 (effective on or after 1 January 2026);
- *Contracts Referencing Nature-dependent Electricity* – Amendments to IFRS 9 and IFRS 7 (effective on or after 1 January 2026);
- *Annual improvements to IFRS Accounting Standards – Volume 11* (effective on or after 1 January 2026):
- *Cost method* (Amendments to IAS 7);
- *Derecognition of lease liabilities* (Amendments to IFRS 9);
- *Determination of a 'de facto agent'* (Amendments to IFRS 10);
- *Disclosure of deferred difference between fair value and transaction price* (Amendments to Guidance on Implementing IFRS 7);
- *Gain or loss on derecognition* (Amendments to IFRS 7);
- *Hedge accounting by a first-time adopter* (Amendments to IFRS 1);
- *Introduction* (Amendments to Guidance on implementing IFRS 7);
- *Credit risk disclosures* (Amendments to Guidance on Implementing IFRS 7);
- *Transaction price* (Amendments to IFRS 9);
- IFRS 18 *Presentation and Disclosure in Financial Statements* (effective on or after 1 January 2027);
- IFRS 19 *Subsidiaries without Public Accountability: Disclosures* (effective from 1 January 2027).

The Group is currently assessing the impact the amendments and new standards will have on current practice, when they become effective.

3. Significant accounting policies

(a) New and amended standards and interpretations adopted by the Group

The accounting policies adopted in the preparation of the consolidated financial statements are consistent with those followed in the preparation of the Group's consolidated financial statements for the year ended 31 December 2023, except for the adoption of amendments to the existing standards effective as of 1 January 2024:

- *Amendments to IAS 1 Presentation of Financial Statements named Classification of Liabilities as Current or Non-current*. The amendments clarify requirements for classifying liabilities as current or non-current;
- *Amendments to IFRS 16 Leases related to lease liability in a sale and leaseback*. The amendments require from the seller-lessee to measure lease liability arising from leaseback in such a way, that no profit or loss is recognized in respect of the right-of-use retained;

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

- *Amendments to IAS 1 Presentation of Financial Statements named Non-current Liabilities with Covenants.* The amendments presume that liability is classified as non-current if the Group has a substantial right to defer settlement for at least 12 months after the reporting date. The amendments clarify the criteria of classification (included that "future" covenants as well as management intentions do not affect classification as of the reporting date) and require certain additional disclosures;
- *Amendments to IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments: Disclosures named Supplier Finance Arrangements.* The amendments clarify the influence of supplier finance arrangements on liabilities, cash flows, exposure to liquidity risk and risk management. Also the amendments presume certain additional disclosures.

The amendments mentioned above did not have a significant impact on the consolidated financial statements of the Group.

(b) Basis of measurement

The consolidated financial statements have been prepared in accordance with the historical cost basis except as set out in the significant accounting policies in the related notes below.

(c) Functional and presentation currency

The Company's functional currency is the United States Dollar ("USD") because it reflects the economic substance of the underlying events and circumstances of the Company. The functional currencies of the Group's significant subsidiaries are the currencies of the primary economic environment and key business processes of these subsidiaries and include USD, Russian Roubles ("RUB"), Chinese Yuan ("CNY") and Euros ("EUR"). The consolidated financial statements are presented in USD, rounded to the nearest million, except as otherwise stated herein.

The functional currencies of investments in associates and joint ventures are RUB, CNY, Kazakhstani tenge and Australian dollar.

(d) Use of judgements, estimates and assumptions

The preparation of consolidated financial statements in conformity with IFRS Accounting Standards require management to make judgements, estimates and assumptions that affect the application of accounting policies and reported amounts of assets and liabilities and the disclosure of contingent liabilities at the date of the consolidated financial statements, and the reported revenue and costs during the relevant period.

Management bases its judgements and estimates on historical experience and various other factors that are believed to be appropriate and reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates under different assumptions and conditions.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Judgements made by management in the application of IFRS Accounting Standards that have a significant effect on the consolidated financial statements and estimates with a significant risk of material adjustment in the next year relate to:

- Measurement of recoverable amount of property, plant and equipment (Note 13) and goodwill (Note 14);
- Measurement of net realisable value of inventories (Note 16);

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

- Measurement of recoverable amount of investments in associates and joint ventures (Note 15);
- Measurement of recoverable amount of deferred tax assets (Note 8);
- Estimates in respect of legal proceedings, restoration and exploration, taxation and pension reserve (Note 20);
- Measurement of fair value of derivative financial instruments (Note 21);
- Measurement of expected credit losses on financial assets (Note 17).

(e) Basis of consolidation

(i) Subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. When assessing whether the Group has power, only substantive rights (held by the Group and other parties) are considered.

An investment in a subsidiary is consolidated into the consolidated financial statements from the date that control commences until the date that control ceases. Intra-group balances, transactions and cash flows and any unrealised profits arising from intra-group transactions are eliminated in full in preparing the consolidated financial statements. Unrealised losses resulting from intra-group transactions are eliminated in the same way as unrealised gains but only to the extent that there is no evidence of impairment.

When the group loses control of a subsidiary, it is accounted for as a disposal of the entire interest in that subsidiary, with a resulting gain or loss being recognised in profit or loss. Any interest retained in that former subsidiary at the date when control is lost is recognised at fair value and this amount is regarded as the fair value on initial recognition of a financial asset or, when appropriate, the cost on initial recognition of an investment in an associate or joint venture.

(ii) Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements. Unrealised gains arising from transactions with equity accounted investees are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

(f) Foreign currencies

(i) Foreign currency transactions

Transactions in foreign currencies are translated into the respective functional currencies of Group entities at the exchange rates ruling at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated to the functional currency at the exchange rate at that date. The foreign currency gain or loss on monetary items is the difference between the amortised cost in the functional currency at the beginning of the period, adjusted for effective interest and payments during the period, and the amortised cost in foreign currency translated at the exchange rate at the end of the reporting period. Non-monetary items in a foreign currency are measured based on historical cost and translated using the exchange rate at the date of transaction. Foreign currency differences arising on retranslation are recognised in the statement of income, except for differences arising on the retranslation of qualifying cash flow hedges to the extent the hedge is effective, which is recognised in the other comprehensive income.

(ii) Foreign operations

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated from their functional currencies to USD at the exchange rates ruling at the reporting date. The income and expenses of foreign operations are translated to USD at exchange rates approximating exchange rates at the dates of the transactions.

Foreign currency differences arising on translation are recognised in the statement of comprehensive income and presented in the currency translation reserve in equity. For the purposes of foreign currency translation, the net investment in a foreign operation includes foreign currency intra-group balances for which settlement is neither planned nor likely in the foreseeable future and foreign currency differences arising from such a monetary item are recognised as part of other comprehensive income in the statement of comprehensive income.

When a foreign operation is disposed of, such that control, significant influence or joint control is lost, the cumulative amount of the currency translation reserve is transferred to the statement of income as part of the gain or loss on disposal. When the Group disposes of only part of its interest in a subsidiary that includes a foreign operation while retaining control, the relevant proportion of the cumulative amount is reattributed to non-controlling interests. When the Group disposes of only part of its investment in an associate or joint venture that includes a foreign operation while retaining significant influence or joint control, the relevant proportion of the cumulative amount is reclassified to the statement of income.

4. Segment reporting

(a) Reportable segments

An operating segment is a component of the Group that engages in business activities from which it may earn revenue and incur expenses, including revenue and expenses that relate to transactions with any of the Group's other components. All operating segments' operating results are reviewed regularly by the Group's CEO to make decisions about resources to be allocated to the segment and assess its performance and for which discrete financial information or statements are available.

Individually material operating segments are not aggregated for financial reporting purposes unless the segments have similar economic characteristics and are similar in respect of the nature of products and services, the nature of production processes, the type or class of customers, the methods used to distribute the products or provide the services and the nature of the regulatory environment. Operating segments which are not individually material may be aggregated if they share a majority of these criteria.

The Group has four reportable segments, as described below, which are the Group's strategic business units. These business units are managed separately and the results of their operations are reviewed by the CEO on a regular basis.

Aluminium. The Aluminium segment is involved in the production and sale of primary aluminium and related products.

Alumina. The Alumina segment is involved in the mining and refining of bauxite into alumina and the sale of alumina. The segment also includes the Group's equity investment in Hebei Wenfeng New Materials Co., Ltd starting from April 2024 (Note 15).

Energy. The Energy segment includes the Group companies and projects engaged in the mining and sale of coal and the generation and transmission of electricity produced from various sources. Where the generating facility is solely a part of an alumina or aluminium production facility it is included in the respective reportable segment.

Mining and Metals. The Mining and Metals segment includes the equity investment in PJSC MMC Norilsk Nickel ("Norilsk Nickel").

Other operations include manufacturing of semi-finished products from primary aluminium for the transportation, packaging, building and construction, consumer goods and technology industries; and the activities of the Group's administrative centres. None of these segments meet any of the quantitative thresholds for determining reportable segments in 2024 and 2023.

The Aluminium and Alumina segments are vertically integrated whereby the Alumina segment supplies alumina to the Aluminium segment for further refining and smelting with limited sales of alumina outside the Group. Integration between the Aluminium, Alumina and Energy segments also includes shared servicing and distribution.

(b) Segment results, assets and liabilities

For the purposes of assessing segment performance and allocating resources between segments, the Group's senior executive management monitors the results, assets and liabilities attributable to each reportable segment on the following bases:

Segment assets include all tangible, intangible assets and current assets with the exception of income tax assets and corporate assets. Segment liabilities include trade and other payables attributable to the production and sales activities of the individual segments. Loans and borrowings are not allocated to individual segments as they are centrally managed by the head office.

Revenue and expenses are allocated to the reportable segments with reference to sales generated by those segments and the expenses incurred by those segments or which otherwise arise from the depreciation or amortisation of assets attributable to those segments excluding impairment.

Reporting segment results are calculated by adjusting profit before taxation for items not specifically attributed to individual segments, such as finance income, costs of loans and borrowings and other head office or corporate administration costs. The segment profit or loss is included in the internal management reports that are reviewed by the Group's CEO. Segment profit or loss is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

In addition to receiving segment information concerning segment results, management is provided with segment information concerning revenue (including inter-segment revenue), the carrying value of investments and share of profits/(losses) of associates and joint ventures, depreciation, amortisation, impairment and additions of non-current segment assets used by the segments in their operations. Inter-segment pricing is determined on a consistent basis using market benchmarks.

Segment capital expenditure is the total cost incurred during the year to acquire property, plant and equipment and intangible assets other than goodwill.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

(i) Reportable segments

Year ended 31 December 2024

	Aluminium	Alumina	Energy	Mining and Metals	Total segment result
	USD million	USD million	USD million	USD million	USD million
Revenue from external customers	10,009	1,213	–	–	11,222
Inter-segment revenue	282	4,094	–	–	4,376
Total segment revenue	**10,291**	**5,307**	**–**	**–**	**15,598**
Segment EBITDA	1,185	626	–	–	1,811
Depreciation/amortisation	(384)	(92)	–	–	(476)
Share of profits of associates and joint ventures	–	137	80	347	564
Segment profit	**801**	**671**	**80**	**347**	**1,899**
Impairment of non-current assets	(423)	(145)	–	–	(568)
Non-cash income/(expense) other than depreciation	3	(11)	–	–	(8)
Capital expenditure	(873)	(355)	–	–	(1,228)
Non-cash additions to non-current segment assets related to site restoration	(3)	20	–	–	17
Segment assets	9,189	2,106	–	–	11,295
Interests in associates and joint ventures	–	434	816	3,616	4,866
Total segment assets					**16,161**
Segment liabilities	(1,556)	(630)	(18)	–	(2,204)
Total segment liabilities					**(2,204)**

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

Year ended 31 December 2023

	Aluminium	Alumina	Energy	Mining and Metals	Total segment result
	USD million	USD million	USD million	USD million	USD million
Revenue from external customers	10,419	998	–	–	11,417
Inter-segment revenue	297	3,528	–	–	3,825
Total segment revenue	**10,716**	**4,526**	**–**	**–**	**15,242**
Segment EBITDA	919	240	–	–	1,159
Depreciation/amortisation	(395)	(111)	–	–	(506)
Share of profits of associates and joint ventures	–	–	123	629	752
Segment profit	**524**	**129**	**123**	**629**	**1,405**
Impairment of non-current assets	(191)	(158)	–	–	(349)
Non-cash expense other than depreciation	(1)	(11)	–	–	(12)
Capital expenditure	(682)	(249)	–	–	(931)
Non-cash additions to non-current segment assets related to site restoration	(8)	1	–	–	(7)
Segment assets	8,984	2,085	–	–	11,069
Interests in associates and joint ventures	–	–	850	3,670	4,520
Total segment assets					**15,589**
Segment liabilities	(952)	(603)	(17)	–	(1,572)
Total segment liabilities					**(1,572)**

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

(ii) Reconciliation of reportable segment revenue, profit or loss, assets and liabilities

	Year ended 31 December 2024 USD million	2023 USD million
Revenue		
Reportable segment revenue	15,598	15,242
Elimination of inter-segment revenue	(4,376)	(3,825)
Unallocated revenue	860	796
Consolidated revenue	**12,082**	**12,213**

	Year ended 31 December 2024 USD million	2023 USD million
Profit		
Reportable segment profit	1,899	1,405
Impairment of non-current assets	(580)	(321)
Loss on disposal of property, plant and equipment	(8)	(4)
Finance income	457	144
Finance expenses	(531)	(573)
Unallocated profit/(loss)	(379)	(407)
Consolidated profit before taxation	**858**	**244**

	Year ended 31 December 2024 USD million	2023 USD million
Adjusted EBITDA		
Reportable segment EBITDA	1,811	1,159
Unallocated depreciation	62	34
Unallocated profit/(loss)	(379)	(407)
Consolidated adjusted EBITDA	**1,494**	**786**

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

	31 December 2024 USD million	31 December 2023 USD million
Assets		
Reportable segment assets	16,161	15,589
Unallocated assets	6,040	5,875
Consolidated total assets	22,201	21,464

	31 December 2024 USD million	31 December 2023 USD million
Liabilities		
Reportable segment liabilities	(2,204)	(1,572)
Unallocated liabilities	(8,781)	(8,876)
Consolidated total liabilities	**(10,985)**	**(10,448)**

(iii) Geographic information

The Group's operating segments are managed on a worldwide basis, but operate in five principal geographical areas: the CIS, Europe, Africa, Asia and the Americas. In the CIS, production facilities operate in Russia. In Europe, production facilities are located in Italy, Ireland and Sweden. African production facilities are represented by bauxite mines and an alumina refinery in Guinea. In the Americas the Group operates one production facility in Jamaica.

The following table sets out information about the geographical location of (i) the Group's revenue from external customers and (ii) the Group's property, plant and equipment, intangible assets and interests in associates and joint ventures ("specified non-current assets"). The geographical location of customers is based on the location at which the services were provided or the goods were delivered. The geographical location of the specified non-current assets is based on the physical location of the asset. Unallocated specified non-current assets comprise mainly goodwill.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

	Revenue from external customers	
	Year ended 31 December	
	2024	2023
	USD million	USD million
Russia	3,736	3,486
China	3,706	2,855
South Korea	856	1,191
Turkey	856	1,182
Spain	306	236
Italy	219	194
Belorussia	179	208
Germany	173	257
France	170	129
Greece	169	341
Taiwan	151	70
Poland	139	222
Uzbekistan	131	128
Netherlands	124	256
Ireland	115	115
India	113	133
Other countries	939	1,210
	12,082	**12,213**

	Specified non-current assets	
	31 December 2024	31 December 2023
	USD million	USD million
Russia	9,783	9,718
China	435	–
Ireland	85	89
Guinea	278	234
Unallocated	3,259	3,481
	13,840	**13,522**

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

5. Revenue

Accounting policies

IFRS 15 establishes a comprehensive framework for determining whether, how much and when revenue is recognised.

The details of significant accounting policies in relation to the Group's various goods and services are set out below:

Sales of goods: comprise sale of primary aluminium, alloys, alumina, bauxite and other products. Customers obtain control of the goods supplied when the goods are delivered to the point when risks are transferred based on Incoterms delivery terms stated in the contract, legal title to the asset and physical possession of the asset is transferred. Invoices are generated and revenue is recognised at that point in time. Invoices are usually payable in advance or with deferral up to 90 days.

Rendering of transportation services: as part of sales of goods the Group also performs transportation to the customer under contract terms. In certain cases the control for goods delivered is transferred to customer at earlier point than the transportation is completed. In these cases rendering of transportation services from when the control of goods has transferred is considered as a separate performance obligation.

Rendering of electricity supply services: The Group is involved in sales of energy to 3rd and related parties. Invoices are issued once a month at the end of month and paid within 30 days. Revenue is recognised over time during the month of energy supply.

Disclosures

	Year ended 31 December	
	2024	2023
	USD million	USD million
Revenue from contracts with customers	12,082	12,213
Sales of products	11,819	11,929
Sales of primary aluminium and alloys	9,726	10,129
Sales of alumina and bauxite	754	513
Sales of foil and other aluminium products	585	550
Sales of other products	754	737
Provision of services	263	284
Supply of energy	170	196
Provision of transportation services	20	30
Provision of other services	73	58
Total revenue by types of customers	**12,082**	**12,213**
Third parties	11,105	11,260
Related parties – companies capable of exerting significant influence	242	278
Related parties – companies related through parent company	196	211
Related parties – associates and joint ventures	539	464

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

	Year ended 31 December 2024 USD million	2023 USD million
Total revenue by primary regions	**12,082**	**12,213**
Asia	5,189	4,689
CIS	4,107	3,891
Europe	2,554	3,397
America	173	176
Other	59	60

Revenue from sale of primary aluminium and alloys relates to aluminium segment (Note 4). Revenue from sales of alumina and bauxite relates to alumina segment which also includes sale of other products.

Revenue from sale of foil and other aluminium products and other products and services relates mostly to the revenue of non-reportable segments.

6. Cost of sales and operating expenses

(a) Cost of sales

	Year ended 31 December 2024 USD million	2023 USD million
Cost of alumina, bauxite and other materials	(5,041)	(4,921)
Third parties	(4,443)	(4,860)
Related parties – companies capable of exerting significant influence	(81)	(51)
Related parties – companies related through parent company	(12)	(10)
Related parties – associates and joint ventures	(505)	–
Purchases of primary aluminium	(652)	(819)
Third parties	(52)	(163)
Related parties – companies related through parent company	–	–
Related parties – associates and joint ventures	(600)	(656)
Energy costs	(2,277)	(2,288)
Third parties	(1,154)	(1,298)
Related parties – companies capable of exerting significant influence	(42)	(45)
Related parties – companies related through parent company	(1,048)	(905)
Related parties – associates and joint ventures	(33)	(40)

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

	Year ended 31 December 2024 USD million	2023 USD million
Personnel costs	(732)	(667)
Depreciation and amortisation	(508)	(513)
Change in finished goods	676	(540)
Other costs	(727)	(697)
Third parties	(720)	(680)
Related parties – companies related through parent company	(7)	(17)
	(9,261)	**(10,445)**

(b) Distribution, administrative and other operating expenses, impairment of non-current assets

	Year ended 31 December 2024 USD million	2023 USD million
Transportation expenses	(630)	(558)
Impairment of non-current assets	(580)	(321)
Personnel costs	(359)	(288)
Consulting and legal expenses	(102)	(80)
Packaging materials	(79)	(54)
Repair and other services	(62)	(44)
Customs duties	(59)	(97)
Security	(53)	(49)
Social expenses	(50)	(48)
Taxes other than on income	(49)	(45)
Charitable donations	(47)	(33)
Expected credit losses	(44)	(1)
Depreciation and amortization	(30)	(27)
Cargo insurance	(17)	(15)
Traveling expenses	(15)	(12)
Loss on disposal of property, plant and equipment	(8)	(4)
Short-term lease and variable lease payments	(6)	(7)
Auditors' remuneration	(3)	(5)
Provision for legal claims	4	(2)
Other expenses	(264)	(157)
	(2,453)	**(1,847)**

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

(c) Personnel costs

Accounting policies

Personnel costs comprise salaries, annual bonuses, annual leave, cost of non-monetary benefits and social contributions. Salaries, annual bonuses, paid annual leave and cost of non-monetary benefits are accrued in the year in which the associated services are rendered by employees. Where payment or settlement is deferred and the effect would be material, these amounts are stated at their present values.

The employees of the Group are also members of retirement schemes operated by local authorities. The Group is required to contribute a certain percentage of their payroll to these schemes to fund the benefits. The Group's total contribution to those schemes charged to the statement of income during the years presented is shown below.

The Group's net obligation in respect of defined benefit pension and other post-retirement plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value and the fair value of any plan assets are deducted. The discount rate is the yield at the reporting date on government bonds that have maturity dates approximating the terms of the Group's obligations.

The calculation is performed using the projected unit credit method. When the calculation results in a benefit to the Group, the recognised asset is limited to the net total of any unrecognised past service costs and the present value of any future refunds from the plan or reductions in future contributions to the plan.

Where there is a change in actuarial assumptions, the resulting actuarial gains and losses are recognised directly in other comprehensive income.

When the benefits of a plan are improved, the portion of the increased benefit relating to past service by employees is recognised in the statement of income on a straight-line basis over the average period until the benefits become vested. To the extent that the benefits vest immediately, the expense is recognised immediately.

The Group recognises gains and losses on the curtailment or settlement of a defined benefit plan when the curtailment or settlement occurs.

The gain or loss on curtailment comprises any resulting change in the fair value of plan assets, any change in the present value of the defined benefit obligation, any related actuarial gains and losses.

Disclosures

	Year ended 31 December	
	2024	2023
	USD million	USD million
Contributions to defined contribution retirement plans	229	203
Contributions to defined benefit retirement plans	2	3
Total retirement costs	231	206
Wages and salaries	860	750
	1,091	**956**

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

(d) EBITDA and operating effectiveness measures

Adjusted EBITDA is the key non-IFRS financial measure used by the Group as reference for assessing operating effectiveness.

	Year ended 31 December	
	2024	2023
	USD million	USD million
Results from operating activities	368	(79)
Add:		
Amortisation and depreciation	538	540
Impairment of non-current assets	580	321
Loss on disposal of property, plant and equipment	8	4
Adjusted EBITDA	**1,494**	**786**

7. Finance income and expenses

Accounting policies

Finance income comprises interest income on funds invested, changes in the fair value of financial assets at fair value through profit or loss and foreign currency gains. Interest income is recognised as it accrues, using the effective interest method.

Finance expenses comprise interest expense on borrowings, unwinding of the discount on provisions, foreign currency losses and changes in the fair value of investments measured at fair value through profit or loss, derivative financial instruments. All borrowing costs are recognised in the statement of income using the effective interest method, except for borrowing costs related to the acquisition, construction and production of qualifying assets which are recognised as part of the cost of such assets.

Foreign currency gains and losses are reported on a net basis. Foreign exchange gain on loans and borrowing for the year ended 31 December 2024 equalled to USD370 million (31 December 2023: gain in the amount of USD226 million).

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

Disclosures

	Year ended 31 December	
	2024	2023
	USD million	USD million
Finance income		
Interest income on third party loans and deposits	111	68
Interest income on loans to related parties	10	–
Dividends from other investments	–	25
Net foreign exchange gain	283	51
Change in fair value of derivative financial instruments (refer to Note 21)	53	–
	457	**144**
Finance expenses		
Interest expense on bank loans, bonds and other bank charges	(407)	(363)
Interest expense on provisions	(5)	(13)
Revaluation of investments measured at fair value through profit and loss, incl. forex effect	(114)	(94)
Change in fair value of derivative financial instruments (refer to Note 21)	–	(99)
Leases interest costs	(5)	(4)
	(531)	**(573)**

8. Income tax

Accounting policies

Income tax expense comprises current and deferred tax. Income tax expense is recognised in the statement of income and other comprehensive income except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements deferred tax liabilities are not recognized where the timing of the reversal of the temporary differences can be controlled and it is

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

probable that the temporary differences will not reverse in the foreseeable future.

In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

Deferred tax is not recognised for the following temporary differences: the initial recognition of goodwill (for taxable differences); the initial recognition of assets or liabilities in a transaction that a) is not a business combination, b) affects neither accounting nor taxable profit, c) at the time of the transaction, does not give rise to equal taxable and deductible temporary differences.

New information may become available that causes the Company to change its judgement regarding the adequacy of existing tax liability. Such changes to tax liabilities will impact tax expenses in the period that such a determination is made. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the Group has both the right and the intention to settle its current tax assets and liabilities on a net or simultaneous basis.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which temporary differences can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Withholding taxes that arise from the distribution of dividends are recognised at the same time as the liability to pay the related dividends is recognised.

Disclosures

(a) Income tax expense/(credit)

	Year ended 31 December	
	2024	2023
	USD million	USD million
Current tax		
Current tax for the year	120	93
Deferred tax		
Origination and reversal of temporary differences	(65)	(170)
Including effect of change in the tax rate in Russian Federation from 1 January 2025	(35)	–
Windfall tax	–	39
Actual tax expense/(credit)	**55**	**(38)**

The Company is considered a Russian tax resident with an applicable corporate tax rate of 20%, for dividend income of the Company tax rate is 0% and 10%. Subsidiaries pay income taxes in accordance with the legislative requirements of their respective tax jurisdictions. For subsidiaries domiciled in Russia, the applicable tax rate is 20%; Guinea of 0% to 35%; China of 25%; Kazakhstan of 20%; Australia of 30%; Jamaica of 25%; Ireland of 12.5%; Sweden of 20.6% and Italy of 26.93%, Switzerland of 9.08% and 11.85% and United Arab Emirates of 0% and 9%. For the Group's significant trading companies, the applicable tax rates range from

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

0% to 25%. The applicable tax rates for the year ended 31 December 2024 were the same as for the year ended 31 December 2023 except for tax rates for subsidiaries domiciled in Switzerland which amounted to 9.07% and 11.82%.

Management continues to monitor and evaluate the domestic implementation by relevant countries of the Organisation for Economic Co-operation and Development's (OECD) Pillar Two which seeks to apply a 15% global minimum tax. In order to be implemented, the Pillar Two rules must be adopted at the national tax legislation level of each respective country. Management estimates the exposure to additional taxation under Pillar Two as of the date of authorization of these consolidated financial statements for issue as immaterial for the Group. The Group applies the IAS 12 *Income Tax* temporary mandatory exception from deferred tax accounting for Pillar Two.

Increase in the income tax rate in Russian Federation

On 12 July 2024, Federal Law No. 176-FZ *On Amendments to Parts One and Two of the Tax Code of the Russian Federation, Certain Legislative Acts of the Russian Federation, and the Annulment of Certain Provisions of Legislative Acts of the Russian Federation* was adopted. Among other things, the Law introduced an increase in the income tax rate from 20% to 25%. Thus, income tax for 2024 shall be paid at the rate of 20% and the new rate of 25% will apply from 2025 onwards. The Law is effective from 1 January 2025.

The Group accrued additional deferred tax liabilities and deferred tax assets to account for the increase in the income tax rate from 1 January 2025.

	Year ended 31 December			
		2024		2023
	USD million	%	USD million	%
Profit before taxation	858	100	244	100
Income tax at tax rate applicable to the tax residence of the Company	172	20	49	20
Effect of different income tax rates	(87)	(10)	(194)	(80)
Effect of changes in investment in Norilsk Nickel	(69)	(8)	(126)	(52)
Change in unrecognised deferred tax assets	(6)	(1)	151	62
Effect of reversal/accrual of impairment	12	1	43	18
Effect of windfall tax	–	–	39	16
Effect of the change in the tax rate in Russian Federation from 1 January 2025	(35)	(4)	–	–
Other non-taxable income and non-deductible expenses, net	68	8	–	–
Actual tax (credit)/expense	**55**	**6**	**(38)**	**(16)**

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

(b) Recognised deferred tax assets and liabilities

Deferred tax assets and liabilities are attributable to the following temporary differences:

	Assets		Liabilities		Net	
USD million	31 December 2024	31 December 2023	31 December 2024	31 December 2023	31 December 2024	31 December 2023
Property, plant and equipment	121	100	(723)	(603)	(602)	(503)
Inventories	79	62	(50)	(42)	29	20
Trade and other receivables	104	77	(77)	(59)	27	18
Trade and other payables and advances received	30	27	–	–	30	27
Tax loss carry-forwards	78	60	–	–	78	60
Others	431	315	(131)	(113)	300	202
Deferred tax assets/(liabilities)	843	641	(981)	(817)	(138)	(176)
Set-off of deferred taxation	(515)	(412)	515	412	–	–
Net deferred tax assets/(liabilities)	328	229	(466)	(405)	(138)	(176)

Movement in deferred tax assets/(liabilities) during the year

USD million	1 January 2023	Recognised in profit or loss	Foreign currency translation	31 December 2023
Property, plant and equipment	(482)	(44)	23	(503)
Inventories	1	19	–	20
Trade and other receivables	20	(2)	–	18
Trade and other payables and advances received	18	9	–	27
Tax loss carry-forwards	129	(69)	–	60
Others	(55)	257	–	202
Total	**(369)**	**170**	**23**	**(176)**

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

USD million	1 January 2024	Recognised in profit or loss	Foreign currency translation	31 December 2024
Property, plant and equipment	(503)	(72)	(27)	(602)
Inventories	20	9	–	29
Trade and other receivables	18	9	–	27
Trade and other payables and advances received	27	3	–	30
Tax loss carry-forwards	60	18	–	78
Others	202	98	–	300
Total	**(176)**	**65**	**(27)**	**(138)**

Others comprise mostly deferred tax assets/(liabilities) arising on foreign exchange differences attributable to various financial instruments.

Recognised deferred tax assets for tax losses expire in the following years:

	31 December 2024	31 December 2023
Year of expiry	USD million	USD million
Without expiry	78	60
	78	**60**

(c) Unrecognised deferred tax

At 31 December 2024 and 2023 the Group has not recognized deferred tax in respect to taxable temporary differences associated with investments in subsidiaries as the Group is able to control the timing of reversal of those investments and does not intend to reverse them in the foreseeable future.

At 31 December 2024 and 2023 the Group has not recognized deferred tax in respect to taxable temporary differences associated with investments in associates and joint ventures as both distribution of dividends and profit on sales are non-taxable.

Deferred tax assets have not been recognised in respect of the following items:

	31 December 2024	31 December 2023
	USD million	USD million
Deductible temporary differences	1,109	1,046
Tax loss carry-forwards	620	549
	1,729	**1,595**

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

Should the income tax rate in Russian Federation remained at the level of 20% starting from 1 January 2025, the amount of unrecognised deferred tax assets related to deductible temporary differences would have comprised USD996 million and the amount of tax loss carry-forwards would have comprised USD563 million.

Deferred tax assets have not been recognised in respect of these items because it is not probable that future taxable profits will be available against which the Group can utilise the benefits therefrom. Tax losses expire in the following years:

	31 December 2024	31 December 2023
Year of expiry	USD million	USD million
Without expiry	616	549
From 6 to 10 years	4	–
	620	**549**

(d) Current taxation in the consolidated statement of financial position represents

	31 December 2024	31 December 2023
	USD million	USD million
Net income tax (payable)/receivable at the beginning of the year	(18)	42
Income tax for the year (including windfall tax in 2023)	(120)	(132)
Income tax paid (including windfall tax in 2023)	127	125
Tax provision	4	–
Translation difference	(1)	(53)
	(8)	**(18)**
Represented by:		
Current tax liabilities (Note 17(c))	(38)	(26)
Prepaid income tax	30	8
Windfall tax liability	–	(39)
Windfall tax prepaid	–	39
Net income tax (payable)/receivable	(8)	(18)

(e) Windfall tax

On 4 August 2023, Federal Law No. 414-FZ *On Windfall Tax* was adopted. The Law establishes the procedure for determining and paying a one-off tax on excess (windfall) profits.

The tax base for windfall tax is determined as the amount by which the arithmetic mean of profits for 2021-2022 exceeds that for 2018-2019. The tax rate is 10%. The tax is payable before 28 January 2024.

The Law also provides for the option of an early security payment to be made between 1 October and 30 November 2023. The security payment will form a tax credit that the taxpayer can use to reduce the tax.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

The amount of such tax credit cannot exceed ½ of the amount of tax payable. The tax credit is assumed to be zero if the advance payment is refunded (in full or in part) upon the taxpayer's claim. This effectively allows reducing the tax rate to 5%.

The Group has applied the option of reducing the tax amount by making an early security payment.

Therefore, in these consolidated financial statements, the Group recognized a windfall tax liability in the amount of USD39 million within both current income tax expense and current tax liability, which has been settled at the reporting date.

9. Directors' remuneration

Directors' remuneration disclosed pursuant to section 383(1) of the Hong Kong Companies Ordinance and Part 2 of the Companies (Disclosure of information about Benefits of Directors) Regulations are as follows:

	Year ended 31 December 2024			
	Directors' fees	Salaries, allowances, benefits in kind	Discretionary bonuses	Total
	USD thousand	USD thousand	USD thousand	USD thousand
Executive Directors				
Evgenii Nikitin	–	1,858	1,417	3,275
Natalia Albrekht (a)	–	325	62	387
Elena Ivanova (a)	–	44	–	44
Evgenii Vavilov (b)	–	21	4	25
Evgeny Kuryanov (b)	–	159	200	359
Non-executive Directors				
Vladimir Kolmogorov	233	–	–	233
Semen Mironov (c)	301	–	–	301
Aleksander Danilov (d)	124	–	–	124
Mikhail Khardikov (b)	142	–	–	142
Independent Non-executive Directors				
Bernard Zonneveld (Chairman)	1,671	–	–	1,671
Christopher Burnham	300	–	–	300
Kevin Parker	298	–	–	298
Evgeny Svarts	290	–	–	290
Randolph Reynolds (e)	102	–	–	102
Anna Vasilenko	290	–	–	290
Lyudmila Galenskaya	252	–	–	252
	4,003	**2,407**	**1,683**	**8,093**

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

	Year ended 31 December 2023			
	Directors' fees	Salaries, allowances, benefits in kind	Discretionary bonuses	Total
	USD thousand	USD thousand	USD thousand	USD thousand
Executive Directors				
Evgenii Nikitin	–	1,792	1,293	3,085
Evgenii Vavilov (b)	–	41	7	48
Evgeny Kuryanov (b)	–	306	202	508
Non-executive Directors				
Marco Musetti (g)	142	–	–	142
Vladimir Kolmogorov	238	–	–	238
Mikhail Khardikov (b)	298	–	–	298
Semen Mironov (c)	149	–	–	149
Independent Non-executive Directors				
Bernard Zonneveld (Chairman)	1,669	–	–	1,669
Christopher Burnham	298	–	–	298
Kevin Parker	299	–	–	299
Evgeny Svarts	280	–	–	280
Randolph Reynolds (f)	272	–	–	272
Anna Vasilenko	280	–	–	280
Lyudmila Galenskaya	252	–	–	252
	4,177	**2,139**	**1,502**	**7,818**

- a. Natalia Albrekht and Elena Ivanova were appointed as Executive Directors in June 2024.
- b. Evgenii Vavilov, Evgeny Kuryanov and Mikhail Khardikov were not re-elected at Annual General Meeting in June 2024.
- c. Semen Mironov was appointed as Non-executive Director in June 2023.
- d. Aleksander Danilov was appointed as Non-executive Director in June 2024.
- e. Randolph Reynolds ceased to be a Director in May 2024;
- f. Marco Musetti resigned from his position as Non-executive Director in June 2023.

The remuneration of the executive directors disclosed above includes compensation received starting from the date of the appointment and/or for the period until their termination as a member of the Board of Directors.

Executive directors' remuneration for the year ended 31 December 2024 includes contributions to the state pension funds in the following amounts: Mr. Nikitin – USD437 thousand, Mrs. Albrekht – USD27 thousand, Mrs. Ivanova – USD6 thousand, Mr. Vavilov – USD6 thousand, Mr. Kuryanov – USD50 thousand. Executive directors' remuneration for the year ended 31 December 2023 includes contributions to the state pension funds in the following amounts: Mr. Nikitin – USD417 thousand, Mr. Vavilov – USD9 thousand, Mr. Kuryanov – USD70 thousand.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

10. Individuals with highest emoluments

	Year ended 31 December	
	2024	2023
	USD thousand	USD thousand
Salaries	8,879	11,639
Discretionary bonuses	9,645	11,792
Retirement scheme contributions	1,696	3,006
	20,220	**26,437**

The emoluments of individuals with the highest emoluments are within the following bands:

	Year ended 31 December	
	2024	2023
	Number of individuals	Number of individuals
HK$23,500,001-HK$24,000,000 (USD3,000,001 – USD3,070,000)	–	1
HK$24,000,001-HK$24,500,000 (USD3,070,001 – USD3,140,000)	–	1
HK$24,500,001-HK$25,000,000 (USD3,140,001 – USD3,210,000)	1	–
HK$25,500,001-HK$26,000,000 (USD3,270,001 – USD3,340,000)	1	–
HK$26,500,001-HK$27,000,000 (USD3,400,001 – USD3,470,000)	1	–
HK$35,500,001-HK$36,000,000 (USD4,540,001 – USD4,610,000)	1	1
HK$41,000,001-HK$41,500,000 (USD5,200,001 – USD5,270,000)	–	1
HK$44,500,001-HK$45,000,000 (USD5,700,001 – USD5,770,000)	1	–
HK$82,000,001-HK$82,500,000 (USD10,450,001 – USD10,520,000)	–	1

No emoluments have been paid to these individuals as an inducement to join or upon joining the Group or as compensation for loss of office during the years presented.

The remuneration for the years ended 31 December 2024 and 31 December 2023 includes contributions to the state pension funds.

11. Dividends

No dividends were declared and paid by the Company during the years ended 31 December 2024 and 31 December 2023 respectively.

The Company is subject to external capital requirements (refer to Note 22(f)).

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

12. Earnings per share

The calculation of earnings per share is based on the profit attributable to ordinary equity shareholders of the Company and the weighted average number of shares in issue during the years ended 31 December 2024 and 31 December 2023. Weighted average number of shares:

	Year ended 31 December	
	2024	2023
Issued ordinary shares at beginning of the year	15,193,014,862	15,193,014,862
Effect of treasury shares	–	–
Weighted average number of shares at end of the year	**15,193,014,862**	**15,193,014,862**
Profit for the year, USD million	803	282
Basic and diluted earnings per share, USD	**0.053**	**0.019**

There were no outstanding dilutive instruments during the years ended 31 December 2024 and 2023.

13. Property, plant and equipment and investment properties

Accounting policies

Property, plant and equipment

(i) Recognition and measurement

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses.

Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labour, any other costs directly attributable to bringing the asset to a working condition for its intended use, the costs of dismantling and removing the items and restoring the site on which they are located and capitalised borrowing costs. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

The cost of periodic relining of electrolysers is capitalised and depreciated over the expected production period.

Gains or losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognised net within gain/(loss) on disposal of property, plant and equipment in the statement of income.

(ii) Subsequent costs

The cost of replacing a part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group and its cost can be measured reliably. The carrying amount of the replaced part is derecognised. The costs of the day-to-day servicing of property, plant and equipment are recognised in the statement of income as incurred.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

(iii) Exploration and evaluation assets

Exploration and evaluation activities involve the search for mineral resources, the determination of technical feasibility and the assessment of commercial viability of an identified resource. Exploration and evaluation activities include:

- Researching and analysing historical exploration data;
- Gathering exploration data through topographical, geochemical and geophysical studies;
- Exploratory drilling, trenching and sampling;
- Determining and examining the volume and grade of the resource;
- Surveying transportation and infrastructure requirements; and
- Conducting market and finance studies.

Administration costs that are not directly attributable to a specific exploration area are charged to the statement of income.

License costs paid in connection with a right to explore in an existing exploration area are capitalised and amortised over the term of the permit.

Exploration and evaluation expenditure is capitalised as exploration and evaluation assets when it is expected that expenditure related to an area of interest will be recouped by future exploitation, sale, or, at the reporting date, the exploration and evaluation activities have not reached a stage that permits a reasonable assessment of the existence of commercially recoverable ore reserves. Capitalised exploration and evaluation expenditure is recorded as a component of property, plant and equipment at cost less impairment losses. As the asset is not available for use, it is not depreciated. All capitalised exploration and evaluation expenditure is monitored for indications of impairment. Where there are indicators of potential impairment, an assessment is performed for each area of interest in conjunction with the group of operating assets (representing a cash-generating unit) to which the exploration is attributed. Exploration areas at which reserves have been discovered but which require major capital expenditure before production can begin are continually evaluated to ensure that commercial quantities of reserves exist or to ensure that additional exploration work is underway or planned. To the extent that capitalised expenditure is not expected to be recovered it is charged to the statement of income.

Exploration and evaluation assets are transferred to mining property, plant and equipment or intangible assets when development is sanctioned.

(iv) Stripping costs

Expenditure relating to the stripping of overburden layers of ore, including estimated site restoration costs, is included in the cost of production in the period in which it is incurred.

However, to the extent the benefit is improved access to ore, the Group recognises these costs as a non-current asset, if only: (a) it is probable that the future economic benefit (improved access to the ore body) associated with the stripping activity will flow to the entity; (b) the entity can identify the component of the ore body for which access has been improved; and (c) the costs relating to the stripping activity associated with that component can be measured reliably.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

(v) Mining assets

Mining assets are recorded as construction in progress and transferred to mining property, plant and equipment when a new mine reaches commercial production.

Mining assets include expenditure incurred for:

- Acquiring mineral and development rights;
- Developing new mining operations.

Mining assets include interest capitalised during the construction period, when financed by borrowings.

(vi) Depreciation

The carrying amounts of property, plant and equipment (including initial and any subsequent capital expenditure) are depreciated to their estimated residual value over the estimated useful lives of the specific assets concerned, or the estimated life of the associated mine or mineral lease, if shorter. Estimates of residual values and useful lives are reassessed annually and any change in estimate is taken into account in the determination of remaining depreciation charges. Leased assets are depreciated over the shorter of the lease term and their useful lives. Freehold land is not depreciated.

The property, plant and equipment is depreciated on a straight-line or units of production basis over the respective estimated useful lives as follows:

Buildings	30 to 50 years;
Plant, machinery and equipment	5 to 40 years;
Electrolysers	4 to 15 years;
Mining assets	Units of production on proven and probable reserves;
Other (except for exploration and evaluation assets)	1 to 20 years.

In 2024 and 2023, the Group revised the residual useful lives for certain items of property, plant and equipment. For the movables (machinery and equipment, other fixed assets), the useful lives were extended by an average of 2.5 years, for the immovables (buildings) – by an average of 5.5 years. In this regard, depreciation expenses for 2024 decreased by USD6 million, or by USD5 million for movables and USD1 million for immovables.

In 2023, the Group revised the residual useful lives for certain items of property, plant and equipment. For the movables (machinery and equipment, other fixed assets), the useful lives were extended by an average of 2.5 years, for the immovables (buildings) – by an average of 5.5 years. In this regard, depreciation expenses for 2023 decreased by USD17 million, or by USD15 million for movables and USD2 million for immovables.

Investment properties

Investment property is property held by the Group to earn rental income or for capital appreciation, or both, and is not occupied by the Group. Investment properties is measured initially at cost, including transaction costs. Subsequently investment property is measured at historical cost less accumulated depreciation and impairment. If any indication exists that investment property may be impaired, the Group estimates the recoverable amount as the higher of value in use and fair value less costs to sell. The carrying amount of investment property is written down to its recoverable amount through a charge to profit or loss for the period. An impairment loss recognized in prior periods is reversed if there has been a subsequent change in the estimates used to determine the asset's recoverable amount. If an investment property becomes owner-occupied, it is reclassified to land and buildings.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

Disclosures

USD million	Land and buildings	Machinery and equipment	Electrolysers	Other	Mining assets	Construction in progress	Total
Cost/deemed cost							
Balance at 1 January 2023	4,152	7,499	3,298	191	436	3,047	18,623
Additions	18	63	–	12	45	983	1,121
Acquired through business combination	–	5	–	–	–	–	5
Disposals	(221)	(355)	(1,938)	(5)	(40)	(65)	(2,624)
Transfers	172	372	179	9	19	(751)	–
Foreign currency translation	(167)	(186)	(31)	(2)	(66)	(159)	(611)
Balance at 31 December 2023	3,954	7,398	1,508	205	394	3,055	16,514
Balance at 1 January 2024	3,954	7,398	1,508	205	394	3,055	16,514
Additions	14	120	1	3	27	1338	1,503
Acquired through business combination	–	–	–	–	–	–	–
Disposals	(13)	(84)	(137)	(1)	(47)	(8)	(290)
Transfers	523	528	490	40	–	(1,581)	–
Foreign currency translation	(99)	(124)	(23)	(3)	(33)	(104)	(386)
Balance at 31 December 2024	4,379	7,838	1,839	244	341	2,700	17,341
Accumulated depreciation and impairment losses							
Balance at 1 January 2023	2,496	6,194	2,814	160	420	710	12,794
Depreciation charge	105	250	175	7	5	–	542
Impairment loss/(reversal) of impairment loss	(9)	74	22	3	25	149	264
Disposals	(211)	(339)	(1,938)	(3)	(6)	(46)	(2,543)
Transfers	–	–	–	–	–	–	–
Foreign currency translation	(77)	(131)	(26)	1	(65)	(51)	(349)
Balance at 31 December 2023	2,304	6,048	1,047	168	379	762	10,708
Balance at 1 January 2024	2,304	6,048	1,047	168	379	762	10,708
Depreciation charge	129	239	188	6	(6)	–	556
Impairment loss/(reversal) of impairment loss	55	188	93	4	(18)	218	540
Disposals	(5)	(74)	(137)	(2)	–	–	(218)
Transfers	–	–	–	–	–	–	–

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

USD million	Land and buildings	Machinery and equipment	Electrolysers	Other	Mining assets	Construction in progress	Total
Foreign currency translation	(57)	(107)	(20)	–	(32)	(34)	(250)
Balance at 31 December 2024	2,426	6,294	1,171	176	323	946	11,336
Net book value							
At 31 December 2023	1,650	1,350	461	37	15	2,293	5,806
At 31 December 2024	1,953	1,544	668	68	18	1,754	6,005

In 2023 and 2024 the Group wrote off several fully depreciated objects of property, plant and equipment.

Depreciation expense of USD482 million (2023: USD494 million) has been charged to cost of goods sold, USD6 million (2023: USD3 million) to distribution expenses and USD24 million (2023: USD24 million) to administrative expenses.

The Group acquired property, plant and equipment in the total amount of USD1,503 million for the year ended 31 December 2024 (USD1,121 million for the year ended 31 December 2023). The carrying amount of property, plant and equipment disposed during the year ended 31 December 2024 comprised USD72 million (USD81 million for the year ended 31 December 2023).

During the year ended 31 December 2024 interest expense of USD89 million was capitalised in the course of active construction at several projects. The average capitalisation rate was 8.6% (2023: USD56 million; 7.25%).

Included into land and buildings as at 31 December 2024 is the investment property in the amount of USD47 million. The amount as at 31 December 2023 was USD55 million.

Included into construction in progress as at 31 December 2024 and 2023 are advances to suppliers of property, plant and equipment in the amount of USD300 million and USD211 million, respectively.

The carrying value of property, plant and equipment subject to lien under loan agreements was USD3 million as at 31 December 2024 (31 December 2023: USD3 million), refer to Note 19.

(vii) Impairment

In accordance with the Group's accounting policies, each asset or cash generating unit is evaluated every reporting period to determine whether there are any indications of impairment. If any such indication exists, a formal estimate of recoverable amount is performed and an impairment loss recognised to the extent that the carrying amount exceeds the recoverable amount. The recoverable amount of an asset or cash generating group of assets is measured at the higher of fair value less costs to sell and value in use.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e. an exit price) regardless of whether that price is directly observable or estimated using another valuation technique. The Group generally determines fair value of the asset or cash generating unit as the present value of the estimated future cash flows expected to arise from the continued use of the asset, including any expansion prospects, and its eventual disposal.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

Value in use is also generally determined as the present value of the estimated future cash flows, but only those expected to arise from the continued use of the asset in its present form and its eventual disposal. Present values are determined using a risk-adjusted pre-tax discount rate appropriate to the risks inherent in the asset. Future cash flow estimates are based on expected production and sales volumes, commodity prices (considering current and historical prices, price trends and related factors), bauxite reserve estimate, operating costs, restoration and rehabilitation costs and future capital expenditure.

Bauxite reserves are estimates of the amount of product that can be economically and legally extracted from the Group's properties. In order to calculate reserves, estimates and assumptions are required about a range of geological, technical and economic factors, including quantities, grades, production techniques, recovery rates, production costs, transport costs, commodity demand, commodity prices and exchange rates. The Group determines ore reserves under the Australasian Code for Reporting of Mineral Resources and Ore Reserves September 1999, known as the JORC Code. The JORC Code requires the use of reasonable investment assumptions to calculate reserves.

Management identified that significant increase of aluminium prices as a result of LME appreciation indicated that for a number of Group's cash-generating units previously recognised impairment loss may require reversal. At the same time due to significant increase of oil and gas prices and overall market instability impairment loss may be recognised for a number of cash-generating units. For alumina cash generating units, major influence was from unfavourable dynamics in prices of energy resources being a significant part of cash cost.

Based on results of impairment testing as at 31 December 2024, management has concluded that a reversal of previously recognised impairment loss relating to property, plant and equipment should be recognised in these consolidated financial statements in respect of PGLZ, RUSAL BAZ and RUSAL UAZ in the amount of USD47 million. Additionally management concluded that at the same date an impairment loss relating to property, plant and equipment of Taishet Aluminium Smelter, UC RUSAL Anode Plant, RUSAL KAZ and RUSAL Sayanal in the amount of USD402 million should be recognised in these consolidated financial statements.

Based on results of impairment testing as at 31 December 2023, management has concluded that a reversal of previously recognised impairment loss relating to property, plant and equipment should be recognised in these consolidated financial statements in respect of RUSAL Sayanal, Kremny and Rusal Silicon Ural in the amount of USD117 million. Additionally management concluded that at the same date an impairment loss relating to property, plant and equipment of Kubikenborg Aluminium (Kubal) and Taishet Aluminium Smelter in the amount of USD270 million should be recognised in these consolidated financial statements.

Additionally, management identified specific items of property, plant and equipment that are no longer in use and therefore are not considered to be recoverable amounting to USD173 million as at 31 December 2024 (2023: USD111 million). These assets have been impaired in full. No further impairment of property, plant and equipment or reversal of previously recorded impairment was identified by management.

For the purposes of impairment testing the recoverable amount of each cash generating unit was determined by discounting expected future net cash flows of the

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

cash generating unit. Assumptions used to determine the recoverable amount of the cash generating units are the same as disclosed in Note 14(vi).Values assigned to key assumptions and estimates used to measure the units' recoverable amount was based on external sources of information and historic data. Management believes that the values assigned to the key assumptions and estimates represented the most realistic assessment of future trends. The pre-tax discount rates applied to the above mentioned cash generating units, estimated in nominal terms based on an industry weighted average cost of capital, are presented in the table below.

	Year ended 31 December	
	2024	2023
Taishet Aluminium Smelter and UC Rusal Anode Plant	19.8%	18.7%
RUSAL KAZ	21.6%	20.1%
RUSAL Sayanal	24.5%	21.9%
PGLZ	25.9%	16.6%
Kremny	21.1%	19.7%
RUSAL Silicon Ural	21.1%	19.8%
Kubikenborg Aluminium (Kubal)	14.3%	14.5%

The recoverable amount of a number of the cash generating units tested for impairment are particularly sensitive to changes in forecast aluminium and alumina prices, foreign exchange rates and applicable discount rates.

The results of impairment testing of Taishet Aluminium Smelter and UC Rusal Anode Plant are particularly sensitive to the following key assumptions:

- Five percent reduction in the projected aluminium price level will result in a decrease in the recoverable amount of Taishet Aluminium Smelter and UC Rusal Anode Plant and will lead to an additional impairment in the total amount of USD743 million;
- One percent increase in the discount rate applied will result in a decrease in the recoverable amount of Taishet Aluminium Smelter and UC Rusal Anode Plant and will lead to an additional impairment in the total amount of USD478 million.

(viii) Leases

The Group assesses whether a contract is or contains a lease based on whether the contract conveys a right to control the use of an identified asset for a period of time in exchange for consideration. At inception or on reassessment or modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease and non-lease component on the basis of their relative stand-alone prices. However, for the leases of properties in which Group acts as a lessee, the Group does not separate non-lease components and account for the lease and non-lease components as a single lease component.

The Group applies judgement to determine the lease term for some lease contracts in which it is a lessee that include renewal options, the assessment of whether the Group is reasonably certain to exercise such options impacts the lease term, which significantly affects the amount of lease liabilities and right-of-use assets recognised.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

In determining the enforceable period (i.e. the maximum lease term), the Group considers whether both it and the lessor has a right to terminate the lease without permission from the other party and, if so, whether that termination would result in more than an insignificant penalty. If a more than insignificant penalty exists, then the enforceable period extends until the point at which a no more than an insignificant penalty exists.

The Group leases many assets, including land, properties and production equipment. The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost and subsequently measured at cost less any accumulated depreciation and impairment losses and adjusted for certain remeasurements of the lease liability as required by IFRS 16.

The cost comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the cost of the right-of-use asset reflects that the Group will exercise a purchase option. In that case the right-of-use asset is depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The Group presents right-of-use assets as part of property plant and equipment, the same line item as it presents underlying assets of the same nature that it owns. Additions to right-of-use assets were in the amount of USD16 million during the year ended 31 December 2024 (31 December 2023: USD20 million). The carrying amounts of right-of-use assets are presented below.

	Property, plant and equipment		
USD million	Land and buildings	Machinery and equipment	Total
Balance at 1 January 2024	19	12	31
Balance at 31 December 2024	**18**	**27**	**45**

Total depreciation charges related to the right-of-use assets for the year ended 31 December 2024 amount to USD14 million (31 December 2023: USD15 million).

There was no impairment of right-of-use assets during the year ended 31 December 2024 (31 December 2023: USD3 million impaired). The Group's total cash outflow for leases was in the amount of USD23 million for the year ended 31 December 2024 (31 December 2023: USD20 million).

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

Generally, the Group uses its incremental borrowing rate as the discount rate.

In accordance with IFRS 16 variable payments which do not depend on index or rate, e.g. which do not reflect changes in market rental rates, should not be included in the measurement of lease liability. In respect of municipal or federal land leases where lease payments are based on cadastral value of the land plot and do not change until the next revision of that value or the applicable rates (or both) by the authorities, the Group has determined that, under the current revision mechanism, the land lease payments cannot be considered as either variable that depend on index or rate or in-substance fixed, and therefore these payments are not included in the measurement of the lease liability. Future cash outflows to which the Group is potentially exposed that are not recognised in right-to-use assets and are not reflected in the measurement of lease liabilities and which arise from variable lease payments not linked to index or rate are in the amount of USD66 million as at 31 December 2024 (31 December 2023: USD37 million).

The lease liability is subsequently increased by the interest cost on the lease liability and decreased by lease payment made. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, a change in the estimate of the amount expected to be payable under a residual value guarantee, or as appropriate, changes in the assessment of whether a purchase or extension option is reasonably certain to be exercised or a termination option is reasonably certain not to be exercised.

The Group presents lease liabilities as part of other payables and other non-current liabilities in the statement of financial position depending on the period to which future lease payments relate. Total non-current part of lease liabilities as at 31 December 2024 amounted to USD42 million (31 December 2023: USD30 million).

Total interest costs on leases recognised for the year ended 31 December 2024 amount to USD5 million (31 December 2023: USD4 million).

The Group does not recognise right-of-use assets and lease liabilities for some leases of low-value assets and short-term leases. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term. The expense relating to short-term and low-value leases in the amount of USD15 million is included in cost of sales or administrative expenses depending on type of underlying asset for the year ended 31 December 2024 (31 December 2023: USD19 million).

When the Group is an intermediate lessor the sub-leases are classified with reference to the right-of the use asset arising from the head lease, not with reference to the underlying asset.

14. Intangible assets

Accounting policies

(i) Goodwill

On the acquisition of a subsidiary, an interest in a joint venture or an associate or an interest in a joint arrangement that comprises a business, the identifiable assets, liabilities and contingent liabilities of the acquired business (or interest in a business) are recognised at their fair values. Where the fair values of assumed contingent liabilities cannot be measured reliably, no liability is recognised but the contingent

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

liability is disclosed in the same manner as for other contingent liabilities.

The Group accounts for business combinations using the acquisition method when the acquired set of activities and assets meets the definition of a business and control is transferred to the Group. In determining whether a particular set of activities and assets is a business, the Group assesses whether the set of assets and activities acquired includes, at a minimum, an input and substantive process and whether the acquired set has the ability to produce outputs.

The Group has an option to apply a 'concentration test' that permits a simplified assessment of whether an acquired set of activities and assets is not a business. The optional concentration test is met if substantially all of the fair value of the gross assets acquired is concentrated in a single identifiable asset or group of similar identifiable assets. If concentration test is met the acquired set of activities and assets is not a business.

Business combinations are accounted for using the acquisition method as at the acquisition date, which is the date on which control is transferred to the Group.

Goodwill arises when the cost of acquisition exceeds the Group's interest in the net fair value of identifiable net assets acquired. The Group measures goodwill at the acquisition date as the fair value of the consideration transferred plus the recognised amount of any non-controlling interests in the acquiree less the net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed. The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognised in profit or loss. Transaction costs, other than those associated with the issue of debt or equity securities, that the Group incurs in connection with a business combination are expensed as incurred.

Goodwill is not amortised but is tested for impairment annually. For this purpose, goodwill arising on a business combination is allocated to the cash-generating units expected to benefit from the acquisition and any impairment loss recognised is not reversed even where circumstances indicate a recovery in value.

When the Group's share in the fair value of identifiable net assets acquired exceeds the cost of acquisition, the difference is recognised immediately in the statement of income.

In respect of associates or joint ventures, the carrying amount of goodwill is included in the carrying amount of the interest in the associate and joint venture and the investment as a whole is tested for impairment whenever there is objective evidence of impairment. Any impairment loss is allocated to the carrying amount of the interest in the associate and joint venture.

(ii) Research and development

Expenditure on research activities, undertaken with the prospect of gaining new scientific or technical knowledge and understanding, is recognised in the statement of income when incurred.

Development activities involve a plan or design for the production of new or substantially improved products and processes. Development expenditure is capitalised only if development costs can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable and the Group intends to and has sufficient resources to complete development and to use or sell the asset. The expenditure capitalised includes the cost of materials, direct labour and overhead costs that are directly attributable to preparing the asset for its intended use and capitalised borrowing costs. Other development expenditure is recognised in the statement of income when incurred.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

Capitalised development expenditure is measured at cost less accumulated amortisation and accumulated impairment losses.

(iii) Other intangible assets

Other intangible assets that are acquired by the Group, which have finite useful lives, are measured at cost less accumulated amortisation and accumulated impairment losses.

(iv) Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in the statement of income when incurred.

(v) Amortisation

Amortisation is recognised in the statement of income on a straight-line basis over the estimated useful lives of intangible assets, other than goodwill, from the date that they are available for use. The estimated useful lives are as follows:

- Software 5 years;
- Other 2-8 years.

The amortisation method, useful lives and residual values are reviewed at each financial year end and adjusted if appropriate.

Disclosures

	Goodwill	Other intangible assets	Total
	USD million	USD million	USD million
Cost			
Balance at 1 January 2023	2,883	631	3,514
Additions	6	34	40
Disposals	–	(7)	(7)
Foreign currency translation	(236)	(14)	(250)
Balance at 31 December 2023	**2,653**	**644**	**3,297**
Balance at 1 January 2024	2,653	644	3,297
Additions	–	34	34
Disposals	–	(9)	(9)
Foreign currency translation	(91)	(7)	(98)
Balance at 31 December 2024	**2,562**	**662**	**3,224**
Amortisation and impairment losses			
Balance at 1 January 2023	(449)	(460)	(909)
Amortisation charge	–	(19)	(19)
Disposals	–	7	7

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

	Goodwill	Other intangible assets	Total
	USD million	USD million	USD million
Impairment loss	(48)	3	(45)
Foreign currency translation	–	6	6
Balance at 31 December 2023	**(497)**	**(463)**	**(960)**
Balance at 1 January 2024	(497)	(463)	(960)
Amortisation charge	–	(26)	(26)
Disposals	–	9	9
Impairment loss	(51)	1	(50)
Foreign currency translation	–	4	4
Balance at 31 December 2024	**(548)**	**(475)**	**(1,023)**
Net book value			
At 31 December 2023	**2,156**	**181**	**2,337**
At 31 December 2024	**2,014**	**187**	**2,201**

The amortisation charge is included in cost of sales in the consolidated statement of income.

Goodwill recognised in these consolidated financial statements as at 31 December 2024 initially arose on the formation of the Group in 2000-2003. The amount of goodwill was principally increased in 2007 as a result of the acquisition of certain businesses of SUAL Partners and Glencore.

(vi) Impairment

For the purposes of impairment testing, the entire amount of goodwill is allocated to the aluminium segment of the Group's operations. The aluminium segment represents the lowest level within the Group at which the goodwill is monitored for internal management purposes. The recoverable amount represents value in use as determined by discounting the future cash flows generated from the continuing use of the plants within the Group's aluminium segment.

Similar considerations to those described above in respect of assessing the recoverable amount of property, plant and equipment apply to goodwill.

At 31 December 2024, management analysed changes in the economic environment and developments in the aluminium industry and the Group's operations since 31 December 2023 and performed an impairment test for goodwill at 31 December 2024 using the following assumptions to determine the recoverable amount of the segment:

- Total production was estimated based on average sustainable production levels of 3.8 million metric tonnes of primary aluminium, of 5.5 million metric tonnes of alumina and of 19 million metric tonnes of bauxite. Bauxite and alumina will be used primarily internally for production of primary aluminium;
- The aluminium and alumina prices were based on the long-term aluminium and alumina price outlook derived from available industry and market sources and were as follows:

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

	2025	2026	2027	2028	2029
Aluminium sales prices, based on the long-term aluminium price outlook, USD per tonne	2,566	2,583	2,586	2,620	2,657
Alumina sales prices, based on the long-term alumina price outlook, USD per tonne	530	418	409	415	430
Nominal foreign currency exchange rates, RUB per 1USD	102.52	106.36	109.26	114.04	117.90
Inflation in RUB	10.38%	8.91%	7.46%	6.46%	5.46%
Inflation in USD	2.41%	2.36%	2.39%	2.0%	2.0%

- Operating costs were projected based on the historical performance adjusted for inflation. Nominal foreign currency exchange rates applied to convert operating costs of the Group denominated in RUB into USD and inflation in RUB and USD assumed in determining recoverable amounts were as above;
- The pre-tax discount rate was estimated in nominal terms based on the weighted average cost of capital basis and was 21.72%;
- A terminal value was derived following the forecast period assuming a 2.0% annual growth rate.

Values assigned to key assumptions and estimates used to measure the units' recoverable amount were based on external sources of information and historic data. Management believes that the values assigned to the key assumptions and estimates represented the most realistic assessment of future trends. The results were particularly sensitive to the following key assumptions:

- A 5% reduction in the projected aluminium and alumina price levels would result in a decrease in the recoverable amount by 13% but would not lead to an impairment;
- A 5% increase in the projected level of electricity costs in the aluminium production would have resulted in a 5% decrease in the recoverable amount but would not lead to an impairment;
- A 1% increase in the discount rate would have resulted in a 6% decrease in the recoverable amount but would not lead to an impairment.

Based on results of impairment testing of goodwill, management concluded that no impairment should be recorded in the consolidated financial statements as at 31 December 2024.

At 31 December 2023, management analysed changes in the economic environment and developments in the aluminium industry and the Group's operations since 31 December 2022 and performed an impairment test for goodwill at 31 December 2023 using the following assumptions to determine the recoverable amount of the segment:

- Total production was estimated based on average sustainable production levels of 4 million metric tonnes of primary aluminium, of 5.6 million metric tonnes of alumina and of 16.2 million metric tonnes of bauxite. Bauxite and alumina will be used primarily internally for production of primary aluminium;

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

- The aluminium and alumina prices were based on the long-term aluminium and alumina price outlook derived from available industry and market sources and were as follows:

	2024	2025	2026	2027	2028
Aluminium sales prices, based on the long-term aluminium price outlook, USD per tonne	2,283	2,434	2,538	2,575	2,529
Alumina sales prices, based on the long-term alumina price outlook, USD per tonne	343	345	353	364	370
Nominal foreign currency exchange rates, RUB per 1USD	91.12	92.36	93.98	94.56	95.14
Inflation in RUB	7.0%	5.3%	4.7%	4.2%	4.0%
Inflation in USD	2.8%	2.3%	2.3%	2.0%	2.0%

- Operating costs were projected based on the historical performance adjusted for inflation. Nominal foreign currency exchange rates applied to convert operating costs of the Group denominated in RUB into USD and inflation in RUB and USD assumed in determining recoverable amounts were as above;
- The pre-tax discount rate was estimated in nominal terms based on the weighted average cost of capital basis and was 20.28%;
- A terminal value was derived following the forecast period assuming a 2.0% annual growth rate.

Values assigned to key assumptions and estimates used to measure the units' recoverable amount were based on external sources of information and historic data. Management believes that the values assigned to the key assumptions and estimates represented the most realistic assessment of future trends. The results were particularly sensitive to the following key assumptions:

- A 5% reduction in the projected aluminium and alumina price levels would result in a decrease in the recoverable amount by 18% but would not lead to an impairment;
- A 5% increase in the projected level of electricity costs in the aluminium production would have resulted in a 8% decrease in the recoverable amount but would not lead to an impairment;
- A 1% increase in the discount rate would have resulted in a 8% decrease in the recoverable amount but would not lead to an impairment.

Based on results of impairment testing of goodwill, management concluded that no impairment should be recorded in the consolidated financial statements as at 31 December 2023.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

15. Interests in associates and joint ventures

Accounting policies

An associate is an entity in which the Group or Company has significant influence, but not control or joint control, over its management, including participation in the financial and operating policy decisions.

A joint venture is an arrangement whereby the Group or Company and other parties contractually agree to share control of the arrangement, and have rights to the net assets of the arrangement.

An investment in an associate or a joint venture is accounted for in the consolidated financial statements under the equity method, unless it is classified as held for sale (or included in a disposal group that is classified as held for sale). Under the equity method, the investment is initially recorded at cost, adjusted for any excess of the Group's share of the acquisition-date fair values of the investee's identifiable net assets over the cost of the investment (if any). Thereafter, the investment is adjusted for the post acquisition change in the Group's share of the investee's net assets and any impairment loss relating to the investment. Any acquisition-date excess over cost, the Group's share of the post-acquisition, post-tax results of the investees and any impairment losses for the year are recognised in the consolidated statement of income, whereas the Group's share of the post-acquisition post-tax items of the investees' other comprehensive income is recognised in the other comprehensive income, the Group's share of the post-acquisition results of the investee recorded directly in the statement of changes in equity is recognized in the consolidated statement of changes in equity as the share of other changes in equity of associate.

When the Group's share of losses exceeds its interest in the associate or the joint venture, the Group's interest is reduced to nil and recognition of further losses is discontinued except to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the investee.

Unrealised profits and losses resulting from transactions between the Group and its associates and joint venture are eliminated to the extent of the group's interest in the investee, except where unrealised losses provide evidence of an impairment of the asset transferred, in which case they are recognised immediately in profit or loss.

In accordance with the Group's accounting policies, each investment in an associate or joint venture is evaluated every reporting period to determine whether there are any indications of impairment after application of the equity method of accounting. If any such indication exists, a formal estimate of recoverable amount is performed and an impairment loss recognised to the extent that the carrying amount exceeds the recoverable amount. The recoverable amount of an investment in an associate or joint venture is measured at the higher of fair value less costs to sell and value in use.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

Similar considerations to those described above in respect of assessing the recoverable amount of property, plant and equipment apply to investments in associates or joint venture. In addition to the considerations described above the Group may also assess the estimated future cash flows expected to arise from dividends to be received from the investment, if such information is available and considered reliable.

Disclosures

	31 December					
	2024			2023		
	USD million			USD million		
	Investments in joint ventures	Investments in associates	Total	Investments in joint ventures	Investments in associates	Total
Balance at the beginning of the year	850	3,671	4,521	888	4,286	5,174
Acquisition of Hebei Wenfeng New Materials Co., Ltd	316	–	316	–	–	–
Group's share of profits	217	347	564	123	629	752
Dividends	(34)	–	(34)	–	(398)	(398)
Foreign currency translation	(94)	(402)	(496)	(161)	(846)	(1,007)
Unrealised profit or (loss)	(3)	–	(3)	–	–	–
Balance at the end of the year	**1,252**	**3,616**	**4,868**	**850**	**3,671**	**4,521**
Goodwill included in interests in associates/joint ventures	84	1,801	1,885	–	1,982	1,982

The following list contains only the particulars of associates and joint ventures, all of which are corporate entities, which principally affected the results or assets of the Group.

			Ownership interest		
Name of associate/ joint venture	Place of incorporation and operation	Particulars of issued and paid up capital	Group's effective interest	Group's nominal interest	Principal activity
PJSC MMC Norilsk Nickel	Russian Federation	15,286,339,700 shares, RUB1 par value	26.39%	26.39%	Nickel and other metals production
Queensland Alumina Limited	Australia	2,212,000 shares, AUD2 par value	20%	20%	Production of alumina under a tolling agreement
BEMO project	Cyprus, Russian Federation	BOGES Limited, BALP Limited – 10,000 shares EUR1.71 each	50%	50%	Energy/Aluminium production
Hebei Wenfeng New Materials Co., Ltd	China	Total registered share capital of RMB5,521,000,000	30%	30%	Alumina production

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

The summary of the consolidated financial statements of associates and joint ventures for the year ended 31 December 2024 is presented below:

	Non-current assets		Current assets		Non-current liabilities		Current liabilities		Net assets	
	Group share	100%	Group share	100%	Group share	100%	Group share	100%	Group share	100%
PJSC MMC Norilsk Nickel	5,788	16,325	1,806	6,845	(2,416)	(9,154)	(1,562)	(5,919)	3,616	8,097
Queensland Alumina Limited	177	650	29	143	(70)	(312)	(136)	(684)	–	(203)
BEMO project	1,177	2,240	321	662	(638)	(1,277)	(208)	(417)	652	1,208
Hebei Wenfeng New Materials Co., Ltd	451	1,220	297	990	(225)	(751)	(89)	(296)	434	1,163
Other joint ventures	206	411	97	194	(30)	(60)	(104)	(207)	169	338

	Revenue		Profit/(loss) from continuing operations		Other comprehensive income		Total comprehensive income/(loss)	
	Group share	100%	Group share	100%	Group share	100%	Group share	100%
PJSC MMC Norilsk Nickel	3,308	12,535	347	1,815	(402)	(1,020)	(55)	795
Queensland Alumina Limited	120	601	–	(250)	–	11	–	(239)
BEMO project	500	1,000	93	240	(85)	(171)	8	69
Hebei Wenfeng New Materials Co., Ltd	577	2,441	138	558	2	(15)	140	543
Other joint ventures	159	318	(14)	(27)	(11)	(25)	(25)	(52)

The summary of the consolidated financial statements of associates and joint ventures for the year ended 31 December 2023 is presented below

	Non-current assets		Current assets		Non-current liabilities		Current liabilities		Net assets	
	Group share	100%	Group share	100%	Group share	100%	Group share	100%	Group share	100%
PJSC MMC Norilsk Nickel	5,952	16,238	1,938	7,342	(1,888)	(7,154)	(2,331)	(8,831)	3,671	7,595
Queensland Alumina Limited	189	971	29	146	(80)	(388)	(138)	(693)	–	36
BEMO project	1,228	2,287	158	304	(676)	(1,352)	(50)	(101)	660	1,138
Other joint ventures	230	460	106	222	(98)	(196)	(48)	(96)	190	390

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

	Revenue		Profit/(loss) from continuing operations		Other comprehensive income		Total comprehensive income/(loss)	
	Group share	100%	Group share	100%	Group share	100%	Group share	100%
PJSC MMC Norilsk Nickel	3,803	14,409	629	2,870	(846)	(1,856)	(217)	1,014
Queensland Alumina Limited	118	592	–	(20)	–	–	–	(20)
BEMO project	516	1,031	93	193	(162)	(324)	(69)	(131)
Other joint ventures	157	313	30	61	1	(3)	31	58

(i) PJSC MMC Norilsk Nickel

The Group's investment in Norilsk Nickel is accounted for using equity method and the carrying value as at 31 December 2024 and 31 December 2023 amounted USD3,616 million and USD3,671 million, respectively. The Group's share of profit of Norilsk Nickel was USD347 million, the foreign currency translation loss was USD402 million for the year ended 31 December 2024.

The Group's share of profit of Norilsk Nickel was USD629 million, the foreign currency translation loss was USD846 million for the year ended 31 December 2023.

The fair value of the investment amounted USD4,585 million and USD7,273 million as at 31 December 2024 and 31 December 2023, respectively, and is determined by multiplying the quoted bid price per share on the Moscow Exchange on the year-end date by the number of shares held by the Group.

(ii) Queensland Alumina Limited ("QAL")

The carrying value of the Group's investment in Queensland Alumina Limited as at both 31 December 2024 and 31 December 2023 amounted to USD nil million. At 31 December 2024 management has not identified any impairment reversal indicators relating to the Group's investment in QAL and as a result no detailed impairment testing was performed in relation to this investment.

(iii) BEMO project

The carrying value of the Group's investment in BEMO project as at 31 December 2024 and 31 December 2023 amounted USD652 million and USD660 million, respectively.

For the purposes of impairment testing, the BEMO project was separated into two cash generating units – the Boguchansky Aluminium Smelter ("BoAZ') and the Boguchansky Hydro Power Plant ("BoGES"). The recoverable amount was determined by discounting the expected future net cash flows of each cash generating unit.

At 31 December 2024 management has not identified any impairment indicators relating to the Group's investment in BoGES as well as any impairment reversal indicators relating to investments in BoAZ and as a result no detailed impairment testing was performed in relation to this investment.

At 31 December 2024, accumulated losses of USD43 million (2023: USD57 million) related to BoAZ have not been recognised because the Group's investment has already been fully written down to USD nil million.

Summary of the additional financial information of the Group's effective interest in BEMO project for the year ended 31 December 2024 and 31 December 2023 is presented below (all in USD million):

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

	31 December 2024 USD million	31 December 2023 USD million
Cash and cash equivalents	69	43
Current financial liabilities	(2)	(1)
Non-current financial liabilities	(509)	(548)
Depreciation and amortisation	(44)	(54)
Interest income	7	3
Interest expense	–	–
Income tax expense	(24)	(29)

(iv) Investment in Hebei Wenfeng New Materials Co., Ltd ("HWNM")

In October 2023 the Group entered into a share-purchase agreement to acquire 30% interest in the share capital of Hebei Wenfeng New Materials Co., Ltd. – the alumina production plant, located in China. All rights attached to the interest acquired were transferred to the Group in April 2024, therefore the Group recognized the investment in its consolidated financial statements for the year ended 31 December 2024. The initial consideration paid comprised USD264 million and was further adjusted to USD316 million in accordance with the certain conditions of the share purchase agreement.

The Group finalized the valuation process of the fair value of the Group's share in the investment's net assets as of the date of acquisition of the investment, which amounted to USD238 million. Accordingly, the goodwill which arose on the acquisition of the investment amounted to USD78 million and was included in the carrying amount of the investment in Hebei Wenfeng New Materials Co., Ltd. in accordance with IAS 28 *Investments in Associates and Joint Ventures.*

Most significant decisions on relevant activities of the investment shall be made by resolution approved unanimously by all Board members or all shareholders. Accordingly, the Group concluded that it has joint control over the Hebei Wenfeng New Materials Co., Ltd. Based on analysis of the relevant facts the management of the Group concluded that, in substance, the arrangement gives the investors rights to its net assets. Therefore it has determined that the Group's investment in Hebei Wenfeng New Materials Co., Ltd. should be accounted for as a joint venture rather than a joint operation.

Simultaneously, the Group entered into several put and call option agreements with the seller of the investment with the aim to protect the Group's or the seller's interests in the investment. Mostly, exercise of these options are subject to occurrence of specific corporate events, which are not under the Group's control and are hard to predict. These options did not affect the classification of the investment as a joint venture..

16. Inventories

Accounting policies

Inventories are measured at the lower of cost or net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

The cost of inventories is determined under the weighted average cost method, and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition. In the case of manufactured inventories and work in progress, cost includes an appropriate share of production overheads based on normal operating capacity.

The production costs include mining and concentrating costs, smelting, treatment and refining costs, other cash costs and depreciation and amortisation of operating assets.

The Group recognises write-downs of inventories based on an assessment of the net realisable value of the inventories. A write-down is applied to the inventories where events or changes in circumstances indicate that the net realisable value is less than cost. The determination of net realisable value requires the use of judgement and estimates. Where the expectation is different from the original estimates, such difference will impact the carrying value of the inventories and the write-down of inventories charged to the statement of income in the periods in which such estimate has been changed..

Disclosures

	31 December 2024	31 December 2023
	USD million	USD million
Raw materials and consumables	1,447	1,333
Work in progress	848	766
Finished goods and goods held for resale	2,182	1,500
	4,477	**3,599**

Inventories as at 31 December 2024 and 31 December 2023 are stated at the lower of cost and net realizable value.

There were no inventories pledged as at 31 December 2024 and 31 December 2023.

The analysis of the amount of inventories recognised as an expense is as follows:

	Year ended 31 December	
	2024	2023
	USD million	USD million
Carrying amount of inventories sold	9,205	9,208
Partial reversal of provision of inventories to net realisable value)	3	12
	9,208	**9,220**

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

17. Non-derivative financial instruments

Accounting policies

Non-derivative financial instruments comprise investments in securities, trade and other receivables (excluding prepayments and tax assets), cash and cash equivalents, loans and borrowings and trade and other payables (excluding advances received and tax liabilities).

Non-derivative financial instruments except for trade and other receivables are recognised initially at fair value plus any directly attributable transaction costs. Trade and other receivables are recognised at transaction price.

(i) Non-derivative financial assets

A financial instrument is recognised when the Group becomes a party to the contractual provisions of the instrument. Financial assets are derecognised if the Group's contractual rights to the cash flows from the financial assets expire or if the Group transfers the financial asset to another party without retaining control or substantially all risks and rewards of the asset. Financial assets and financial liabilities are offset and the net amount is reported in the consolidated statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

(ii) Non-derivative financial liabilities

The Group initially recognises debt securities issued and liabilities on the date that they are originated. All other financial liabilities are recognised initially on the trade date at which the Group becomes a party to the contractual provisions of the instrument.

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled or expire.

IFRS 9 *Financial Instruments* sets out requirements for recognising and measuring financial assets, financial liabilities and some contracts to buy or sell non-financial items. The details of significant accounting policies are set out below.

Classification and measurement of financial assets and financial liabilities

IFRS 9 contains such classification and measurement approach for financial assets that reflects their cash flow characteristics and the business model in which assets are managed.

IFRS 9 contains three principal classification categories for financial assets: measured at amortised cost, fair value through other comprehensive income ("FVOCI") and fair value through profit or loss ("FVTPL"). The classification of financial assets under IFRS 9 is generally based on its contractual cash flow characteristics and on the business model in which a financial asset is managed. Under IFRS 9, derivatives embedded in contracts where the host is a financial asset in the scope of the standard are never bifurcated. Instead, the hybrid financial instrument as a whole is assessed for classification.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

The Group's financial assets mostly fall within category of financial assets measured at amortised cost. The only exception is derivative financial assets measured at fair value through profit or loss (Note 21), cash flow hedges accounted through other comprehensive income (Note 21) and other investments measured at fair value through profit or loss (Note 17(g)). The Group's financial liabilities fall within category of financial assets measured at amortised cost.

Disclosures

As 31 December 2024 the Group presented non-derivative financial and non-financial assets and liabilities separately. Balances for 31 December 2023 were presented respectively for comparative purposes.

(a) Trade and other receivables

	31 December 2024 USD million	31 December 2023 USD million
Trade receivables from third parties	916	927
Impairment loss on trade receivables	(92)	(68)
Net trade receivables from third parties	824	859
Trade receivables from related parties, including:	429	116
Related parties – companies capable of exerting significant influence	25	33
Related parties – companies related through parent company	52	76
Related parties – associates and joint ventures	352	7
Other receivables from third parties	218	180
Impairment loss on other receivables	(7)	(8)
Net other receivables from third parties	211	172
Other receivables from related parties, including:	6	7
Related parties – companies related through parent company	35	32
Impairment loss on other receivables from related parties – companies related through parent company	(30)	(25)
Net other receivables to related parties – companies related through parent company	5	7
Related parties – associates and joint ventures	1	–
	1,470	1,154

All of the trade and other receivables are expected to be settled within one year or are repayable on demand.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

(i) Ageing analysis

Included in trade and other receivables are trade receivables (net of loss allowance for expected credit losses) with the following ageing analysis as of the reporting dates:

	31 December 2024 USD million	31 December 2023 USD million
Current (not past due)	1,198	880
1-30 days past due	9	29
31-60 days past due	1	1
61-90 days past due	1	–
More than 90 days past due	44	65
Amounts past due	55	95
	1,253	975

Ageing analysis is performed based on number of days receivable is overdue. Trade receivables are on average due within 90 days from the date of billing. The receivables that are neither past due nor impaired (i.e. current) relate to a wide range of customers for whom there was no recent history of default.

Receivables that were past due but not impaired relate to a number of customers that have a good track record with the Group. The Group does not hold any collateral over these balances. Further details of the Group's credit policy are set out in Note 22(e).

(ii) Impairment of trade receivables

Under IFRS 9, loss allowances are measured on either of the following bases:

- *12-month ECLs:* these are ECLs that result from possible default events within the 12 months after the reporting date; and
- *Lifetime ECLs:* these are ECLs that result from all possible default events over the expected life of a financial instrument.

The Group measures loss allowances at an amount equal to lifetime ECLs, except for bank balances and loans and borrowings for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition. The Group measures loss allowances for trade receivables at an amount equal to lifetime ECLs.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward-looking information.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

The Group assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

The Group considers a financial asset to be in default when:

- The borrower is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held); or
- The financial asset is more than 90 days past due, but additional analysis is conducted for each such receivable and assessment is updated accordingly.

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Group expects to receive). ECLs are discounted at the effective interest rate of the financial asset in case of long-term assets.

At each reporting date, the Group assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

The following analysis provides further detail about the calculation of ECLs related to trade receivables. The Group uses an allowance matrix to measure the ECLs of trade receivables from the customers. Loss rates are calculated using a 'roll rate' method based on the probability of a receivable progressing through successive stages of delinquency to write-off. The ECLs were calculated based on actual credit loss experience over the past two years. The Group performed the calculation of ECL rates separately for the customers of each key trading company of the Group. Exposures within each trading company were not further segmented except for individually significant customers which bear specific credit risk depending on the repayment history of the customer and relationship with the Group.

The following table provides information about determined ECLs rates for trade receivables both as at 31 December 2023 and 31 December 2024.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

	Weighted-average loss rate		
	31 December 2024	31 December 2023	Credit-impaired
Current (not past due)	4%	1%	No
1-30 days past due	25%	21%	No
31-60 days past due	68%	73%	No
61-90 days past due	59%	93%	No
More than 90 days past due	66%	47%	Yes

The group directly reduces the gross carrying amount of trade receivable when there is no reasonable expectations of recovering a financial assets in its entirety or a portion thereof.

The movement in the allowance for credit losses during the period is as follows:

	Year ended 31 December	
	2024	2023
	USD million	USD million
Balance at the beginning of the year	**(68)**	**(75)**
(Impairment loss) recognised/reversal of impairment	(28)	7
Uncollectible amounts written off	4	–
Balance at the end of the year	**(92)**	**(68)**

(b) Prepayments and input VAT

	31 December 2024	31 December 2023
	USD million	USD million
VAT recoverable	468	352
Impairment loss on VAT recoverable	(43)	(39)
Net VAT recoverable	425	313
Advances paid to third parties	227	198
Impairment loss on advances paid	(8)	(9)
Net advances paid to third parties	219	189
Advances paid to related parties, including:	47	1
Related parties – companies related through parent company	1	1
Related parties – associates and joint ventures	133	87
Impairment loss on advances paid from related parties – associates and joint ventures	(87)	(87)
Net advances paid to related parties – associates and joint ventures	46	–

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

	31 December 2024 USD million	31 December 2023 USD million
Prepaid expenses	11	6
Prepaid other taxes	19	29
	721	538

(c) Trade and other payables

	31 December 2024 USD million	31 December 2023 USD million
Accounts payable to third parties	943	715
Accounts payable to related parties, including:	335	233
Related parties – companies capable of exerting significant influence	5	7
Related parties – companies related through parent company	65	73
Related parties – associates and joint ventures	265	153
Other payables and accrued liabilities to third parties	217	206
Other payables and accrued liabilities to related parties, including:	2	3
Related parties – companies related through parent company	2	3
Current tax liabilities	38	26
	1,535	1,183

All of the trade and other payables are expected to be settled or recognised as income within one year or are repayable on demand.

Included in trade and other payables are trade payables with the following ageing analysis as at the reporting date. Ageing analysis is performed based on number of days payable overdue.

	31 December 2024 USD million	31 December 2023 USD million
Current	903	820
Past due 0-90 days	305	88
Past due 91-120 days	21	1
Past due over 120 days	50	39
Amounts past due	376	128
	1,279	948

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

Lease liabilities that are expected to be settled within one year for the amount of USD16 million are included in other payables and accrued liabilities as at 31 December 2024 (31 December 2023: USD19 million).

(d) Advances received

	31 December 2024 USD million	31 December 2023 USD million
Advances received	420	217
Advances received from related parties, including:	–	1
Related parties – companies related through parent company	–	1
	420	218

Advances received represent contract liabilities to perform obligations under contracts with customers. Advances received are short-term and revenue in respect of the contract liabilities recognized as at the reporting date is fully recognized during next twelve months.

(e) Cash and cash equivalents

	31 December 2024 USD million	31 December 2023 USD million
Bank balances, USD	40	165
Bank balances, RUB	173	481
Bank balances, EUR	51	162
Bank balances, CNY	814	791
Bank balances, AED	122	–
Bank balances, other currencies	31	30
Cash in transit	56	–
Short-term bank deposits, USD	155	335
Short-term bank deposits, RUB	27	13
Short-term bank deposits, EUR	32	103
Other cash equivalents	–	5
Cash and cash equivalents in the consolidated statement of cash flows	1,501	2,085
Restricted cash	2	2
	1,503	2,087

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

(f) Other non-current assets

	31 December 2024 USD million	31 December 2023 USD million
Long-term deposits	120	121
Prepayment for acquisition of joint venture (Note 15)	–	13
Other non-current assets	101	143
	221	277

(g) Investments in equity securities measured at fair value through profit and loss

As at the 31 December 2024 the Group had an investment in RusHydro of 42,754,785,466 shares or effective 9.7% (nominal 9.6%). Investment is treated as equity securities measured at fair value through profit or loss. There were no acquisitions/disposals of the equity securities of RusHydro during 2024.

Fair value is estimated in accordance with Level 1 of the fair value hierarchy. The market value was determined by multiplying the quoted bid price per share on the Moscow Exchange on reporting date by the number of shares held by the Group.

(h) Short-term investments

Primarily consist of short-term bank deposits and promissory notes of the company under common control.

(i) Fair value measurement

The information about fair value measurement of financial assets and liabilities is disclosed in Note 22 (a).

18. Equity

(a) Share capital

	31 December 2024		31 December 2023	
	USD	Number of shares	USD	Number of shares
Ordinary shares at the end of the year, authorised	200 million	20 billion	200 million	20 billion
Ordinary shares at 1 January	151,930,148		151,930,148	
Ordinary shares at the end of the year of USD0.01 each, issued and paid	151,930,148		151,930,148	

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

(b) Other reserves

Other reserves include the amounts related to: effect of transaction of reorganization under common control, cumulative unrealised actuarial gains and losses on the Group's defined post retirement benefit plans, the effective portion of the cumulative net changes in fair value of cash flow hedges and the Group's share of other comprehensive income of associates.

(c) Distributions

Following Company's redomiciliation in September 2020 (Note 1(a)), the Company may distribute dividends from retained earnings and profit for the reporting period in compliance with the current legislation of the Russian Federation and the provisions of its Charter.

(d) Currency translation reserve

The currency translation reserve comprises all foreign exchange differences arising from the translation of the consolidated financial statements of foreign subsidiaries and equity accounted investees. The reserve is dealt with in accordance with the accounting policies set out in Note 3(f).

(e) Movement in components of equity within the Company

USD million	Share capital	Reserves	Total
Balance at 1 January 2023	152	18,263	18,415
Loss for the year	–	(375)	(375)
Contribution from a shareholder	–	2	2
Balance at 31 December 2023	152	17,890	18,042
Balance at 1 January 2024	152	17,890	18,042
Loss for the year	–	(922)	(922)
Balance at 31 December 2024	152	16,968	17,120

19. Loans and borrowings

This note provides information about the contractual terms of the Group's loans and borrowings. For more information about the Group's exposu re to interest rate and foreign currency risk refer to Notes 22(c)(ii) and 22(c)(iii), respectively.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

	31 December 2024	31 December 2023
	USD million	USD million
Non-current liabilities		
Secured bank loans	1,446	1,810
Unsecured bank loans	1,009	1,258
Unsecured company loans from related parties	36	–
Bonds	907	2,832
	3,398	5,900
Current liabilities		
Secured bank loans	568	933
Unsecured bank loans	1,113	382
Unsecured company loans from related parties	69	–
Bonds	2,713	615
Interest payable on loans and bonds	57	36
	4,520	1,966

(a) Loans and borrowings

Terms and debt repayment schedule as at 31 December 2024

	Total	2025	2026	2027	2028	2029	2030-2035
	USD million	USD million	USD million	USD million	USD million	USD million	USD million
Secured bank loans							
Variable							
RUB KeyRate + 2.2%	98	26	36	36	–	–	–
RUB KeyRate + 3.15%	218	4	4	5	10	13	182
RUB KeyRate + 5.95%	133	15	59	59	–	–	–
USD – Term SOFR + Spread + 2.1%	1	1	–	–	–	–	–
Fixed							
CNY 4.75%	1,564	522	521	521	–	–	–
	2,014	568	620	621	10	13	182

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

	Total	2025	2026	2027	2028	2029	2030-2035
	USD million	USD million	USD million	USD million	USD million	USD million	USD million
Unsecured bank loans							
Variable							
CNY LPR1Y + 3.1%	333	–	333	–	–	–	–
RUB KeyRate + 2%	339	339	–	–	–	–	–
RUB KeyRate + 2.45%	492	–	–	164	164	164	–
RUB KeyRate + 2.5%	1	1	–	–	–	–	–
RUB KeyRate + 3%	97	6	19	–	72	–	–
RUB KeyRate + 3.15%	29	–	–	–	–	3	26
EUR – 6M Euribor + (0.45%-0.67%)	26	6	6	5	5	2	2
Fixed							
CNY 4.7%	47	7	15	14	11	–	–
CNY 5.25%	729	729	–	–	–	–	–
RUB 13.5%	25	25	–	–	–	–	–
RUB other	4	–	4	–	–	–	–
	2,122	1,113	377	183	252	169	28
Unsecured company loans from related parties							
RUB/KZT other	105	69	–	36	–	–	–
Total	4,241	1,750	997	840	262	182	210
Interest payable on loans and bonds	57	57	–	–	–	–	–
Total	4,298	1,807	997	840	262	182	210

As at 31 December 2024 and 31 December 2023 the secured bank loans are secured by certain pledges of shares of a number of Group subsidiaries, 25% +1 share of Norilsk Nickel (Group's associate) and property, plant and equipment with a carrying amount of USD3 million and USD3 million, respectively.

The nominal value of the Group's loans and borrowings was USD4,287 million at 31 December 2024 (31 December 2023: USD4,447 million).

As at 31 December 2024, the amount of interest payable on unsecured bank loans, secured bank loans and unsecured company loans was USD20 million, USD4 million and USD12 million, respectively (31 December 2023: USD6 million, USD7 million and nil, respectively).

As at 31 December 2024 and 31 December 2023, the Group had a number of borrowings, classified as non-current, with the carrying values of USD2,451 million and USD3,064 million respectively arising from credit facility

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

arrangements with covenants to be tested within twelve months after the reporting date. Such covenants include the requirement to maintain several ratios at a certain level. If there is a covenant breach, the lender has the right to demand immediate repayment of the entire loan. As at 31 December 2024, 31 December 2023 and earlier dates, the Group was in compliance with covenants under all such credit facility and borrowings.

The Group assesses as unlikely a breach of the covenants for the borrowings listed above within twelve months after the reporting date.

Terms and debt repayment schedule as at 31 December 2023

	Total	2024	2025	2026	2027	2028	2029-2035
	USD million	USD million	USD million	USD million	USD million	USD million	USD million
Secured bank loans							
Variable							
USD – Term SOFR + Spread + 2.1%	339	339	–	–	–	–	–
USD – Term SOFR + Spread + 1.7%	25	25	–	–	–	–	–
RUB KeyRate + 3.15%	164	16	4	3	5	9	127
Fixed							
CNY 4.75%	2,215	553	554	554	554	–	–
	2,743	933	558	557	559	9	127
Unsecured bank loans							
Variable							
CNY LPR1Y + 1.6%	354	–	–	354	–	–	–
CNY LPR1Y + 2.75%	374	374	–	–	–	–	–
RUB KeyRate + 3%	48	–	7	19	–	22	–
EUR – 6M Euribor + (0.45%-0.67%)	35	7	7	6	5	5	5
Fixed							
CNY 3.75%	774	–	774	–	–	–	–
CNY 4.7%	50	–	8	15	15	12	–
RUB other	5	1	–	4	–	–	–
	1,640	382	796	398	20	39	5
Total	4,383	1,315	1,354	955	579	48	132
Interest payable on loans and bonds	36	36	–	–	–	–	–
Total	4,419	1,351	1,354	955	579	48	132

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

(b) Bonds

As at 31 December 2024 the Group had outstanding (traded in the market) bonds nominated in roubles, Chinese yuan, United Arab Emirates Dirhams, eurobonds nominated in US dollars.

Type	Series	The number of bonds traded in the market	Nominal value, USD million	Nominal interest rate	Put-option date	Maturity date
Bond	BO-01	30,263	–	0.01%	–	07.04.2026
Bond	BO-001P-04	370,000	101	5.95%	–	05.09.2025
Eurobond	–	21,300	21	5.3%	–	03.05.2023
Eurobond	–	20,469	21	4.85%	–	01.02.2023
Bond	BO-05	467,750	62	8.50%	04.08.2025	28.07.2027
Bond	BO-06	117,940	16	8.50%	04.08.2025	28.07.2027
Bond	BO-001P-01	6,000,000	792	3.75%	–	24.04.2025
Bond	BO-001P-02	1,000,000	132	3.95%	–	23.12.2025
Bond	BO-001P-03	3,000,000	396	LPR1Y + 0.2%	–	24.12.2025
Bond	001PC-01	2,379,660	314	3.75%	–	07.03.2025
Bond	001PC-02	2,352,869	311	3.75%	–	07.03.2025
Bond	001PC-03	2,367,763	313	3.75%	–	07.03.2025
Bond	001PC-04	1,778,060	235	3.75%	–	07.03.2025
Bond	BO-001P-05	600,000	79	6.70%	–	08.05.2026
Bond	BO-001P-06	1,000,000	132	7.20%	–	05.08.2026
Bond	BO-001P-07	900,000	119	7.90%	–	09.10.2026
Bond	BO-001P-08	850,000	85	9.25%	–	01.08.2027
Bond	BO-001P-09	30,000,000	295	KeyRate + 2.2%	–	17.06.2027
Bond	BO-001P-10	10,000,000	98	KeyRate + 2.25%	–	06.03.2027
Bond	BO-001P-11	10,000,000	98	KeyRate + 2.5%	–	22.08.2029

On 7 February 2024 the Company placed on the Moscow Stock Exchange exchange-traded non-documentary interest-bearing non-convertible bonds series BO-001P-06 in the total amount of CNY1,000 million with a coupon – 7.20%. The maturity of the bonds is 2.5 years.

On 12 April 2024 the Company placed on the Moscow Stock Exchange exchange-traded non-documentary interest-bearing non-convertible bonds series BO-001P-07 in the total amount of CNY900 million with a coupon – 7.90%. The maturity of the bonds is 2.5 years.

On 2 July 2024 the Company placed on the Moscow Stock Exchange exchange-traded non-documentary interest-bearing non-convertible bonds series BO-001P-09 in the total amount of RUB30 billion with a coupon – Key Rate + 2.2%. The maturity of the bonds is 3 years.

On 30 July 2024 the Company placed on the Moscow Stock Exchange exchange-traded non-documentary interest-bearing non-convertible bonds series BO-001P-08 in the total amount of USD85 million with a coupon – 9.25%. The maturity of the bonds is 3 years.

On 5 August 2024 the Company repurchased bonds series BO-05 nominated in Chinese yuan in the amount of CNY1.5 billion. The balance in the amount of CNY467.8 million is in the market, the coupon rate is 8.5%, maturity – 1 year.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

On 5 August 2024 the Company repurchased bonds series BO-06 nominated in Chinese yuan in the amount of CNY1.8 billion. The balance in the amount of CNY117.9 million is in the market, the coupon rate is 8.5%, maturity – 1 year.

On 17 September 2024 the Company placed on the Moscow Stock Exchange exchange-traded non-documentary interest-bearing non-convertible bonds series BO-001P-10 and BO-001P-11 in the total amount of RUB10 billion with a coupon – Key Rate + 2.25% and in the total amount of RUB10 billion with a coupon – Key Rate + 2.5%. The maturity of the bonds is 2.5 years and 5 years, respectively.

As at 31 December 2024, the amount of interest payable on bonds was USD21 million (31 December 2023: USD23 million).

20. Provisions

Accounting policies

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance costs.

Disclosures

USD million	Pension liabilities	Site restoration	Provisions for legal claims	Total
Balance at 1 January 2023	60	331	12	403
Provisions made during the year	9	–	2	11
Provisions reversed during the year	(5)	–	–	(5)
Actuarial gain	(5)	–		(5)
Provisions utilised during the year	(4)	–	(2)	(6)
Foreign currency translation	(8)	(9)	–	(17)
The effect of the passage of time	–	11	–	11
Change in inflation rate	–	(2)	–	(2)
Discount rate change	–	(7)	–	(7)
Balance at 31 December 2023	**47**	**324**	**12**	**383**
Non-current	43	226	–	269
Current	4	98	12	114

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

USD million	Pension liabilities	Site restoration	Provisions for legal claims	Total
Balance at 1 January 2024	47	324	12	383
Provisions made during the year	7	–	–	7
Provisions reversed during the year	–	–	(4)	(4)
Actuarial loss	11	–	–	11
Provisions utilised during the year	(4)	–	–	(4)
Foreign currency translation	(8)	(13)	–	(21)
The effect of the passage of time	–	(2)	–	(2)
Change in inflation rate	–	(4)	–	(4)
Discount rate change	–	(27)	–	(27)
Balance at 31 December 2024	**53**	**278**	**8**	**339**
Non-current	49	194	–	243
Current	4	84	8	96

(a) Pension liabilities

Group subsidiaries in the Russian Federation

The Group voluntarily provides long-term and post-employment benefits to its former and existing employees including death-in-service, jubilee, lump sum upon retirement, material support for pensioners and death-in-pension benefits. Furthermore, the Group provides regular social support payments to some of its veterans of World War II.

The above employee benefit programs are of a defined benefit nature. The Group finances these programs on a pay-as-you-go basis, so plan assets are equal to zero.

Group subsidiaries outside the Russian Federation

At its Guinean entities the Group provides a death-in-service benefit and lump-sum benefits upon disability and old-age retirement.

At its Guyana subsidiary, the Group provides a death-in-service benefit.

At its Italian subsidiary (Eurallumina) the Group only provides lump sum benefits upon retirement, which relate to service up to 1 January 2007.

In Sweden (Kubikenborg Aluminium AB), the Group provides defined benefit lifelong and temporary pension benefits. The lifelong benefits are dependent on the past service and average salary level of the employee, with an accrual rate that depends on the salary bracket the employee is in. The liability relates only to benefits accrued before 1 January 2004.

The number of employees in all jurisdictions eligible for the plans as at 31 December 2024 and 2023 was 49,900 and 49,493, respectively. The number of pensioners in all jurisdictions as at 31 December 2024 and 2023 was 27,722 and 28,762 respectively.

The Group expects to pay under the defined benefit retirement plans an amount of USD4.0 million during the 12 month period beginning on 1 January 2025.

Actuarial valuation of pension liabilities

The actuarial valuation of the Group's pension liabilities was completed by a qualified actuary, Konstantin Kozlov, as at 31 December 2024, using the projected unit credit method as stipulated by IAS 19.

The key actuarial assumptions (weighted average, weighted by DBO) are as follows::

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

	31 December 2024	31 December 2023
	% per annum	% per annum
Discount rate	14.3	11.4
Future salary increases	14.2	8.5
Future pension increases	1.8	1.7
Staff turnover	4.9	4.9
Mortality	USSR population table for 1985	USSR population table for 1985
Disability	70% Munich Re for Russia	70% Munich Re for Russia

As at 31 December 2024 and 31 December 2023 the Group's obligations were fully uncovered as the Group has only wholly unfunded plans.

(b) Site restoration

The mining, refining and smelting activities of the Group can give rise to obligations for site restoration and rehabilitation. Restoration and rehabilitation works can include facility decommissioning and dismantling, removal or treatment of waste materials, land rehabilitation, and site restoration. The extent of work required and the associated costs are dependent on the requirements of law and the interpretations of the relevant authorities.

The Group provides for site restoration obligations when there is a specific legal or constructive obligation for mine reclamation, landfill closure (primarily comprising red mud basin disposal sites) or specific lease restoration requirements. The Group does not record any obligations with respect to decommissioning of its refining or smelting facilities and restoration and rehabilitation of the surrounding areas unless there is a specific plan to discontinue operations at a facility. This is because any significant costs in connection with decommissioning of refining or smelting facilities and restoration and rehabilitation of the surrounding areas would be incurred no earlier than when the facility is closed and the facilities are currently expected to operate over a term in excess of 50-100 years due to the perpetual nature of the refineries and smelters and continuous maintenance and upgrade programs resulting in the fair values of any such liabilities being negligible.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

Costs included in the provision encompass obligated and reasonably estimable restoration and rehabilitation activities expected to occur progressively over the life of the operation and at the time of closure in connection with disturbances at the reporting date. Routine operating costs that may impact the ultimate restoration and rehabilitation activities, such as waste material handling conducted as an integral part of a mining or production process, are not included in the provision. Costs arising from unforeseen circumstances, such as the contamination caused by unplanned discharges, are recognised as an expense and liability when the event gives rise to an obligation which is probable and capable of reliable estimation.

Restoration and rehabilitation provisions are measured at the expected value of future cash flows, discounted to their present value and determined according to the probability of alternative estimates of cash flows occurring for each operation. Discount rates used are specific to the country in which the operation is located. Significant judgements and estimates are involved in forming expectations of future activities and the amount and timing of the associated cash flows. Those expectations are formed based on existing environmental and regulatory requirements.

When provisions for restoration and rehabilitation are initially recognised, the corresponding cost is capitalised as an asset, representing part of the cost of acquiring the future economic benefits of the operation. The capitalised cost of restoration and rehabilitation activities is amortised over the estimated economic life of the operation on a units of production or straight-line basis. The value of the provision is progressively increased over time as the effect of discounting unwinds, creating an expense recognised as part of finance expenses.

Restoration and rehabilitation provisions are also adjusted for changes in estimates. Those adjustments are accounted for as a change in the corresponding capitalised cost, except where a reduction in the provision is greater than the unamortised capitalised cost of the whole asset, to which the provision relates, in which case the capitalised cost is reduced to nil and the remaining adjustment is recognised in the statement of income. Changes to the capitalised cost result in an adjustment to future amortisation charges. Adjustments to the estimated amount and timing of future restoration and rehabilitation cash flows are a normal occurrence in light of the significant judgements and estimates involved. Factors influencing those changes include revisions to estimated reserves, resources and lives of operations; developments in technology; regulatory requirements and environmental management strategies; changes in the estimated costs of anticipated activities, including the effects of inflation and movements in foreign exchange rates; and movements in general interest rates affecting the discount rate applied.

The site restoration provision recorded in these consolidated financial statements relates primarily to mine reclamation and red mud basin disposal sites at alumina refineries and is estimated by discounting the risk-adjusted expected expenditure to its present value based on the following key assumptions:

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

	31 December 2024	31 December 2023
Timing of inflated cash outflows		
	2025: USD84 million	2024: USD98 million
	2026-2030: USD49 million	2025-2029: USD63 million
	2031-2040: USD94 million	2030-2039: USD86 million
	after 2040: USD302 million	after 2039: USD304 million
Risk free discount rate after adjusting for inflation(a)	4.39%	3.55%

(a) The risk free rate for the year 2023-2024 represents an effective rate, which comprises rates differentiated by years of obligation settlement and by currencies in which the provisions were calculated.

At each reporting date the Directors have assessed the provisions for site restoration and environmental matters and concluded that the provisions and disclosures are adequate.

(c) Provisions for legal claims

In the normal course of business the Group may be involved in legal proceedings. Where management considers that it is more likely than not that proceedings will result in the Group compensating third parties a provision is recognised for the best estimate of the amount expected to be paid. Where management considers that it is more likely than not that proceedings will not result in the Group compensating third parties or where, in rare circumstances, it is not considered possible to provide a sufficiently reliable estimate of the amount expected to be paid, no provision is made for any potential liability under the litigation but the circumstances and uncertainties involved are disclosed as contingent liabilities. The assessment of the likely outcome of legal proceedings and the amount of any potential liability involves significant judgement. As law and regulations in many of the countries in which the Group operates are continuing to evolve, particularly in the areas of taxation, sub-soil rights and protection of the environment, uncertainties regarding litigation and regulation are greater than those typically found in countries with more developed legal and regulatory frameworks.

The Group's subsidiaries are subject to a variety of lawsuits and claims in the ordinary course of its business. As at 31 December 2024, there were several claims filed against the Group's subsidiaries contesting breaches of contract terms and non-payment of existing obligations. Management has reviewed the circumstances and estimated that the amount of probable outflow related to these claims should not exceed USD8 million (31 December 2023: USD12 million). The amount of claims, where management assesses outflow as possible approximates USD24 million (31 December 2023: USD25 million).

At each reporting date the Directors have assessed the provisions for litigation and claims and concluded that the provisions and disclosures are adequate.

(d) Tax provisions

The Group's accounting policy for taxation requires management's judgement in assessing whether deferred tax assets and certain deferred tax liabilities are recognised in the statement of financial position. Deferred tax assets, including those arising from carried forward tax losses, capital losses and temporary differences, are recognised only where it is considered more likely than not that they will be recovered, which is dependent on the generation of sufficient future taxable profits. Deferred tax liabilities arising from temporary differences in investments, caused principally by retained earnings held in foreign tax jurisdictions,

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

are recognised unless repatriation of retained earnings can be controlled and is not expected to occur in the foreseeable future.

The Group generally provides for current tax based on positions taken (or expected to be taken) in its tax returns. Where it is more likely than not that upon examination by the tax authorities of the positions taken by the Group additional tax will be payable, the Group provides for its best estimate of the amount expected to be paid (including any interest and/or penalties) as part of the tax charge.

At the reporting date management has assessed the provisions for taxation and concluded that the provisions and disclosures are adequate.

21. Derivative financial assets/liabilities

Accounting policies

The Group enters, from time to time, into various derivative financial instruments to manage its exposure to commodity price risk, foreign currency risk and interest rate risk.

Derivative financial instruments are recognised initially at fair value; attributable transaction costs are recognised in the statement of income when incurred. Subsequent to initial recognition, derivatives are measured at fair value.

The measurement of fair value of derivative financial instruments is based on quoted market prices. Where no price information is available from a quoted market source, alternative market mechanisms or recent comparable transactions, fair value is estimated based on the Group's views on relevant future prices, net of valuation allowances to accommodate liquidity, modelling and other risks implicit in such estimates.

Changes in the fair value of derivative financial instruments are recognised immediately in the statement of income.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

Disclosures

	31 December 2024		31 December 2023	
	USD million		USD million	
	Derivative assets	Derivative liabilities	Derivative assets	Derivative liabilities
Forward contracts for aluminium and other instruments	19	–	32	–
Cross-currency interest SWAPs	–	26	–	–
Total	**19**	**26**	**32**	**–**
Non-current	–	–	13	–
Current	19	26	19	–

Derivative financial instruments are recorded at their fair value at each reporting date. Fair value is estimated in accordance with Level 3 of the fair value hierarchy based on management estimates and consensus economic forecasts of relevant future prices, net of valuation allowances to accommodate liquidity, modelling and other risks implicit in such estimates. The Group's policy is to recognise transfers between levels of fair value hierarchy as at the date of the event or change in circumstances that caused the transfer. The movement in the balance of Level 3 fair value measurements of derivatives is as follows:

	31 December	
	2024	2023
	USD million	USD million
Balance at the beginning of the year	32	168
Unrealised changes in fair value recognised in statement of income (finance (expense)/income) during the period	53	(99)
Realised portion of electricity, coke and raw material contracts and cross currency swap	(92)	(37)
Balance at the end of the year	**(7)**	**32**

During the year 2024 there have been no changes in valuation techniques used to calculate the derivative financial instruments compared to prior year.

Management believes that the values assigned to the key assumptions and estimates represented the most realistic assessment of future trends. The results for the derivative instruments are not particularly sensitive to any factors other than the assumptions disclosed above.

The Group sells products to various third parties at prices that are influenced by changes in London Metal Exchange aluminium prices and Shanghai Futures Exchange (SHFE) aluminium prices. From time to time the Group enters into forward sales and purchase contracts for a portion of its anticipated primary aluminium sales and purchases to reduce the risk of prices fluctuations on these sales and purchases. The results are accounted for as profit or loss from derivative financial instruments, and do not adjust revenue or purchases.

During the year ended 31 December 2024 the Group recognised a total net gain of USD53 million, as revaluation of derivative financial instruments (31 December 2023: loss of USD99 million).

22. Financial risk management and fair values

(a) Fair values

Management believes that the fair values of short-term financial assets and liabilities approximate their carrying amounts.

The methods used to estimate the fair values of the financial instruments are as follows:

Trade and other receivables, cash and cash equivalents, short-term investments, current loans and borrowings and trade and other payables: the carrying amounts approximate fair value because of the short maturity period of the instruments.

Investments in equity securities: measured at fair value through profit and loss, so, its carrying amount is equal to its fair value.

Long-term loans and borrowings: the fair values of Eurobonds, RUSAL Bratsk bonds and IPJSC bonds issued are approximate their carrying value. The fair value of the loans and borrowings with fixed and floating interest rate as at 31 December 2024 and 31 December 2023 was calculated based on the present value of future principal and interest cash flows, using discount interest rate that take into account the currency of the debt, expected maturity dates and credit risks associated with the Group that existed at the reporting date.

Derivatives: the fair value of derivative financial instruments is based on quoted market prices. Where no price information is available from a quoted market source, alternative market mechanisms or recent comparable transactions, fair value is estimated based on the Group's views on relevant future prices, net of valuation allowances to accommodate liquidity, modelling and other risks implicit in such estimates. The derivative financial instruments are recorded at their fair value at each reporting date.

The following table presents the fair value of Group's financial instruments measured at the end of the reporting period on a recurring basis, as well as for instruments for which fair value is disclosed, categorised into the three-level fair value hierarchy as defined by IFRS 13 *Fair Value Measurement*. The level into which a fair value measurement is classified is determined with reference to the observability and significance of the inputs used in the valuation technique as follows:

- Level 1 valuations: fair value measured using only Level 1 inputs i.e. unadjusted quoted prices in active markets for identical assets or liabilities at the measurement date.
- Level 2 valuations: fair value measured using Level 2 inputs i.e. observable inputs which fail to meet Level

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

1, and not using significant unobservable inputs. Unobservable inputs are inputs for which market data are not available.

- Level 3 valuations: fair value measured using significant unobservable inputs.

The Group as at 31 December 2024

		Carrying amount				Fair value			
		Derivatives	Loans and receivables	Other financial assets/ (liabilities)	Total	Level 1	Level 2	Level 3	Total
	Note	USD million	USD million	USD million	USD million	USD million	USD million	USD million	USD million
Financial assets measured at fair value									
Forward contracts for aluminium and other instruments	21	19	–	–	19	–	–	19	19
Investments in equity securities	17	–	–	217	217	217	–	–	217
		19	**–**	**217**	**236**	**217**	**–**	**19**	**236**
Financial assets not measured at fair value*									
Trade and other receivables	17	–	1,470	–	1,470	–	1,470	–	1,470
Other non-current assets	17	–	–	221	221	–	221	–	221
Short-term investments		–	112	–	112	–	112	–	112
Cash and cash equivalents	17	–	1,503	–	1,503	–	1,503	–	1,503
		–	**3,085**	**221**	**3,306**	**–**	**3,306**	**–**	**3,306**

* The Group considers that the carrying amounts of short-term trade receivables and payables are a reasonable approximation of fair values.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

		Carrying amount				Fair value			
		Derivatives	Loans and receivables	Other financial assets/ (liabilities)	Total	Level 1	Level 2	Level 3	Total
	Note	USD million	USD million	USD million	USD million	USD million	USD million	USD million	USD million
Financial liabilities measured at fair value									
Forward contracts for aluminium and other instruments	21	26	–	–	26	–	–	26	26
		26	**–**	**–**	**26**	**–**	**–**	**26**	**26**
Financial liabilities not measured at fair value*									
Secured bank loans and company loans	19	–	–	(2,050)	(2,050)	–	(1,889)	–	(1,889)
Unsecured bank loans	19	–	–	(2,122)	(2,122)	–	(2,070)	–	(2,070)
Unsecured company loans from related parties	19	–	–	(105)	(105)	–	(93)		(93)
Unsecured bond issue	19	–	–	(3,641)	(3,641)	(1,168)	(2,414)	–	(3,582)
Trade and other payables	17	–	–	(1,497)	(1,497)	–	(1,497)	–	(1,497)
		–	**–**	**(9,415)**	**(9,415)**	**(1,168)**	**(7,963)**	**–**	**(9,131)**

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

The Group as at 31 December 2023

		Carrying amount				Fair value			
		Derivatives	Loans and receivables	Other financial liabilities	Total	Level 1	Level 2	Level 3	Total
	Note	USD million	USD million	USD million	USD million	USD million	USD million	USD million	USD million
Financial assets measured at fair value									
Forward contracts for aluminium and other instruments	21	32	–	–	32	–	–	32	32
Investments in equity securities	17	–	–	339	339	339	–	–	339
		32	**–**	**339**	**371**	**339**	**–**	**32**	**371**
Financial assets not measured at fair value*									
Trade and other receivables	17	–	1,154	–	1,154	–	1,154	–	1,154
Other non-current assets	17	–	–	277	277	–	277	–	277
Short-term investments		–	125	–	125	–	125	–	125
Cash and cash equivalents	17	–	2,087	–	2,087	–	2,087	–	2,087
		–	**3,366**	**277**	**3,643**	**–**	**3,643**	**–**	**3,643**
Financial liabilities not measured at fair value*									
Secured bank loans and company loans	19	–	–	(2,758)	(2,758)	–	(2,684)	–	(2,684)
Unsecured bank loans	19	–	–	(1,640)	(1,640)	–	(1,599)	–	(1,599)
Unsecured bond issue	19	–	–	(3,468)	(3,468)	(1,698)	(1,670)	–	(3,368)
Trade and other payables	17	–	–	(1,157)	(1,157)	–	(1,157)	–	(1,157)
		–	**–**	**(9,023)**	**(9,023)**	**(1,698)**	**(7,110)**	**–**	**(8,808)**

* The Group considers that the carrying amounts of short-term trade receivables and payables are a reasonable approximation of fair values.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

(b) Financial risk management objectives and policies

The Group's principal financial instruments comprise bank loans, bonds and trade payables. The main purpose of these financial instruments is to raise finance for the Group's operations. The Group has various financial assets such as trade receivables and cash and short-term deposits, which arise directly from its operations.

The main risks arising from the Group's financial instruments are interest rate risk, liquidity risk, foreign currency risk and credit risk. Management reviews and agrees policies for managing each of these risks which are summarised below.

The Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The Board has established a risk management group within its Department of Internal Control, which is responsible for developing and monitoring the Group's risk management policies. The Department reports regularly to the Board of Directors on its activities.

The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Group's Audit Committee oversees how management monitors compliance with the Group's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Group. The Group's Audit Committee is assisted in its oversight role by the Group's Internal Audit function which undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Audit Committee.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

(c) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising returns.

(i) Commodity price risk

During the years ended 31 December 2024 and 2023, the Group has entered into certain long term electricity contracts and other commodity derivatives contracts in order to manage its exposure of commodity price risks.

Details of the contracts are disclosed in Notes 21 and 25(c).

(ii) Interest rate risk

The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term debt obligations with floating interest rates (refer to Note 19). The Group's policy is to manage its interest costs by monitoring changes in interest rates with respect to its borrowings.

The following table details the interest rate profile of the Group's borrowings at the reporting date.

	31 December 2024		31 December 2023	
	Effective interest rate, %	USD million	Effective interest rate, %	USD million
Fixed rate loans and borrowings				
Loans and borrowings	0%-16.75%	5,202	0.01%-8.50%	6,067
		5,202		6,067
Variable rate loans and borrowings				
Loans and borrowings	3.02%-26.95%	2,659	3.65%-16.13%	1,763
		2,659		1,763
		7,861		7,830

The following table demonstrates the sensitivity to cash flows from interest rate risk arising from floating rate non-derivative instruments held by the Group at the reporting date in respect of a reasonably possible change in interest rates, with all other variables held constant. The impact on the Group's profit before taxation and equity and retained profits/accumulated losses is estimated as an annualised input on interest expense or income of such a change in interest rates. The analysis has been performed on the same basis for all years presented.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

	Increase/decrease in basis points	Effect on profit before taxation for the year	Effect on equity for the year, net of income tax
		USD million	USD million
As at 31 December 2024			
Basis percentage points	+300	(80)	(64)
Basis percentage points	-300	80	64
As at 31 December 2023			
Basis percentage points	+100	(18)	(14)
Basis percentage points	-100	18	14

(iii) Foreign currency risk

The Group is exposed to currency risk on sales, purchases and borrowings that are denominated in a currency other than the respective functional currencies of group entities, primarily USD but also the Russian Rouble, CNY and Euros. The currencies in which these transactions primarily are denominated are RUB, USD, CNY and EUR.

Borrowings are primarily denominated in currencies that match the cash flows generated by the underlying operations of the Group, primarily USD but also RUB, CNY and EUR. This provides an economic hedge.

In respect of other monetary assets and liabilities denominated in foreign currencies, the Group ensures that its net exposure is kept to an acceptable level by buying or selling foreign currencies at spot rates when necessary to address short-term imbalances or entering into currency swap arrangements.

The Group's exposure at the reporting date to foreign currency risk arising from recognised assets and liabilities denominated in a currency other than the functional currency of the entity to which they relate is set out in the table below. Differences resulting from the translation of the financial statements of foreign operations into the Group's presentation currency are ignored.

	USD-denominated vs. RUB functional currency		RUB-denominated vs. USD functional currency		EUR-denominated vs. USD functional currency		CNY-denominated vs. USD functional currency		Denominated in other currencies vs. USD functional currency	
	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023
As at 31 December	USD million	USD million	USD million	USD million	USD million	USD million	USD million	USD million	USD million	USD million
Non-current assets	–	–	41	57	18	19	–	13	–	–
Trade and other receivables	–	50	663	296	149	168	211	4	9	19
Cash and cash equivalents	–	–	138	465	72	253	814	712	202	29
Loans and borrowings	–	–	(1,402)	(193)	(17)	(22)	(2,674)	(3,768)	(29)	–

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

As at 31 December	USD-denominated vs. RUB functional currency 2024 USD million	USD-denominated vs. RUB functional currency 2023 USD million	RUB-denominated vs. USD functional currency 2024 USD million	RUB-denominated vs. USD functional currency 2023 USD million	EUR-denominated vs. USD functional currency 2024 USD million	EUR-denominated vs. USD functional currency 2023 USD million	CNY-denominated vs. USD functional currency 2024 USD million	CNY-denominated vs. USD functional currency 2023 USD million	Denominated in other currencies vs. USD functional currency 2024 USD million	Denominated in other currencies vs. USD functional currency 2023 USD million
Non-current liabilities	–	–	(3)	(51)	(2)	(2)	–	–	(1)	(1)
Bonds	–	–	(492)	(1)	–	–	(2,900)	(3,292)	(101)	(101)
Trade and other payables	(1)	(1)	(614)	(364)	(54)	(53)	(100)	(36)	(17)	(62)
Net exposure arising from recognised assets and liabilities	**(1)**	**49**	**(1,669)**	**209**	**166**	**363**	**(4,649)**	**(6,367)**	**63**	**(116)**

Foreign currency sensitivity analysis

The following tables indicate the instantaneous change in the Group's profit before taxation (and accumulated losses) and other comprehensive income that could arise if foreign exchange rates to which the Group has significant exposure at the reporting date had changed at that date, assuming all other risk variables remained constant.

Year ended 31 December 2024	Change in exchange rates	Effect on profit before taxation for the year USD million	Effect on equity for the year USD million
Depreciation of USD vs. RUB	15%	(251)	(251)
Depreciation of USD vs. EUR	10%	16	16
Depreciation of USD vs. CNY	5%	(233)	(233)
Depreciation of USD vs. other currencies	5%	3	3

Year ended 31 December 2023	Change in exchange rates	Effect on profit before taxation for the year USD million	Effect on equity for the year USD million
Depreciation of USD vs. RUB	15%	24	24
Depreciation of USD vs. EUR	10%	36	36
Depreciation of USD vs. CNY	5%	(318)	(318)
Depreciation of USD vs. other currencies	5%	(6)	(6)

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

Results of the analysis as presented in the above tables represent an aggregation of the instantaneous effects on the Group entities' profit before taxation and other comprehensive income measured in the respective functional currencies, translated into USD at the exchange rates ruling at the reporting date for presentation purposes.

The sensitivity analysis assumes that the change in foreign exchange rates had been applied to re-measure those financial instruments held by the Group which expose the Group to foreign currency risk at the reporting date. The analysis excludes differences that would result from the translation of financial statements of foreign operations into the Group's presentation currency. The analysis has been performed on the same basis for all years presented.

(d) Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The group policy is to maintain sufficient cash and cash equivalents or have available funding through an adequate amount of committed credit facilities to meet its operating and financial commitments.

The following tables show the remaining contractual maturities at the reporting date of the Group's non-derivative financial liabilities, which are based on contractual undiscounted cash flows (including interest payment computed using contractual rates, or if floating, based on rates current at the reporting date) and the earliest the Group can be required to pay.

	31 December 2024 Contractual undiscounted cash outflow					
	Within 1 year or on demand	More than 1 year but less than 2 years	More than 2 years but less than 5 years	More than 5 years	Total	Carrying amount
	USD million	USD million	USD million	USD million	USD million	USD million
Trade and other payables to third parties	1,160	–	–	–	1,160	1,160
Trade and other payables to related parties	337	–	–	–	337	337
Bonds, including interest payable	2,859	472	541	137	4,009	3,641
Loans and borrowings, including interest payable	2,153	1,267	999	1,039	5,458	4,277
Other contractual obligations	32	51	–	–	83	–
	6,541	**1,790**	**1,540**	**1,176**	**11,047**	**9,415**

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

	31 December 2023 Contractual undiscounted cash outflow					
	Within 1 year or on demand	More than 1 year but less than 2 years	More than 2 years but less than 5 years	More than 5 years	Total	Carrying amount
	USD million	USD million	USD million	USD million	USD million	USD million
Trade and other payables to third parties	921	–	–	–	921	921
Trade and other payables to related parties	236	–	–	–	236	236
Bonds, including interest payable	726	2,811	87	–	3,624	3,447
Loans and borrowings, including interest payable	1,511	1,488	1,732	267	4,998	4,419
Other contractual obligations	36	58	–	–	94	–
	3,430	4,357	1,819	267	9,873	9,023

At 31 December 2024 and 31 December 2023 the Group's contractual undertaking to provide loans under the loan agreement between the Group, PJSC RusHydro and BoAZ is included at maximum exposure for the Group in the liquidity risk disclosure above.

(e) Credit risk

The Group trades only with recognised, creditworthy third parties. It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. The majority of the Group's third party trade receivables represent balances with the world's leading international corporations operating in the metals industry. In addition, receivable balances are monitored on an ongoing basis with the result that the Group's exposure to credit loss is not significant. Goods are normally sold subject to retention of title clauses, so that in the event of non-payment the Group may have a secured claim. The Group does not require collateral in respect of trade and other receivables. The details of impairment of trade and other receivables are disclosed in Note 17. The extent of the Group's credit exposure is represented by the aggregate balance of financial assets and financial guarantees and loan commitments given.

At 31 December 2024 and 2023, the Group has certain concentration of credit risk as 43.2% and 10.5% of the total trade receivables were due from the Group's five largest customers. With respect to credit risk arising from guarantees, the Group's policy is to provide financial guarantees only to wholly-owned subsidiaries, associates and joint ventures.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

(f) Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Board's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Board of Directors monitors the return on capital, which the Group defines as net operating income divided by total shareholders' equity. The Board of Directors also monitors the level of dividends to ordinary shareholders.

The Board seeks to maintain a balance between higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position.

There were no changes in the Group's approach to capital management during the year.

The Company and its subsidiaries were subject to externally imposed capital requirements in both years presented in these consolidated financial statements.

(g) Master netting or similar agreements

The Group may enter into sales and purchase agreements with the same counterparty in the normal course of business. The related amount receivable and payable do not always meet the criteria for offsetting in the statement of financial position. This is because the Group may not have any currently legally enforceable right to offset recognised amounts, because the right to offset may be enforceable only on the occurrence of future events.

There are no financial instruments that meet the offsetting criteria in the statement of financial position for the year ended 31 December 2024 and 31 December 2023.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

23. Commitments

(a) Capital commitments

The Group has entered into contracts that result in contractual obligations primarily relating to various construction and capital repair works. The commitments at 31 December 2024 and 31 December 2023 approximated USD677 million and USD562 million, including VAT respectively. These commitments are due over a number of years.

(b) Purchase commitments

Commitments with third parties for purchases of alumina, bauxite, other raw materials and other purchases in 2025-2044 under supply agreements are estimated from USD5,060 million to USD6,473 million at 31 December 2024 (31 December 2023: USD3,552 million to USD4,480 million) depending on the actual purchase volumes and applicable prices.

Commitments with related parties for purchases of alumina, bauxite, other raw materials and other purchases in 2025-2034 under supply agreements are estimated from USD7,632 million to USD8,208 million at 31 December 2024 depending on the actual purchase volumes and applicable prices.

Commitments with related parties for purchases of primary aluminium, alloys and other purchases in 2025-2030 under supply agreements are estimated from USD4,330 million to USD5,746 million at 31 December 2024 (31 December 2023: USD4,469 million to USD6,029 million) depending on the actual purchase volumes and applicable prices. Electricity purchase commitments are disclosed in Note 25.

(c) Sale commitments

Commitments with third parties for sales of alumina and other raw materials in 2025-2044 are estimated from USD740 million to USD919 million at 31 December 2024 (31 December 2023: from USD560 million to USD691 million) and will be settled at market prices at the date of delivery.

Commitments with related parties for sales of alumina and other raw materials in 2025-2033 are estimated from USD3,384 million to USD3,849 million at 31 December 2024 and will be settled at market prices at the date of delivery.

Commitments with third parties for sales of primary aluminium and alloys in 2025-2029 are estimated to range from USD6,327 million to USD7,153 million at 31 December 2024 (31 December 2023: from USD5,269 million to USD5,901 million).

Commitments with related parties for sales of primary aluminium and alloys in 2025 are estimated from USD166 million to USD250 million at 31 December 2024 (31 December 2023: from USD374 million to USD501 million).

(d) Social commitments

The Group contributes to the maintenance and upkeep of the local infrastructure and the welfare of its employees, including contributions toward the development and maintenance of housing, hospitals, transport services, recreation and other social needs of the regions of the Russian Federation where the Group's production entities are located. The funding of such assistance is periodically determined by management and is appropriately capitalised or expensed as incurred.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

24. Contingencies

(a) Taxation

Russian tax, currency and customs legislation is subject to varying interpretations, and changes, which can occur frequently. Management's interpretation of such legislation as applied to the transactions and activities of the Group may be challenged by the relevant local, regional and federal authorities. Notably recent developments in the Russian environment suggest that the authorities in this country are becoming more active in seeking to enforce, through the Russian court system, interpretations of the tax legislation, in particular in relation to the use of certain commercial trading structures, which may be selective for particular tax payers and different to the authorities' previous interpretations or practices. Different and selective interpretations of tax regulations by various government authorities and inconsistent enforcement create further uncertainties in the taxation environment in the Russian Federation.

Both as at 31 December 2024 and 31 December 2023 management considers that there are no tax positions taken by the Group where it is reasonably possible (though less than 50% likely) that additional tax may be payable upon examination by the tax authorities or in connection with ongoing disputes with tax authorities.

(b) Environmental contingencies

The Group and its predecessor entities have operated in the Russian Federation, Jamaica, Guyana, the Republic of Guinea and the European Union for many years and certain environmental problems have developed. Governmental authorities are continually considering environmental regulations and their enforcement and the Group periodically evaluates its obligations related thereto. As obligations are determined, they are recognised immediately. The outcome of environmental liabilities under proposed or any future legislation, or as a result of stricter enforcement of existing legislation, cannot reasonably be estimated. Under current levels of enforcement of existing legislation, management believes there are no possible liabilities, which will have a material adverse effect on the financial position or the operating results of the Group. However, the Group anticipates undertaking significant capital projects to improve its future environmental performance and to bring it into full compliance with current legislation.

(c) Legal contingencies

The Group's business activities expose it to a variety of lawsuits and claims which are monitored, assessed and contested on the ongoing basis. Where management believes that a lawsuit or another claim would result in the outflow of the economic benefits for the Group, a best estimate of such outflow is included in provisions in the consolidated financial statements (refer to Note 20). As at 31 December 2024 the amount of claims, where management assesses outflow as possible approximates USD24 million (31 December 2023: USD25 million).

(d) Other contingent liabilities

In September 2013 the Group and PJSC RusHydro entered into an agreement with BoAZ to provide loans, if the latter is unable to fulfil its obligations under its credit facilities. The aggregate exposure under the agreement is limited to RUB16.8 billion (31 December 2024 and 2023 USD166 million and USD188 million, respectively) and is split between the Group and PJSC RusHydro in equal proportion. Based on management's estimates, the arising financial guarantees related to this arrangement are not significant to the consolidated financial statements.

25. Related party transactions

(a) Transactions with management and its close family members

Management remuneration

Key management received the following remuneration, which is included in personnel costs (refer to Note 6(c)):

	Year ended 31 December	
	2024	2023
	USD million	USD million
Salaries and bonuses	49	50
	49	50

(b) Transactions with associates and joint ventures

Sales to associates and joint ventures are disclosed in Note 5, purchases from associates and joint ventures are disclosed in Note 6, accounts receivable from associates and joint ventures as well as accounts payable to associates and joint ventures are disclosed in Note 17.

(c) Transactions with other related parties

The Group transacts with other related parties, the majority of which are companies related through parent company or under the control of SUAL Partners Limited or its controlling shareholders.

Sales to related parties for the year are disclosed in Note 5, purchases from related parties are disclosed in Note 6, accounts receivable from related parties as well as accounts payable to related parties are disclosed in Note 17, commitments with related parties are disclosed in Note 23, directors remuneration in Notes 9 and 10 and dividends attributed to shareholders are disclosed in Note 11.

Electricity contracts

In November 2016, the Group entered into the new long-term electricity contracts to supply several Group's smelters from En+ subsidiaries over the years 2016-2026. Purchases will be made under a price formula close to market prices. The volumes committed under the long-term electricity contracts are as follows:

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

Year	2025	2026
Mln kWh	37,598	25,194
Mln USD	463	299

(d) Related parties balances

At 31 December 2024, included in non-current liabilities are balances with related parties – associates and joint ventures in the amount of USD18 million (31 December 2023: USD17 million).

At 31 December 2024, there are no balances of related parties included in current assets (31 December 2023: companies related through parent company of USD49 million).

(e) Pricing policies

Prices for transactions with related parties are determined on a case by case basis but are not necessarily at arm's length.

The Group has entered into three categories of related-party transactions: (i) those entered into on an arm's length basis, (ii) those entered into on non-arm's length terms but as part of a wider deal resulting from arms' length negotiations with unrelated third parties, and (iii) transactions unique to the Group and the counterparty.

(f) Connected transactions

Not all the related party transactions and balances disclosed above meet the definition of connected transactions as per Chapter 14A of the Listing Rules of Hong Kong Stock Exchange. For particulars of the continuing connected transactions please refer to the Director's Report section of the Annual Report of the Company for the year ended 31 December 2024.

26. Particulars of subsidiaries

As at 31 December 2024 and 2023, the Company has direct and indirect interests in the following subsidiaries, which principally affected the results, assets and liabilities of the Group:

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

Name	Place of incorporation and operation	Date of incorporation	Particulars of issued and paid up capital	Attributable equity interest	Principal activities
Compagnie Des Bauxites De Kindia S.A.	Guinea	29 November 2000	2,000 shares of GNF25,000 each	100.0%	Bauxite mining
Friguia SA	Guinea	9 February 1957	758,966,200,000 GNF	100.0%	Alumina
JSC RUSAL Achinsk	Russian Federation	20 April 1994	4,188,531 shares of RUB1 each	100.0%	Alumina
JSC RUSAL Boxitogorsk Alumina	Russian Federation	27 October 1992	1,012,350 shares of RUB1 each	100.0%	Alumina
Eurallumina SpA	Italy	21 March 2002	10,000,000 shares of EUR1.55 each	100.0%	Alumina
PJSC RUSAL Bratsk	Russian Federation	26 November 1992	5,505,305 shares of RUB0.2 each	100.0%	Smelting
JSC RUSAL Krasnoyarsk	Russian Federation	16 November 1992	85,478,536 shares of RUB20 each	100.0%	Smelting
JSC RUSAL Novokuznetsk	Russian Federation	26 June 1996	53,997,170 shares of RUB0.1 each	100.0%	Smelting
JSC RUSAL Sayanogorsk	Russian Federation	29 July 1999	208,102,580,438 shares of RUB0.068 each	100.0%	Smelting
RUSAL RESAL LLC	Russian Federation	15 November 1994	charter fund of RUB67,706,217.29	100.0%	Processing
JSC RUSAL SAYANAL	Russian Federation	29 December 2001	59,902,661,099 shares of RUB0.006 each	100.0%	Foil
CJSC RUSAL ARMENAL	Armenia	17 May 2000	36,699,295 shares of AMD1,000 each	100.0%	Foil
RUS-Engineering LLC	Russian Federation	18 August 2005	charter fund of RUB1,751,832,184	100.0%	Repairs and maintenance
JSC Russian Aluminium	Russian Federation	25 December 2000	23,124,000,000 shares of RUB1 each	100.0%	Holding company
Rusal Global Management B.V.	Netherlands	8 March 2001	charter fund of EUR25,000	100.0%	Management company
JSC United Company RUSAL Trading House	Russian Federation	15 March 2000	163,660 shares of RUB100 each	100.0%	Trading
Alumina & Bauxite Company Limited	British Virgin Islands	3 March 2004	231,179,727 shares of USD1 each	100.0%	Trading
JSC Bauxite-Timana	Russian Federation	29 December 1992	44,500,000 shares of RUB10 each	100.0%	Bauxite mining
JSC Severo-Uralsky Bauxite Mine	Russian Federation	24 October 1996	10,506,609 shares of RUB275.85 each	100.0%	Bauxite mining
JSC RUSAL Ural	Russian Federation	26 September 1996	2,542,941,932 shares of RUB1 each	100.0%	Primary aluminum and alumina production
SUAL-PM LLC	Russian Federation	20 October 1998	charter fund of RUB56,300,959	100.0%	Aluminum powders production
JSC Kremniy	Russian Federation	3 August 1998	320,644 shares of RUB1,000 each	100.0%	Silicon production

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

Name	Place of incorporation and operation	Date of incorporation	Particulars of issued and paid up capital	Attributable equity interest	Principal activities
RUSAL-Kremniy-Ural LLC	Russian Federation	1 March 1999	Charter fund of RUB8,763,098	100.0%	Silicon production
UC RUSAL Alumina Jamaica Limited	Jamaica	26 April 2001	1,000,000 shares of JMD1 each	100.0%	Alumina
Kubikenborg Aluminium AB	Sweden	26 January 1934	25,000 shares of SEK1,000 each	100.0%	Smelting
RFCL Limited (RFCL S.ar.l prior to 28 August 2020)	Cyprus	13 March 2013	RUB90,000,000	100.0%	Finance services
International LLC AKTIVIUM (Aktivium B.V. prior to 6 December 2019)	Russian Federation	28 December 2010	215,458,134,321 shares of RUB1 each	100.0%	Holding and investment company
Aughinish Alumina Ltd	Ireland	22 September 1977	1,000 shares of EUR2 each	100.0%	Alumina
LLC RUSAL Energo	Russian Federation	26 December 2005	RUB715,000,000	100.0%	Electric power
Limerick Alumina Refining Ltd.	Ireland	30 March 1995	54,019,819 shares of USD1 each	100.0%	Alumina
JSC RUSAL Management	Russian Federation	26 December 2018	1,000,000 shares of RUB1 each	100.0%	Management company
RUSAL Taishet LLC	Russian Federation	11 September 2006	Charter fund of RUB12,158,878,747.58	100.0%	Smelting
UC RUSAL Anode Plant LLC	Russian Federation	9 April 2008	Charter fund of RUB1,064,280,000	100.0%	Anodes
RUSAL Products GmbH	Switzerland	27 December 2017	Charter fund of CHF20,000	100.0%	Trading
Casting and mechanical plant "SKAD" Ltd.	Russian Federation	29 August 2002	Charter fund of RUB468,458,663.94	75.0%	Other aluminum production
"PGLZ" LLC	Russian Federation	4 April 2016	Charter fund of RUB119,500,000	99.9%	Alumina
AL PLUS GLOBAL DMCC	UAE	18 January 2023	50,000 AED (50 ordinary shares of 1,000 AED each)	100.0%	Trading
AL PLUS TRADING DMCC	UAE	13 December 2023	50,000 AED (50 ordinary shares of 1,000 AED each)	100.0%	Trading
Beijing Rusal Trade Company Limited	China	10 March 2020	Charter fund of CNY40,000,000	100.0%	Trading
RUSAL SHANGHAI ECONOMIC AND TRADE COMPANY LIMITED	China	8 July 2022	Charter fund of CNY250,000,000	100.0%	Trading

Trading entities are engaged in the sale of products to and from the production entities.

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

27. Statement of Financial Position of the Company as at 31 December 2024

	31 December 2024 USD million	31 December 2023 USD million
Assets		
Non-current assets		
Investments in subsidiaries	16,755	17,492
Investments in associates and joint ventures	316	–
Other investments	97	152
Other non-current assets	10	69
Total non-current assets	**17,178**	**17,713**
Current assets		
Loans to related parties	5,159	4,820
Other receivables	402	836
Cash and cash equivalents	6	160
Total current assets	**5,567**	**5,816**
Total assets	**22,745**	**23,529**
Equity and liabilities		
Equity		
Share capital	152	152
Reserves	16,968	17,890
Total equity	**17,120**	**18,042**
Non-current liabilities		
Loans and borrowings	1,732	3,960
Other financial liabilities	30	–
Total non-current liabilities	**1,762**	**3,960**
Current liabilities		
Loans and borrowings	3,793	1,374
Trade and other payables	70	153
Total current liabilities	**3,863**	**1,527**
Total liabilities	**5,625**	**5,487**
Total equity and liabilities	**22,745**	**23,529**
Net current assets	1,704	4,289
Total assets less current liabilities	**18,882**	**22,002**

UC RUSAL, IPJSC
Notes to Consolidated Financial Statements
for the year ended 31 December 2024

28. Events subsequent to the reporting date

On 24 February 2025 the European Union adopted the 16th Russia sanctions package. Among others, the package contains a prohibition on the import of primary aluminium of Russian origin. A quota is stipulated allowing 275,000 tons to be imported until 25 February 2026 and 50,000 tons during the rest of 2026. The Group's management estimates the effect of these sanctions as not significant to the Group.

In March 2025, the Company placed commercial non-documentary non-convertible interest-bearing bonds series 001PC-05 in the amount of RUB30 billion, with a coupon rate equal to the rate of the Central Bank of the Russian Federation plus margin.

In March 2025, a subsidiary of the Group has drawn down the funds under an existing credit facility agreement with a Russian bank for a total amount of RUB42.6 billion. At the same time, a subsidiary of the Group entered into a cross-currency interest rate swap transaction from RUB to CNY in the amount of CNY3.5 billion.

The funds under both transactions were used for partial refinancing of the existing issue of commercial bonds.

Statement of Responsibility for this Annual Report

I, Evgenii Nikitin, declare, to the best of my knowledge, that the financial statements contained in this Annual Report have been prepared in accordance with applicable accounting principles and give a true and fair view of the business, results of operations and financial condition of the Company and the other entities to which the financial statements apply, and that the management report (comprising the sections headed Business Overview, Management Discussion and Analysis, Report of the Board of Directors and Corporate Governance Report) of this Annual Report presents a fair review of developments in the business, results of operations and financial conditions of the Company and the other entities to which the financial statements apply, as well as a description of the main risks and uncertainties that they are facing.

EVGENII NIKITIN
GENERAL DIRECTOR

Forward Looking Statements

This Annual Report contains certain statements that are, or may be deemed to be, "forward-looking statements". These forward-looking statements may be identified by the use of forward-looking terminology, including the terms "believes", "estimates", "plans", "projects", "anticipates", "seeks", "expects", "intends", "forecasts", "targets", "may", "will", "should", "could" and "potential" or, in each case, their negative or other variations, or comparable terminology, or by discussions of strategy, plans, objectives, goals, future events or intentions. These forward-looking statements include all matters that are not historical facts. They appear in a number of places throughout this Annual Report and include, but are not limited to, statements regarding the Group's intentions, beliefs or current expectations concerning, among other things, the Group's business, results of operations, financial position, liquidity, prospects, growth, strategies and the bauxite, alumina and aluminium industries.

By their nature, forward-looking statements involve risk and uncertainty because they relate to future events and circumstances. Forward-looking statements are not guarantees of future performance and of the actual results of the Group's operations, financial position and liquidity, and the development of the markets and the industries in which the Group operates may differ materially from the development of those same industries as described in, or suggested by, the forward-looking statements contained in this Annual Report. In addition, even if the Group's results of operations, financial position and liquidity, and the development of the markets and the industries in which the Group operates, are consistent with the forward-looking statements contained in this Annual Report, those results or developments may not be indicative of results or developments in subsequent periods. A number of risks, uncertainties and other factors could cause results and developments to differ materially from those expressed or implied by the forward-looking statements including, without limitation:

- materially adverse changes in economic or industry conditions generally or in the markets served by the Group;
- changes in the supply and demand for and the price of aluminium, alumina, aluminium products and other products;
- fluctuations in inflation, interest rates and exchange rates;
- the Group's ability to repay pursuant to or comply with the terms of its credit facility agreements, or obtain further financing, refinancing or otherwise waiver of forbearance in respect of the Group's payment obligations under its facility of financing;
- changes in the costs of the materials required for the Group's production of aluminium and alumina;
- changes in the Group's operating costs, including the costs of energy and transportation;
- changes in the Group's capital expenditure requirements, including those relating to the Group's potential environmental liabilities or the ability of the Group to fund its capital expenditure requirements through borrowing or otherwise;
- the Group's ability to successfully and timely implement any of its business strategies;
- the Group's ability to obtain or extend the terms of the licences necessary for the operation of the Group's business;
- developments in, or changes to, laws, regulations, governmental policies, taxation or accounting standards or practices affecting the Group's operations;
- the Group's ability to recover its reserves or develop new resources and reserves;
- the Group's success in accurately identifying future risks to its business and managing the risks of the aforementioned factors; and
- other future events, risks, uncertainties, factors and assumptions discussed in the consolidated financial statements and other sections of this Annual Report.

Forward-looking statements may and often do differ materially from actual results. Any forward-looking statements in this Annual Report reflect the Group management's current view with respect to future events and are subject to risks relating to future events and other risks, uncertainties and assumptions relating to the Group's business, results of operations, financial position, liquidity, prospects, growth, strategies and the bauxite, alumina and aluminium industries. Investors should specifically consider the factors identified in this Annual Report, which could cause actual results to differ, before making any investment decision. Subject to the requirements of the applicable listing rules and except as may be required by applicable law, the Company undertakes no obligation to revise any forward-looking statements that appear in this Annual Report to reflect any change in the Company's expectations, or any events or circumstances, that may occur or arise after the date of this Annual Report.

All forward-looking statements in this Annual Report are qualified by reference to this cautionary statement.

Glossary

14

Glossary

"Achinsk Alumina Refinery", "RUSAL Achinsk", "JSC RUSAL Achinsk" or "AGK" means Joint Stock Company "RUSAL Achinsk Alumina Refinery", a company incorporated under the laws of the Russian Federation, which is an indirect wholly-owned subsidiary of the Company.

"Adjusted EBITDA" for any period means the results from operating activities adjusted for amortisation and depreciation, impairment charges and loss on disposal of property, plant and equipment.

"Adjusted EBITDA margin" is calculated as Adjusted EBITDA to revenue for the relevant period**.**

"Adjusted Net Profit" for any period is defined as the net profit adjusted for the net effect from share in the results of Norilsk Nickel, the net effect of embedded derivative financial instruments, the difference between effective and nominal interest rate charge on restructured debt and net effect of non-current assets impairment.

"AGM" means annual general shareholders meeting that the Company shall hold once a year between two and six months after the end of a reporting year.

"AGM 2024" means the AGM that the Company held on 27 June 2024.

"Agreed Subsidiaries" means an agreed list of subsidiaries of the Company, as defined in the Shareholders' Agreement between Major Shareholders only.

"ALLOW brand", **"ALLOW™"** means a low-carbon aluminium with independent verification of the carbon footprint. The brand appeared in 2017. In the production of aluminium under the ALLOW brand, the carbon footprint is less than four tonnes of CO_2 equivalent per tonne of aluminium produced (emissions from aluminium production, level 1 according to the classification of the International Aluminium Institute).

"ALLOW INERTA brand", "ALLOW INERTA™" means a sub-brand in the ALLOW™ family – primary aluminium with the lowest carbon footprint in the world. Metal is produced under the ALLOW INERTA brand using inert anode technology.

"Alpart" means Alumina Partners of Jamaica.

"ALSCON" means Aluminium Smelter Company of Nigeria Plc, a company incorporated in Nigeria and in which the Company indirectly holds a 85% interest.

"Aluminium Division" means the Company's division comprising the smelters located in Russia and Sweden.

"Aluminium price per tonne quoted on the LME" or **"LME aluminium price"** represents the average daily closing official LME spot prices for each period.

"Aluminium Rheinfelden Alloys" means one of the leading manufacturers of aluminium alloys in Germany and a major supplier to the global automotive industry.

"Aluminium Stewardship Initiative" or **"ASI"** means an industry-led initiative that aims to promote sustainability throughout the aluminium value chain. Both the aluminium industry and aluminium users benefit from the ASI certification by demonstrating their commitment to social, environmental and ethical standards.

"**Annual Report**" means this annual report approved by the Board on 18 April 2025.

"Articles of Association" means the articles of association of the Company, conditionally adopted on 24 November 2009, effective on the Listing Date and subsequently amended on 22 November 2017, which was superseded by the Charter on 25 September 2020 after the Continuance.

"Associate(s)" has the meaning ascribed to such expression in the HKSE Listing Rules.

"Audit Committee" means the audit committee of the Board.

"Aughinish Alumina Refinery" means Aughinish Alumina Limited, a company incorporated in Ireland, which is a wholly-owned subsidiary of the Company.

"BAZ" or **"Bogoslovsky aluminium smelter"** means a branch of RUSAL Ural JSC in Krasnoturyinsk, United Company RUSAL Krasnoturyinsk Aluminium Smelter.

"BEMO" means the companies that make up the Boguchanskoye Energy & Metals complex.

"**BEMO HPP**" or "**BOGES**" means the Boguchanskaya hydro power plant.

"**BEMO Project**" means the Boguchanskoye Energy & Metals project involving the construction of the BEMO HPP and the Boguchansky aluminium smelter as described at pages 25 and 30 of this Annual Report.

"**Big Data**" means designation of structured and unstructured data of huge volumes and considerable variety, efficiently processed by horizontally scalable software tools that appeared in the late 2000s and are alternatives to traditional database management systems and business intelligence solutions.

"Board" or **"Board of Directors"** means the board of Directors of the Company.

"Boguchansky aluminium smelter" or "**BEMO aluminium smelter**" or **"BoAZ"** means the aluminium smelter project involving the construction of a 600 thousand tpa greenfield aluminium smelter on a 230 hectare site, located approximately 8 km to the south-east of the settlement of Tayozhny in the Krasnoyarsk region, and approximately 160 km (212 km by road) from the BEMO HPP, as described at pages 25 and 30 of this Annual Report.

"Bogatyr Coal" or **"LLP Bogatyr Komir"** means "Bogatyr Coal" Limited Liability Partnership, the joint venture between the Company and Samruk-Energo producing coal described at page 32 of this Annual Report.

"Bratsk aluminium smelter" or **"RUSAL Bratsk"** or **"BrAZ"** or **PJSC "RUSAL Bratsk"** means Public Joint Stock Company "RUSAL Bratsk Aluminium Smelter", a company incorporated under the laws of the Russian Federation, which is a wholly-owned subsidiary of the Company.

"C.B.K" or **"Kindia"** means Compagnie des Beauxites de Kindia, located in Guinea.

"CAPEX" means capital expenditures.

"Carbon Units Registry of the Russian Federation" contains information on climate projects, carbon units released into atmospheric circulation following the implementation of climate projects, the transfer of carbon units between transaction participants and the offsetting of carbon units.

"Casting and mechanical plant "SKAD" Ltd." or **"SKAD"** means Limited Liability Company "Casting and mechanical plant 'SKAD'" (the short official name is "Casting and mechanical plant 'SKAD' Ltd."), a company incorporated under the laws of the Russian Federation, which is an indirect wholly-owned subsidiary of the Company.

"CDP Climate" means Carbon Disclosure Project (A United Kingdom-based organisation that supports companies and cities to uncover the environmental impact of large corporations).

"Chairman" or **"Chairman of the Board"** means the chairman of the Board.

"Charter" means the corporate charter of the Company adopted on 24 November 2009, effective on the Listing Date and subsequently amended on 22 November 2017, which were replaced by new Charter effective on the Registration Date.

"Chief Financial Officer" means the chief financial officer of the Company.

"CIS" means the Commonwealth of Independent States.

"CO" means oxide of carbon.

"CO_2" means carbon dioxide (chemical formula – CO_2), a chemical compound that is an acidic carbon monoxide consisting of one carbon atom and two oxygen atoms.

"CO_2-eq" means carbon dioxide equivalent CO_2-eq: A unit used to compare the emissivity of greenhouse gases with carbon dioxide.

"Code for Securities Transactions" means the Code for Securities Transactions by Directors of the Company adopted by the Board on 9 April 2010 and based on Appendix C3 to the HKSE Listing Rules.

"Company" or **"UC RUSAL"** or **"UC RUSAL, IPJSC"** means United Company RUSAL, international public joint-stock company (UC RUSAL, IPJSC) 俄鋁, a company incorporated under the laws of Jersey with limited liability and continued in the Russian Federation as an international company in accordance with the procedure established by the laws of the Russian Federation, in accordance with the Federal Law of the Russian Federation "On International Companies and International Funds". The full company name in Russian is Международная компания публичное акционерное общество «Объединённая Компания «РУСАЛ»», and the abbreviated company name in Russian is МКПАО «ОК РУСАЛ».

"Compliance Committee" means the compliance committee of the Board.

"Connected person(s)" has the meaning ascribed to such expression in the HKSE Listing Rules.

"Connected transaction(s)" has the meaning ascribed to such expression in the HKSE Listing Rules.

"Continuance" means the Company's continuance out of Jersey to the Russian Federation which became effective on the Registration Date.

"Controlling Shareholder" has the meaning ascribed to such expression in the HKSE Listing Rules.

"Corporate Governance and Nomination Committee" means the corporate governance and nomination committee established by the Board.

"COVID" means the infectious disease caused by the coronavirus SARS-CoV-2. COVID-19 is an abbreviation of the words coronavirus disease, which means "disease caused by coronavirus", and the number 19 in the name indicates the year of the appearance of the virus. The first cases of the disease were recorded back in December 2019 in Wuhan (China).

"Directorate for Control" means Directorate for Control, Internal Audit and Business Coordination.

"Directors" means the members of the Board.

"Downstream Division" means the new division of the company "Downstream", which includes enterprises for the production of foil and containers, as well as powders and wheels.

"EBITDA" means earnings before interest, taxes, depreciation, and amortisation.

"EcoVadis Sustainability Rating" means the EcoVadis sustainable procurement rating, which covers a wide range of non-financial management systems, including environmental impact, labour and human rights, ethics, and sustainable procurement.

"EGM" means extraordinary general shareholders meeting that the Company may hold.

"En+" means En+ GROUP International public jointstock company, a company registered in accordance with the procedure established by the laws of the Russian Federation, in accordance with the Federal Law of the Russian Federation "On International Companies and International Funds", and which is a Controlling Shareholder.

"EPCM" means Engineering, Procurement, Construction and Management.

"ESG" means "Environment, Social, Governance". This is the Company's development strategy, which provides for transparency in management, concern for the environment and the people with whom the company comes into contact.

"EUR" means Euros, the lawful currency of the relevant member states of the European Union that have adopted the Euro as their currency.

"Eurallumina" means the alumina refinery located in Portoscuso, on the southwest coast of Sardinia, Italy. During the year ended 31 December 2006, the Group entered into an agreement with Rio Tinto Aluminium Ltd and acquired a 56.2% interest in Eurallumina, the remaining 43.8% interest in Eurallumina was owned by Glencore and was acquired by the Group as part of the acquisition of SUAL and Glencore Businesses during the year ended 31 December 2007.

"Euronext Paris" means the Professional Segment of Euronext Paris.

"EuroSibEnergo-Hydrogeneration" or **"En+ HYDRO"** means LLC En+ HYDRO (previous – LLC "EuroSibEnergo-Hydrogeneration"), a wholly-owned subsidiary of En+.

"Financial Settlement Centre" means Joint Stock Company "Financial Settlement Centre", the single settlement centre of the wholesale electricity and capacity market.

"financial year" means the financial year ended 31 December 2024.

"Forbes Russia's 2024 Top Employer Rating" means rating of the best employers 2024 according of Forbes Russia.

"Friguia" or **"Friguia Alumina Refinery"** means Friguia S.A., a company incorporated in Guinea, which is a wholly owned subsidiary of the Company.

"GBP" means Pounds Sterling, the lawful currency of the United Kingdom.

"Gcal" means this is an off-system unit of power measurement. Unit conversion of gigacalories per hour: 1 gigacalory per hour = 1,163 kilowatts.

"General Director" means the General Director of the Company.

"Glencore" means Glencore Plc, a public company incorporated under the laws of Jersey and listed on the London Stock Exchange, with a secondary listing on the Johannesburg Stock Exchange, which was an indirect Shareholder. With reference to the announcements of the Company dated 28 January 2019 and 3 February 2020, Glencore ceased to be a Shareholder on 3 February 2020.

"Group" or **"RUSAL Group"** or "**RUSAL"** means the Company and its subsidiaries from time to time, including a number of production, trading and other entities controlled by the Company directly or through its wholly-owned subsidiaries.

"GSM" means the general shareholders meeting, being the supreme management body of the Company.

"GTC" means method of dry cleaning of gases from fluoride compounds in gas cleaning plants.

"GWh" means gigawatts hours.

"Health, Safety and Environmental Committee" means the health, safety and environmental committee of the Board.

"HKD" means Hong Kong dollars, the lawful currency of Hong Kong.

"HKSE CG Code" means the corporate governance code setting out, among others, the principles of good corporate governance practices as set out in Appendix C1 to the HKSE Listing Rules (as amended from time to time).

"HKSE Listing Rules" means the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange (as amended from time to time).

"Honeywell MES" means Manufacturing Execution System Honeywell.

"Hong Kong" means the Hong Kong Special Administrative Region of the PRC.

"Hong Kong Companies Ordinance" means the Hong Kong Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (as amended from time to time).

"Hong Kong Stock Exchange" or "**HKSE"** means The Stock Exchange of Hong Kong Limited.

"IFRS" means the International Financial Reporting Standards.

"Indicated Mineral Resource" or **"Indicated"** means the part of a Mineral Resource for which tonnage, densities, shape, physical characteristics, grade and mineral content can be estimated with a reasonable level of confidence. It is based on exploration, sampling and testing information gathered through appropriate techniques from locations such as outcrops, trenches, pits, workings and drill holes. The locations are too widely or inappropriately spaced to confirm geological and/or grade continuity but are spaced closely enough for continuity to be assumed.

"Inferred" means a Mineral Resource for which tonnage, grade and mineral content can be estimated with a low level of confidence. It is inferred from geological evidence and assumed but not verified geological and/or grade continuity. It is based on information gathered through appropriate techniques from locations such as outcrops, trenches, pits, workings and drill holes which may be limited or of uncertain quality and reliability.

"**Interros"** means Interros International Investments Limited.

"IPO" means the initial public offering of the Company on the Hong Kong Stock Exchange and Euronext Paris.

"Irkutsk aluminium smelter" or **"IrkAZ"** means a branch of RUSAL Bratsk in Shelekhov.

"ISO 14001-2015" means Environmental management systems.

"ISO 45001-2018" means Management systems of occupational health and safety.

"ISO 50001" means quality management systems – requirements quality.

"ISO 9001" means quality management systems – requirements.

"JORC" means Joint Ore Reserves Committee of the Australasian Institute of Mining and Metallurgy, Australasian Institute of Geoscientists & the Minerals Council of Australia.

"JSC "IENC"" means Joint Stock Company "Irkutsk Electronetwork Company", a company controlled by En+ as to more than 50% of its issued share capital as at the Latest Practicable Date.

"JSC Irkutskenergo" or "**PJSC Irkutskenergo**" means Irkutsk Public Joint Stock Company of Energetics and Electrification, a power generating company controlled by En+ as to more than 30% of its issued share capital.

"JSC Kremniy" means a company incorporated under the laws of the Russian Federation and a subsidiary of the Company.

JSC "RUSAL SAYANAL" or **"SAYANAL"** or **"Sayanal"** or **"RUSAL SAYANAL"** means Joint-Stock Company RUSAL SAYANAL, a company incorporated under the laws of the Russian Federation, which is an indirect wholly-owned subsidiary of the Company.

"JSC Russian Aluminium" means Joint Stock Company "RUSSIAN ALUMINIUM", a company incorporated under the laws of the Russian Federation, which is an indirect wholly-owned subsidiary of the Company.

JSC "UC RUSAL TH" or **"RUSAL TH"** means Joint-stock company "United Company RUSAL Trading House", a company incorporated under the laws of the Russian Federation, which is an indirect wholly-owned subsidiary of the Company

JSC "Ural Foil" or "Ural Foil" means Joint-Stock Company "Ural Foil", a company incorporated under the laws of the Russian Federation, which is an indirect wholly-owned subsidiary of the Company.

"kA" means kilo-amperes.

"Kandalaksha aluminium smelter" means Kandalaksha Aluminium Smelter, a branch of RUSAL Ural, JSC, United Company RUSAL Kandalaksha Aluminium Smelter in Kandalaksha.

"Khakas aluminium smelter" or **"KhAZ"** means Closed Joint Stock Company "Khakas Aluminium Smelter", being merged with Sayanogorsk Aluminum Smelter since 30 July 2015.

"Kirkwine SML 161 license" means Special Mining Lease 161 for the development of deposits in Jamaica.

"KPIs" means key performance indicators.

"KraMZ" or ""**KraMZ" Ltd.**" means limited liability company "Krasnoyarsk metallurgical plant", a company incorporated under the laws of the Russian Federation and is controlled by En+ as to more than 30% of its issued share capital.

"KraMZ-Auto" means KraMZ-Auto LLC, a company incorporated under the laws of the Russian Federation.

"Krasnoyarsk aluminium smelter", "RUSAL Krasnoyarsk" or **"KrAZ"** means Joint Stock Company "RUSAL Krasnoyarsk Aluminium Smelter", a company incorporated under the laws of the Russian Federation, which is an indirect wholly-owned subsidiary of the Company.

"Krasnoyarskaya HPP" means JSC Krasnoyarsk Hydro-Power Plant, a hydroelectric power station controlled by En+ as to more than 30% of its issued share capital.

"kt" means kilotonnes.

"KUBAL" means Kubikenborg Aluminium AB, a company incorporated under the laws of Sweden, which is an indirect wholly-owned subsidiary of the Company.

"KUMZ JSC" or **"OAO KUMZ"** means Kamensk-Uralsky Metallurgical Works Joint Stock Company, a company incorporated under the laws of the Russian Federation.

"**kWh**" means kilowatt hour.

"Latest Practicable Date" means 28 March 2025, being the latest practicable date prior to the printing or publication of this Annual Report for ascertaining certain information in this Annual Report.

Limited Liability Company "RUSAL Taishet Aluminium Smelter", "RUSAL Taishet" LLC, "Taishet", "Taishet aluminium smelter", "TAZ" or **"TaAZ"** means Limited Liability Company "RUSAL Taishet Aluminium Smelter", a company incorporated under the laws of the Russian Federation, which is an indirect wholly-owned subsidiary of the Company.

"Limited Liability Company 'United Company RUSAL Ural Silicon'" or **"LLC RUSAL Silicon Ural"** means RUSAL Silicon Ural LLC (formerly SU-Silicon LLC), which is an indirect non-wholly owned subsidiary of the Company.

"Listing" means the listing of the Shares on the Hong Kong Stock Exchange.

"Listing Date" means the date on which the Shares were listed on the Hong Kong Stock Exchange, being 27 January 2010.

"LME" means the London Metal Exchange.

"LPR 1Y – **Loan Prime Rate (LPR)"** means the interest rate calculated by the LPR Administrator as the arithmetic mean of the interest rates on loans in Chinese Yuan provided by banks from the list approved by the LPR Administrator, according to which these banks are ready to lend to the most reliable borrowers, published monthly on the 20th or on another date determined by the LPR Administrator of each month around 9:30 a.m. Beijing time on the official website of the People's Bank of China on the page www.pbc.gov.cn/en/3688229/3688335/3883798/index.html and the National Interbank Funding Centre on the page www.chinamoney.com.cn/english/(in case of contradiction the first of the sites is used), with a maturity of one year.

"LTIFR" means the Lost Time Injury Frequency Rate which was calculated by the Group as a sum of fatalities and lost time injuries per 200,000 man-hours.

"**Main State Expertise**" means one of the main directions of state regulation in the field of architectural, urban planning and construction activities.

"Major Shareholders" means En+, SUAL Partners, Glencore (until it ceased to be a Shareholder on 3 February 2020) and Onexim (until it ceased to be a Shareholder on 16 January 2018).

"Major Shareholders' Shares" means the Shares held by the Major Shareholders and their respective wholly-owned subsidiaries.

"Management Company" or **"RUSAL Management Company"** means a subsidiary of the Group retained for accounting, general management, administration and secretarial functions.

"Market Council" means the Association Non-Profit Partnership Market Council, which is a non-commercial organisation formed as a result of a non-commercial partnership.

"Measured Mineral Resource" or **"Measured"** means Mineral Resource for which tonnage, densities, shape, physical characteristics, grade and mineral content can be estimated with a high level of confidence. It is based on detailed and reliable exploration, sampling and testing information gathered through appropriate techniques from locations such as outcrops, trenches, pits, workings and drill holes. The locations are spaced closely enough to confirm geological and grade continuity.

"Memorandum" means the memorandum of association of the Company conditionally adopted on 26 December 2009, and effective on the Listing Date, and subsequently amended on 22 November 2017, which was superseded by the Charter on 25 September 2020 after the Continuance.

"Mineral Resource" means a concentration or occurrence of material of intrinsic economic interest in or on the earth's crust in such form, quality and quantity that there are reasonable prospects for eventual economic extraction. The location, quantity, grade, geological characteristics and continuity of a Mineral Resource are known, estimated or interpreted from specific geological evidence and knowledge. Mineral Resources are sub-divided, in order of increasing geological confidence, into Inferred, Indicated and Measured categories.

"Model Code" means the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix C3 to the HKSE Listing Rules.

"MoEx Listing Rules" means the Rules Governing the Listing of Securities on the Moscow Exchange (as amended from time to time).

"Moscow Exchange" or **"MOEX"** means Public Joint-Stock Company "Moscow Exchange MICEX-RTS" (short name "Moscow Exchange").

"mt" means million tonnes.

"**MW**" means megawatt.

"**Na_2O**" means sodium oxide is a chemical combination with the formula Na_2O. It is used in ceramics and glass.

"Nadvoitsy aluminium smelter" or **"NAZ"** means a branch of RUSAL Ural JSC in Nadvoitsy, United Company RUSAL Nadvoitsy Aluminium Smelter.

"Net Debt" is calculated as Total Debt less cash and cash equivalents as at 31 December 2024.

"NO_x" means the collective name of nitrogen oxides NO and NO_2, formed in chemical reactions in the atmosphere and during burning.

"Norilsk Nickel" means PJSC "MMC "NORILSK NICKEL", a company incorporated under the laws of the Russian Federation.

"**Norilsk Nickel Group**" means PJSC "MMC "Norilsk Nickel" and its subsidiaries.

"North Urals" means JSC Sevuralboksitruda, a company incorporated under the laws of the Russian Federation, which is a wholly-owned subsidiary of the Company.

"Novokuznetsk aluminium smelter" or **"NkAZ"** or **"RUSAL Novokuznetsk"** means Joint Stock Company "RUSAL Novokuznetsk Aluminium Smelter", a company incorporated under the laws of the Russian Federation, which is an indirect wholly-owned subsidiary of the Company.

"OFAC" means the Office of Foreign Assets Control of the Department of the U.S. Treasury.

"OFAC Sanctions" means the designation by OFAC of certain persons and certain companies into the SDN List.

"OHSAS 18001" means Occupational Health and Safety Specification (OHSAS) 18001.

"Onexim" means Onexim Holdings Limited, a company incorporated under the laws of Cyprus. According to disclosure of interests notices filed with the Company on 21 February 2018 pursuant to Part XV of the SFO, Onexim sold its entire shareholding in the Company (which represented approximately 6% shareholding in the issued share capital of the Company) and ceased to be a Shareholder on 16 February 2018.

"**OPEX**" means Operating Expenditures.

"Ore Reserves" means the economically mineable part of a Measured and/or Indicated Mineral Resource. It includes diluting materials and allowances for losses, which may occur when the material is mined. Appropriate assessments and studies have been carried out, and include consideration of and modification by realistically assumed mining, metallurgical, economic, marketing, legal, environmental, social and governmental factors. These assessments demonstrate at the time of reporting that extraction could reasonably be justified. Ore Reserves are sub-divided in the order of increasing confidence into Probable Ore Reserves and Proved Ore Reserves.

"OVE" means Joint Stock Company "Otdeleniye Vremennoy Expluatatsii" which was an associate of En+.

"Paris Agreement on Climate" means an international treaty on climate change. Adopted in 2015, the agreement covers climate change mitigation, adaptation, and finance.

"PGMs" means platinum group metals.

"PM Krasnoturyinsk" means SUAL-PM-Krasnoturyinsk, a branch of LLC "SUAL-PM".

"**PRC**" or **"China"** means The People's Republic of China.

"Probable Ore Reserve" means the economically mineable part of an Indicated, and in some circumstances, a Measured Mineral Resource. It includes diluting materials and allowances for losses which may occur when the material is mined. Appropriate assessments and studies have been carried out, and include consideration of and modification by realistically assumed mining, metallurgical, economic, marketing, legal, environmental, social and governmental factors. These assessments demonstrate at the time of reporting that extraction could reasonably be justified.

"Prospectus" means the Company's prospectus for the Listing dated 31 December 2009. The Prospectus is available on the Company's website under the link https://rusal.ru/investors/info/docs/PROSPECTUS.pdf

"Proved Ore Reserve" means the economically mineable part of a Measured Mineral Resource. It includes diluting materials and allowances for losses which may occur when the material is mined. Appropriate assessments and studies have been carried out, and include consideration of and modification by realistically assumed mining, metallurgical, economic, marketing, legal, environmental, social and governmental factors. These assessments demonstrate at the time of reporting that extraction could reasonably be justified.

"QAL" means Queensland Alumina Limited, a company incorporated under the laws of Queensland, Australia, in which the Company indirectly holds a 20% equity interest.

"RA-550" means one of the world's most powerful electrolysers, developed by UC RUSAL. RA-550 consumes 10 to 15% less electricity compared to the electrolysers of previous generations, about 12.8kW per hour per kg.

"RA-800+" means the model of the electrolyser, developed by UC RUSAL. This is the most powerful electrolyser in the world with a unique bushing that allows to eliminate the influence of magnetic fields as much as possible.

"Recurring Net Profit" for any period means Adjusted Net Profit plus the Company's effective share of Norilsk Nickel's profits, net of tax.

"Registration Date" means 25 September 2020, the date when the Company was registered as an international public joint-stock company in the Unified State Register of Legal Entities of the Russian Federation, changed its jurisdiction of incorporation from Jersey to the Russian Federation, changed its corporate name from UC RUSAL Plc to UC RUSAL, IPJSC and when its Memorandum and Articles of Association governed by Jersey laws were superseded by the Charter.

"related party" of an entity means a party who is:

(a) directly, or indirectly through one or more intermediates, a party which:

i. controls, is controlled by, or is under common control with, the entity (this includes parents, subsidiaries and fellow subsidiaries);

ii. has an interest in the entity that gives it significant influence over the entity; or

iii. has joint control over the entity;

(b) an associate of the entity;

(c) a joint venture in which the entity is a venturer;

(d) a member of the key management personnel of the entity or its parent;

(e) a close member of the family of any individual referred to in (a) or (b) above;

(f) an entity that is controlled, jointly controlled or significantly influenced by, or for which significant voting power in such entity resides with, directly or indirectly, any individual referred to in (d) or (e) above;

(g) a post-employment benefit plan for the benefit of employees of the entity, or of any entity that is a related party of the entity.

"related party transaction" means a transfer of resources, services or obligations between related parties, regardless of whether the price is charged.

"Relevant Officer" means any employee of the Company or a director or employee of a subsidiary of the Company.

"Relevant Officers Code" means the code for Securities Transactions by Relevant Officers of the Company.

"Remuneration Committee" means the remuneration committee established by the Board.

"Review Period" means the period commencing from 1 January 2024 and ending on 31 December 2024.

"RF" means the Russian Federation.

"Rheinfelden Semis" means one of the leading manufacturers of aluminium semi-finished products in Germany.

"Risk Map" means a systematic list of all risks of the Company with a description of each risk, probability of its occurrence, financial assessment of the risk, consequences of its occurrence, responsible persons and risk control procedures.

"RUB" or **"Ruble"** means Rubles, the lawful currency of the Russian Federation.

"RUS-Engineering" means RUS-Engineering LLC, a company incorporated under the laws of the Russian Federation, which is an indirect wholly-owned subsidiary of the Company.

""RUSAL-Sayana Foil" LLC" or **"Sayana Foil"** means Limited Liability Company "RUSAL Sayana Foil", a company incorporated under the laws of the Russian Federation, which is an indirect wholly-owned subsidiary of the Company.

"RUSAL ARMENAL" CJSC or **"RUSAL ARMENAL"** or **"ARMENAL"** means Closed Joint Stock Company "RUSAL ARMENAL", an indirect wholly-owned subsidiary of the Company.

"RUSAL ETC" means Limited Liability Company "RUSAL Engineering and Technology Centre", which is an indirect wholly-owned subsidiary of the Company.

"RUSAL Global" or "**RUSAL Global Management B.V.**" means RUSAL Global Management B.V., a company incorporated under the laws of the Netherlands, an indirect wholly-owned subsidiary of the Company.

"RUSAL RESAL LLC" means Limited Liability Company "RUSAL RESAL", a company incorporated under the laws of the Russian Federation, which is an indirect wholly-owned subsidiary of the Company.

"RUSAL Ural JSC" means Joint Stock Company "United Company RUSAL Ural Aluminium", formerly known as JSC "Siberian-Urals Aluminium Company" (official short name JSC "SUAL"), a company incorporated under the laws of the Russian Federation, an indirect wholly-owned subsidiary of the Company.

"RusHydro" means PJSC "RusHydro" ("Public Joint-Stock Company Federal Hydro-Generating Company – RusHydro"), a company incorporated under the laws of the Russian Federation, which is an independent third party of the Company.

"**Russian CG Code**" means the corporate governance code approved by the board of directors of the Bank of Russia on 21 March 2014.

"R&D" means research and development or the research and development centres operated by the Company, as the context requires.

"Samruk-Energo" means Samruk-Energo, a company incorporated under the law of Kazakhstan, which is an independent third party of the Company.

"Samruk-Kazyna" means the Kazakhstan state controlled national welfare fund.

"Sayanogorsk aluminium smelter", JSC "RUSAL Sayanogorsk" or **"SAZ"** means Joint Stock Company "RUSAL Sayanogorsk", a company incorporated under the laws of the Russian Federation, which is an indirect wholly-owned subsidiary of the Company.

"SDN List" means the Specially Designated Nationals List published by OFAC. U.S. persons are generally prohibited from dealing with assets of persons designated in the SDN List which are subject to the U.S. jurisdiction, subject to certain exemptions and exclusions set out in licenses issued by OFAC.

"SFO" means the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (as amended from time to time).

"Share(s)" means ordinary share(s) with nominal value of RUB0.656517 each in the share capital of the Company.

"Shareholder(s)" means the holders of Shares.

"Shareholders' Agreement between Major Shareholders only" means the shareholders' agreement dated 22 January 2010 between the Major Shareholders.

"Shareholders' Agreement with the Company" means the shareholders' agreement dated 22 January 2010 between the Major Shareholders and the Company.

"Shareholding Changes in 2018" means the following changes to the shareholding in the Company which has been notified to the Company:

According to disclosure of interests notices filed with the Company on 21 February 2018 pursuant to Part XV of the SFO, Onexim sold its entire shareholding in the Company (which represented approximately 6% shareholding in the issued share capital of the Company) and ceased to be a Shareholder on 16 February 2018.

"Shareholding Changes in 2019" means the following change to the shareholding in the Company which has been notified to the Company:

En+ announced in its press release dated 28 January 2019 that it had entered into a securities exchange agreement and certain other related agreements with certain subsidiaries of Glencore pursuant to which Glencore shall transfer 8.75% of Shares to En+ (of which En+ announced on 1 February 2019 that approximately 2% had been transferred, and En+ announced on 3 February 2020 that the remaining 6.75% had been transferred) in consideration for En+ issuing new global depositary receipts to Glencore representing approximately 10.55% of the then enlarged share capital of En+.

Based on the disclosure of interests notice filed with the Company, the interests of Glencore decreased to approximately 6.78% in the issued share capital of the Company on 31 January 2019. The Company understands that this was due to the transfer of approximately 2% Shares pursuant to the aforementioned securities exchange agreement following the removal of En+ from the SDN List on 27 January 2019.

Based on the disclosure of interests notice filed with the Company, the interests of En+ increased to approximately 56.88% in the issued share capital of the Company on 3 February 2020.

"SO_2" means sulphur oxide (IV) (sulphur dioxide, sulphur dioxide, sulphur dioxide, sulphur dioxide) is a compound of sulphur with oxygen of the composition SO2. Under normal conditions, it is a colourless gas with a characteristic pungent odour (the smell of a burning match). It is toxic in high concentrations.

"South Ural Cryolite Plant" or **"Cryolite"** means Joint-Stock Company "South Ural Cryolite Plant", an indirect non wholly-owned subsidiary of the Company.

"SUAL Partners" means SUAL Partners Limited, a company incorporated under the laws of the Bahamas as SUAL Partners Limited and continued in the Russian Federation as an international company in accordance with the procedure established by the laws of the Russian Federation, in accordance with the Federal Law of the Russian Federation "On International Companies and International Funds", which is a Substantial Shareholder of the Company.

"**SUAL-PM**" or **"LLC 'SUAL-PM'"** means SUAL-PM LLC, which is an indirect wholly-owned subsidiary of the Company.

"Substantial shareholder(s)" has the meaning ascribed to such expression under the HKSE Listing Rules.

"Term SOFR" means the Term SOFR reference rate administered by CME Group Benchmark Administration Limited (or any other person which takes over the administration of that rate) for the relevant period published by CME Group Benchmark Administration Limited (or any other person which takes over the publication of that rate).

"Timan Bauxite" means Joint Stock Company "Boksit Timana", a company incorporated under the laws of the Russian Federation, which is a non-wholly owned subsidiary of the Company.

"total attributable alumina output" is calculated based on pro rata share of the Group's ownership in corresponding alumina refineries.

"total attributable bauxite output" is calculated based on pro rata shares of the Group's ownership in corresponding bauxite mines and mining complexes, including the total production of Timan and Bauxite Co. De Guyana., notwithstanding that minority interests in these subsidiaries are held by third parties.

"Total Debt" means the Company's loans and borrowing at the end of the relevant reporting period.

"tpa" means tonnes per annum.

"TRIZ" means a set of methods for solving problems and improving systems. With its help, it is possible to increase efficiency and improve abilities in solving complex problems, while using a creative approach, developing imagination and flexible thinking.

"TSA" means the Joint-Stock Company "Trading System Administrator of Wholesale Electricity Market Transactions", a commercial operator and facilitator of transactions which matches suppliers and customers.

"UC RUSAL Anode Plant LLC" means Limited Liability Company United Company RUSAL Anode Plant, a company incorporated under the laws of the Russian Federation, which is an indirect wholly-owned subsidiary of the Company.

"UN Global Compact" means the international corporate social responsibility and sustainability initiative by the United Nations.

"Urals aluminium smelter", **"Urals Alumina Refinery"**, **"UAZ"** means Urals Aluminium Smelter, a branch of RUSAL Ural JSC.

"US" or **"U.S."** means the United States of America.

"USD" or **"US dollar"** means United States dollars, the lawful currency of the US.

"U.S. Treasury" means the Treasury of the US.

"VAP" means value added products. VAP include wire rod, foundry alloys, billets, slabs, high purity and other VAP.

"VAT" means value-added tax.

"Volgograd aluminium smelter" or **"VgAZ"** means a branch of RUSAL Ural JSC in Volgograd, United Company RUSAL Volgograd Aluminium Smelter.

"Wholesale Market Rules" means the Rules approved by the Government of the Russian Federation (as amended from time to time) and establishing the legal basis for functioning of the wholesale electricity and capacity market in the Russian Federation, including regulation of relations associated with turnover of electric energy and capacity on the market, which was approved by the Government of the Russian Federation dated 27 December 2010 No 1172.

"Windalco" means West Indies Alumina Company, a company incorporated under the laws of Jamaica, which is an indirect wholly-owned subsidiary of the Company.

"Working Capital" means trade and other receivables and inventories less trade and other payables.

Appendix A

Principal terms of the Shareholders' Agreement with the Company

Appendix A

Principal terms of the Shareholders' Agreement with the Company

The principal terms of the Shareholders' Agreement with the Company are described below. Unless otherwise stated, references to En+, SUAL Partners, Glencore and Onexim are deemed to include reference to other entities controlled by those Major Shareholders (other than any member of the Group).

Right of first refusal — bauxite, alumina, aluminium

The Major Shareholders must offer the Company a right of first refusal in respect of any assets or development opportunities related to the production of bauxite, alumina or aluminium ("**Industrial Assets**") that they wish to acquire where such Industrial Asset or a group of related Industrial Assets has a value in excess of an amount determined by reference to the prevailing LME (high grade premium aluminium three month offer side) price of aluminium at the time of the proposed acquisition. If that LME price is USD1,500 per tonne or less then the trigger value is USD500 million, if it is USD4,500 or more then the trigger price is USD1 billion and if it is between these two prices then the trigger price is prorated on a straight line basis.

Each Major Shareholder must disclose to the Company any opportunity which has come to their (or their associates') respective attentions to acquire Industrial Assets of whatever value.

Relationship between the Company and the Major Shareholders

Each Major Shareholder must ensure that any contract between it or any of its associates and any member of the Group is entered into on an arms' length commercial basis and on terms that are not unfairly prejudicial to the interests of any Major Shareholder or the Group.

If there is a dispute between a Major Shareholder or any of its associates and the Company, that Shareholder will not, and will procure that any Directors appointed by it will not, do anything to prevent or hinder the Company's handling of the dispute.

The Major Shareholders agree to act in good faith in relation to the Group and in a manner that is not unfairly prejudicial to the interests of the Shareholders generally, and that the Group will be operated in accordance with the corporate governance standards set out in the HKSE CG Code.

Termination for particular Shareholders

Under the Shareholders' Agreement, upon any Major Shareholder ceasing to hold at least 3% of the total Shares in issue, for whatever reason, it shall lose all of its rights and obligations under the Shareholders' Agreement with the Company.

Effect of Shareholding Changes

As a result of the Shareholding Changes in 2018, the Shareholders' Agreement with the Company has terminated in respect of Onexim from the date it ceased to be a Shareholder on 16 January 2018 and Onexim ceased to have any rights or obligations under the Shareholders' Agreement with the Company.

As a result of the Shareholding Changes in 2019, the Shareholders' Agreement with the Company has terminated in respect of Glencore from the date it ceased to be a Shareholder on 3 February 2020 and Glencore ceased to have any rights under the Shareholders' Agreement with the Company.

Appendix B

Principal terms of the Shareholders' Agreement between Major Shareholders only

Appendix B

Principal terms of the Shareholders' Agreement between Major Shareholders only

The principal terms of the Shareholders' Agreement between Major Shareholders only are described below. Unless otherwise stated, references to En+, SUAL Partners, Glencore and Onexim are deemed to include reference to other entities controlled by those Major Shareholders (other than any member of the Group).

Board of the Company

For as long as En+ holds at least 30% of the Major Shareholders' Shares, the Major Shareholders have agreed to use their respective voting and other rights to procure, so far as they are able, that the Board shall consist of a minimum of 16 and a maximum of 18 Directors and that Directors proposed for nomination or removal under the Articles of Association or otherwise by the shareholders of the Company will be appointed to or removed from the Board to achieve the following:

- For as long as En+ holds at least 40% of the Major Shareholders' Shares, Directors representing at least 50% of the Board shall be Directors proposed by En+ (excluding independent Directors), one of whom shall be the Vice Chairman of the Board. For as long as En+ holds at least 30% of the Major Shareholders' Shares, En+ shall have the right to nominate for appointment and removal the CEO. The appointment of the CEO will be subject to approval by a majority of the Board and the Board will retain the ability to remove the CEO. The number of Directors (other than independent Directors) that En+ is entitled to propose for nomination to and removal from the Board shall reduce by one for as long as its shareholding, as a percentage of the Major Shareholders' Shares, is between 35% and 40%, and by two for as long as such percentage is between 30% and 35%. In addition, En+ shall be entitled to propose for nomination and removal two independent Directors for as long as it holds at least 40% of the Major Shareholders' Shares and one independent Director for as long as that percentage remains between 10% and 40%. En+ shall have the right to veto the appointment of any independent Director nominated by SUAL Partners on the grounds set out in the Shareholders' Agreement among Major Shareholders only.
- For as long as SUAL Partners holds at least 8.6% of the total Shares in issue (or such lesser percentage as results from dilution on a further share issue), SUAL Partners shall have the right to propose for nomination and removal three Directors, one of whom shall be independent, and to veto the appointment of any independent Director nominated by En+ on the grounds set out in the Shareholders' Agreement among Major Shareholders only.
- For as long as En+ holds less than 30% of the Major Shareholders' Shares, the Major Shareholders have agreed to use their respective voting and other rights to procure, so far as they are able, that the Board shall consist of between 15 and 19 directors comprising:
  - four independent Directors, to be nominated in accordance with the rights of proposal of En+ and SUAL Partners described above (if relevant) and, to the extent required, by the Corporate Governance and Nomination Committee; and
  - directors (other than independent Directors) who shall be proposed for nomination and removal by the Major Shareholders in proportion to their respective holdings of Shares from time to time.

Boards of Subsidiaries

The Major Shareholders have agreed to use their respective voting and other rights to procure, so far as they are able, that the Directors proposed for nomination or dismissal by the shareholders of the Company will be appointed to or removed from the boards of the Agreed Subsidiaries to achieve the following:

- The board of each of RUSAL Global Management B.V. and RUSAL America Corp. shall comprise:
  - four directors proposed by En+, for as long as the shareholding of En+ as a percentage of the Major Shareholders' Shares is at least 40%, provided that the number of directors to be proposed by En+ shall be three where such percentage is between 30% and 40%, shall be two where it is between 20% and 30% and shall be one where it is less than 20%; and
  - one director proposed by SUAL Partners, for as long as in each case SUAL Partners holds at least 8.6% of the total Shares in issue (or such lesser percentage as results from dilution on a further share issue).
- The board of each other Agreed Subsidiary shall comprise:
  - three directors proposed by En+ for as long as the shareholding of En+ as a percentage of the Major Shareholders' Shares is at least 40%, provided that the number of directors to be proposed by En+ shall be two where such percentage is between 20% and 40% and shall be one where it is less than 20%; and
  - one director proposed by SUAL Partners, for as long as SUAL Partners holds at least 8.6% of the total Shares in issue (or such lesser percentage as results from dilution on a further share issue).

Committees of the Board

The Major Shareholders have agreed to procure, so far as they are able, that certain committees of the Board are to be established, as follows:

- An audit committee, remuneration committee and corporate governance and nomination committee, each to be established in accordance with the requirements of the HKSE CG Code.
- A health, safety and environmental committee, whose composition, functions and terms of reference are to be determined from time to time by the Board, a marketing committee and a standing committee.

Summaries of the functions of these committees are set out in "Corporate Governance Report".

Veto rights

- The Major Shareholders have agreed to exercise their voting rights with a view to giving the Major Shareholders effective veto rights as set out below, by procuring that Directors proposed by them for appointment vote against any resolution in respect of which a Major Shareholder has exercised its "veto":
- Each of En+ and SUAL Partners is given a right of veto in relation to any related party transaction (or amendment to or renewal of an existing related party transaction).
- Each of En+ and SUAL Partners is given a right of veto in respect of any matter proposed to be undertaken by the Company or any of its subsidiaries which would require a special resolution were the Company or the relevant subsidiary incorporated in England and Wales (e.g., alteration of Articles of Association; change

of name; re-registration of a private company as a public company; re-registration of an unlimited company as limited; re-registration of a public company as a private company; offer to issue shares or rights to subscribe for shares other than pro rata to existing shareholders by disapplying statutory pre-emption rights; reduction of share capital; to give, revoke, renew or vary the authority for the Company to purchase (off market) shares in itself; and to redeem or purchase own shares out of capital).

- The Company does not believe that these veto rights will have any material impact on the operation of the Company.

Matters inconsistent with the Shareholders' Agreement between Major Shareholders only

The Major Shareholders have agreed that they shall use their voting and other rights available to them to procure that no resolutions are passed or actions taken or refrained from being taken by the Company or any other member of the Group to the extent that they would be inconsistent with the terms of the Shareholders' Agreement between Major Shareholders only.

KraMZ/OAO KUMZ supply agreements and agreements with Glencore

The Major Shareholders have agreed to use their voting and other rights available to them to procure that all Board and shareholder approvals and resolutions which are required under the HKSE Listing Rules in respect of the supply agreement entered into between the Group and OAO KUMZ, and the supply agreement entered into between the Group and KraMZ group companies, a group of companies are passed in accordance with those laws and rules.

If the entry into, amendment of or exercise of any rights under any agreements between the Group and Glencore approved by the Board require shareholder approval under the HKSE Listing Rules, the Major Shareholders have agreed to use their voting and other rights available to them to procure that such approvals and resolutions are passed in accordance with those laws and rules.

Dividend policy

The Major Shareholders have agreed to procure compliance by the Group with a dividend policy, to the extent permissible under the terms of the credit facility agreements, under which not less than 50% of the annual consolidated net profits of the Group in each financial year are distributed to Shareholders within four months after the end of the relevant financial year, subject to any applicable legislation.

Rights of first refusal — SUAL Partners Shares

- Subject to certain exceptions, if SUAL Partners wishes to sell any of its holding of Shares in an on market transaction, it must serve notice on En+, offering it a right of first refusal. The price at which En+ will be entitled to acquire the Shares offered by SUAL Partners is the volume weighted average price per Share for the three trading days prior to the date on which the relevant notice is sent by SUAL Partners.
- SUAL Partners will not be obliged to offer En+ a right of first refusal in respect of Shares sold by it to the extent that:
  - the aggregate number of Shares sold in any one trading day by SUAL Partners does not exceed 20% of the daily average trading volume for the 30 trading days immediately preceding that trading day; and
  - the aggregate number of Shares sold within the above limits does not in any period of four months exceed 0.5% of the total Shares in issue at the time of the relevant sale.

Share placing

To the extent that the Company proposes to undertake a bookbuild placing or underwritten offering of Shares of in excess of 1% of the issued share capital of the Company, the Major Shareholders have agreed to use their voting and other rights to procure that the Major Shareholders are also entitled to sell a pro rata proportion of their Shares as part of such placing or offering.

No mandatory offer

The Major Shareholders have agreed not to acquire or dispose of any voting rights which would be exercisable at a general meeting of the Company, if such acquisition or disposal would trigger a mandatory obligation under the Hong Kong Codes on Takeovers and Mergers and Share Repurchases to make an offer for Shares and have undertaken to indemnify each other in the event of a breach of such undertaking.

Termination for particular shareholders

The Shareholders' Agreement between Major Shareholders only shall terminate in respect of the relevant Major Shareholder in the following circumstances:

- Upon SUAL Partners ceasing to hold at least 8.6% of the total Shares in issue (or such lesser percentage as results from dilution on a further share issue) SUAL Partners (as the case may be) shall lose their rights to propose Directors for nomination to the Board, and upon such shareholdings falling below 50% of the relevant minimum shareholding stated above they shall lose their respective veto rights as described above.
- Upon En+ ceasing to hold at least 8.6% of the total Shares in issue (or such lesser percentage as results from dilution on a further share issue), it shall lose any rights to propose Directors for nomination to the Board, and upon such shareholding falling below 50% of the relevant minimum shareholding stated above, it shall lose its veto rights as described above.
- Upon any Major Shareholder ceasing to hold at least 3% of the total Shares in issue, for whatever reason, it shall lose all of its rights and obligations under the Shareholders' Agreement between Major Shareholders only.

Effect of Shareholding Changes

As a result of the Shareholding Changes in 2018, the Shareholders' Agreement between Major Shareholders only has terminated in respect of Onexim from the date it ceased to be a Shareholder on 16 January 2018 and Onexim ceased to have any rights or obligations under the Shareholders' Agreement between Major Shareholders only.

As a result of the Shareholding Changes in 2019, the Shareholders' Agreement between Major shareholders only has terminated in respect of Glencore from the date it ceased to be a Shareholder on 3 February 2020 and Glencore ceased to have any rights under the Shareholders' Agreement between Major Shareholders only.

Appendix C

Report on Compliance with the Russian Corporate Governance Code

17

Appendix C

Report on Compliance with the Russian Corporate Governance Code

This Report on Compliance with the Russian Corporate Governance Code, recommended for implementation by the Letter of the Bank of Russia dated 04 April 2014 No. 06-52/2463 (hereinafter – the "Code" or "Corporate Governance Code of the Bank of Russia") was considered by the Board of Directors of United Company RUSAL, international public joint-stock company (the "Company") during the Board of Directors Meeting dated 18 April 2025 (Minutes of the Meeting of the Board of Directors No. 250401 dated 18 April 2025).

The Board of Directors believes that the Company currently complies with the majority of principles and recommendations of the Corporate Governance Code of the Bank of Russia Code. The Board of Directors confirms that the data provided in the present report contain complete and accurate information on the Company's compliance with the Governance Code of the Bank of Russia for 2023.

Most of the cases when the criteria are partially met or not met result, inter alia, from the fact that the Company was registered as an international company in accordance with the Federal Law No. 290-FZ "On international Companies and International Funds" dated 03.08.2018 on 25 September 2020 (hereinafter – the "Registration Date"). Taking into account the need to achieve a balance and compliance with all the requirements applicable to the Company whose shares are traded simultaneously on the Moscow and Hong Kong stock exchanges, the assessment, development and implementation of a number of documents and practices requires additional time to assess a range of circumstances in dynamics of development. Explanation of the key reasons, factors and (or) circumstances due to which the Company does not comply or does not fully comply with the principles of corporate governance enshrined in the Russian CG Code, a description of the mechanisms and tools of corporate governance that are used by the Company instead of those recommended by the Russian CG Code, the planned (proposed) actions and measures to improve the model and practice of corporate governance are contained below in the 5th column of the table of the present report.

The compliance assessment against the recommendations of the CG Code is presented below using the form of a report on compliance with the principles and recommendations of the Corporate Governance Code template included in the Bank of Russia's Letter No. IN-06-28/102 dated 27 December 2021 "On disclosure in the annual report of a public joint stock company of a report on compliance with the principles and recommendations of the Corporate Governance Code" and follows the filling out guidelines described in the letter. The result is based on self-assessment, taking into account the existing integrated data on the Company's approach to incorporating Russian CG Code requirements and the reasons for non-compliance (following the "comply or explain" principle).

The Company confirms its commitment to high standards of corporate governance.

No.	Corporate governance principles	Criteria for evaluating compliance with the corporate governance principle	Status of compliance with the corporate governance principle	Comments
1	2	3	4	5
1.1	The company will ensure equal and fair treatment of all shareholders when they exercise their right to participate in the management of the company.			
1.1.1	The company creates the most favourable conditions for the shareholders to participate in the general meeting, conditions for the development of a reasonable position on the issues on the agenda of the general meeting, coordination of their actions, as well as the opportunity to express their opinion on the issues under consideration.	1. The company provides an available means of communication with the company, such as a "hotline", e-mail or a forum in Internet, which allows the shareholders to express their opinions and send questions regarding the agenda in the course of the preparation for the general meeting. These methods of communication were organised and provided as available to shareholders by the company in the process of preparation of each general meeting held during the reporting period.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
1.1.2	The procedure for notification of the general meeting and submission of materials for the general meeting provides the shareholders with the opportunity to properly prepare for the participation in the general meeting.	1. During the reporting period, the notice of the general meeting of shareholders is disclosed (published) on the company's website not later than 30 days prior to the date of the general meeting, unless longer period provided by law. 2. The notice of the meeting indicates the documents required for the access to the premises. 3. The shareholders were provided with access to the information on who had proposed the issues on the agenda and who had nominated candidates to the company's board of directors and the company's internal audit commission (if its creation is required by the charter of the company).	☐ Compliant ☑ Partially compliant ☐ Non-compliant	Criterion 1 is not met. Notice of the general meeting of shareholders is disclosed (published) in accordance with the provisions of the Company's Charter and the applicable requirements of the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange (the "HKSE Listing Rules"), by virtue whereof, the recommendation to publish a notice of the general meeting of shareholders on the Company's website no later than 30 days before the date of holding such a meeting is not always possible. During the reporting period, the Company held five general meetings of shareholders – the annual general meeting of shareholders on 27 June 2024 (the "AGM") and three extraordinary general meetings of shareholders on 02 February 2024 (hereinafter – the "EGM 1"), 26 September 2024 (hereinafter – the "EGM 2") and 30 September 2024 (the "EGM 3"). The Notice of the AGM was disclosed (published) on the Company's website on 04 June 2024, i.e. 23 days prior to the date of the AGM. The notice of the EGM 1 was disclosed (published) on 12 December 2023, i.e. 52 days before the EGM 1. The notice of the EGM 2 was disclosed (published) on 03 September 2024, i.e. 23 days before the EGM 2. The notice of the EGM 3 was disclosed (published) on 06 September 2024, i.e. 24 days before the EGM 3. Criteria 2 and 3 are fully met.

No.	Corporate governance principles	Criteria for evaluating compliance with the corporate governance principle	Status of compliance with the corporate governance principle	Comments
1.1.3	During the preparation and holding of the general meeting, the shareholders had the opportunity to freely and timely receive information on the meeting and materials for the meeting, put questions to the company's executive bodies and the members of the company's board of directors, and communicate with each other.	1. During the reporting period, the shareholders were given the opportunity to put questions to the members of the company's executive bodies and the members of the company's board of directors in preparation of and during the general meeting. 2. The position of the board of directors (including the separate opinions included in the minutes, if there are any) on each item on the agenda of the general meetings held during the reporting period was included in the materials for the general meeting. 3. The company provided the eligible shareholders with access to the list of persons entitled to participate in the general meeting, starting from the date of its receipt by the company, in all cases of holding general meetings in the reporting period.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
1.1.4	The exercise of the shareholder's right to request the convening of the general meeting, to nominate candidates for the management bodies and to make proposals for the inclusion in the agenda of the general meeting was not associated with unjustified difficulties.	1. The company's charter stipulates a deadline for submission of proposals for the inclusion in the agenda of the annual general meeting by shareholders, which is within at least 60 days after the end of the relevant calendar year. 2. In the reporting period, the company did not refuse to accept proposals for the agenda or candidates for the company's bodies due to typos and other insignificant shortcomings in the shareholder's proposal.	☐ Compliant ☑ Partially compliant ☐ Non-compliant	Criterion 1 was not met, because the Company's Charter stipulates a deadline for shareholders to make proposals for inclusion on the agenda of the annual general meeting similar to the term, prescribed by para 1 article 53 of the Federal Law dated 26 December 1995 No. 208-FZ "On Joint-Stock Companies" (the "JSC Law"). Criterion 2 was fully met.
1.1.5	Each shareholder had the opportunity to freely exercise the right to vote in the simplest and most convenient way.	1. The company's charter provide the possibility to fill in the electronic form of the ballot on the Internet site, the address of which is specified in the notice of the general meeting of shareholders.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	

No.	Corporate governance principles	Criteria for evaluating compliance with the corporate governance principle	Status of compliance with the corporate governance principle	Comments
1.1.6	The procedure established by the company for conducting the general meeting provides an equal opportunity for all persons present at the meeting to express their opinions and ask questions.	1. When holding general meetings of shareholders in the form of a meeting (physical presence of shareholders) during the reporting period, sufficient time was provided for reports on the issues on the agenda and for discussing these issues and shareholders were given the opportunity to express their opinions and ask questions about the agenda. 2. Candidates for the company's management and control bodies were invited and all necessary measures have been taken to ensure their participation in the general meeting of shareholders, at which their candidacies were put to the vote. Candidates for the company's management and control bodies, participated in the general meeting of shareholders, were available to answers the questions from shareholders. 3. The sole executive body, the person responsible for accounting, the chairman or other members of the audit committee of the board of directors were available to answer the questions from shareholders at general meetings of shareholders held during the reporting period. 4. During the reporting period, the company used telecommunication means to ensure remote access of the shareholders to participate in the general meetings or the board of directors made a reasonable decision on the absence of the need (possibility) to use such means in the reporting period.	☐ Compliant ☑ Partially compliant ☐ Non-compliant	During the reporting period Criteria 1, 2 and 4 were fully met. Criterion 3 is partially met, because the person responsible for accounting was not available at all three general meetings of the Company's shareholders held during the reporting period.
1.2	The shareholders are given an equal and fair opportunity to share the company's profits by receiving dividends.			
1.2.1	The company developed and implemented a transparent and comprehensible mechanism for determining the amount of dividends and their payment.	1. The regulations on dividend policy was adopted by the company, approved by the board of directors and disclosed on the company's Internet site. 2. If the company prepares consolidated financial statements and its dividend policy uses the results of the company's financial statements to determine the amount of dividends, the relevant provisions of the dividend policy take into account the consolidated results of financial statements. 3. The substantiation of the proposed distribution of net profit, including the payment of dividends and the company's own needs, and the assessment of its compliance with the dividend policy adopted by the company, with explanations and economic substantiation of the need to distribute a certain portion of net profit to its own were included in the materials for the general meeting of shareholders, the agenda of which includes an item on profit distribution (including the payment (declaration) of dividends) during the reporting period.	☐ Compliant ☑ Partially compliant ☐ Non-compliant	Criteria 1 and 2 were fully met. Criterion 3 was not met.

No.	Corporate governance principles	Criteria for evaluating compliance with the corporate governance principle	Status of compliance with the corporate governance principle	Comments
1.2.2	The company does not make a decision to pay dividends if such decision, formally not violating the restrictions established by law, is economically unjustified and may lead to misrepresentation of the company's activities.	1. The company's regulations on dividend policy, in addition to the restrictions imposed by law, defines financial/economic circumstances under which the company will not decide on the payment of dividends.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
1.2.3	The company acts without prejudice to the dividend rights of the existing shareholders.	1. In the reporting period, the company acted without prejudice to the dividend rights of the existing shareholders.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
1.2.4	The company seeks to exclude the use by its shareholders of other methods of obtaining profit (income) at the company's expense, in addition to dividends and liquidation value.	1. The other methods of obtaining profit (income) at the expense of the company by persons controlling the company other than dividends (for example, through transfer pricing, unjustified provision of services to the company by the controlling person at inflated prices, through internal loans substituting for dividends to the controlling person and (or) his controlled persons) were not used during the reporting period.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
1.3	The corporate governance system and practice ensure equal conditions for all shareholders holding shares of the same category (type), including minority shareholders and foreign shareholders, and equal treatment of them by the company.			
1.3.1	The company created conditions for fair treatment of each shareholder by the company's management bodies and controlling persons, including conditions that ensure the prohibition of abuse by major shareholders in relation to minority shareholders.	1. During the reporting period, the company's controlling persons did not abuse the rights with respect to the company's shareholders, and there were no conflicts between the company's controlling persons and the company's shareholders, and the board of directors paid appropriate attention to such incidents, if any.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
1.3.2	The company does not take actions that lead or may lead to an artificial redistribution of corporate control.	1. Quasi-treasury shares did not exist or did not participate in voting during the reporting period.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	

No.	Corporate governance principles	Criteria for evaluating compliance with the corporate governance principle	Status of compliance with the corporate governance principle	Comments
1.4.	Shareholders are provided with reliable and effective methods of accounting for the rights to shares, as well as the possibility of free disposal of their shares without any hindrance			
1.4.1	Shareholders are provided with reliable and effective methods of accounting for the rights to shares, as well as the possibility of free disposal of their shares without any hindrance.	1. The technologies and terms of services used by the company's registrar meet the needs of the company and its shareholders, ensure the keeping of records of rights to shares and the realisation of shareholder rights in the most effective way.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
2.1	The board of directors carries out strategic management of the company, determines the main principles and approaches to the organisation of the risk management and internal control system in the company, exercises control over the activities of the company's executive bodies, and performs other key functions.			
2.1.1	The board of directors is responsible for making decisions related to the appointment and dismissal of executive bodies, including in connection with the improper performance of their duties. The board of directors also monitors that the company's executive bodies act in accordance with the company's approved development strategy and main activities.	1. The board of directors has the powers stipulated in the Charter to appoint, dismiss and determine the terms and conditions of contracts with respect to members of the executive bodies. 2. During the reporting period, the nomination (appointments, human resources) committee reviewed the compliance of the professional qualifications, skills and experience of the members of the executive bodies with the current and expected needs of the company, dictated by the approved strategy of the company. 3. During the reporting period, the board of directors reviewed the report(s) of the sole executive body and the collegiate executive body (if any) on the implementation of the company's strategy.	☐ Compliant ☑ Partially compliant ☐ Non-compliant	Criterion 1 is partially met. The Company's sole executive body of the Company (the General director) manages day-to-day activity. In accordance with the Charter of the Company, approved by more than 90% of the votes of shareholders, the General director of the Company is appointed by the decision of the general meeting of shareholders of the Company. In accordance with the Company's Charter, the Board of Directors determines the terms of a contract with the sole executive body. The applicable approach is fully compliant with applicable law. Criterion 2 is partially met. The management of the Company's day-to-day activities is performed by the sole executive body of the Company (General director). The General director's professional qualifications, skills and experience are assessed by means of the General director's KPI targets achievement assessment conducted by the remuneration committee and the board of directors on an annual basis. Criterion 3 is partially met. The Board of Directors regularly reviewed the reports of the General director on the company's activities, containing, among other things, information on the achievement of the company's strategic goals. At the same time, during the reporting period, the Board of Directors did not review a separate report on the implementation of the Company's strategy.

No.	Corporate governance principles	Criteria for evaluating compliance with the corporate governance principle	Status of compliance with the corporate governance principle	Comments
2.1.2	The board of directors sets the main guidelines for the company's long-term activities, evaluates and approves the company's key performance indicators and main business goals, evaluates and approves the company's strategy and business plans for its main activities.	1. During the reporting period, the board of directors considered issues related to the implementation and updating of the strategy, the approval of the company's financial and economic plan (budget), as well as the review of the criteria and indicators (including interim ones) for the implementation of the company's strategy and business plans.	☐ Compliant ☑ Partially compliant ☐ Non-compliant	Criterion 1 is partially met by the Company, since the Board of Directors did not consider issues related to updating the Company's strategy. The Board of Directors regularly reviewed the General directors' reports on the Company's activities, which contained, among other things, information on the achievement of the Company's strategic goals, thereby confirming the relevance of the Company's strategy and the lack of the need to update it at the present time. During the reporting period, the Board of Directors considered issues related to the approval of the Company's budget, and the results of the implementation of the Company's business plan.
2.1.3	The board of directors determines the principles and approaches to the organisation of the risk management and internal control system at the company.	1. The principles and approaches to the organisation of the risk management and internal control system at the company determined by the board of directors and adopted in the company's internal documents, which determine risk management and internal control policy of the company. 2. During the reporting period, the board of directors approved (revised) an acceptable amount of risks (risk appetite) of the company or the audit committee and (or) risk committee (if any) considered the expediency of submitting the issue of revising the risk appetite of the Company for consideration by the Board of Directors.	☐ Compliant ☑ Partially compliant ☐ Non-compliant	Criterion 1 is fully met. The Policy "The Risk Management and Internal Control System of the Company" was approved by the resolution of the Board of Directors (Minutes No. 210405 dated "30" April 2021). Criterion 2 is not met. During the reporting period, the question of the advisability of submitting a revision of the risk appetite for consideration by the Board of Directors was not considered. The revision and updating of the Policy of the Company's Risk Management and Internal Control System and risk appetite is planned for 2025.
2.1.4	The board of directors determines the company's policy on remuneration and/or reimbursement of expenses (compensation) to members of the company's board of directors, executive bodies of the company and other key executives of the company.	1. The company developed, approved by the board of directors and implemented the policy(ies) on remuneration and reimbursement of expenses (compensations) to members of the company's board of directors, executive bodies and other key executives. 2. During the reporting period, the board of directors considered issues related to this policy(ies).	☐ Compliant ☐ Partially compliant ☑ Non-compliant	Criteria 1 and 2 are not met, since the Company has no separate policy document in place to regulate remuneration and reimbursement of expenses (compensation) of members of the Board of Directors, executive bodies of the Company and other key executives of the Company. During the reporting period, the Board of Directors made decisions on issues related to the remuneration and reimbursement of expenses (compensation) to the General director of the Company. In accordance with the Company's Charter, the General Meeting of Shareholders made decisions regarding remuneration and reimbursement of expenses (compensations) to members of the Board of Directors. The Company is assessing the viability of implementing such policy taking into account all applicable requirements.

No.	Corporate governance principles	Criteria for evaluating compliance with the corporate governance principle	Status of compliance with the corporate governance principle	Comments
2.1.5	The board of directors plays a key role in preventing, identifying and resolving internal conflicts between the company's bodies, shareholders and employees.	1. The board of directors plays a key role in preventing, identifying and resolving internal conflicts. 2. The company established the system for identifying transactions involving conflicts of interest and the system of measures aimed at resolving such conflicts	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
2.1.6	The board of directors plays a key role in ensuring the company's transparency, timely and complete disclosure of information by the company, and easy access of the shareholders to the company's documents.	1. The company's internal documents determine the persons responsible for implementing the information policy.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
2.1.7	The board of directors exercises control over the company's corporate governance practices and plays a key role in the company's substantial corporate events.	1. During the reporting period, the board of directors considered the matter of self-assessment and/or external assessment of the corporate governance practices in the company.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
2.2	The board of directors is accountable to the company's shareholders.			
2.2.1	Information on the work of the board of directors is disclosed and provided to the shareholders.	1. The company's annual report for the reporting period includes information on the attendance of meetings of the board of directors and committees by each member of the board. 2. The annual report contains information on the main results of the assessment (self-assessment) of quality of the work of the board of directors conducted in the reporting period.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
2.2.2	The chairman of the board of directors is available for the communication with the company's shareholders.	1. The company has a transparent procedure that provides the shareholders with the opportunity to send requests and receive feedback, related thereto, to the chairman of the board of directors (and, if apply, to the senior independent director).	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
2.3	The board of directors is an effective and professional management body of the company, capable of making objective independent judgements and making decisions that meet the interests of the company and its shareholders.			
2.3.1	Only persons who have an impeccable business and personal reputation and possess the knowledge, skills and experience necessary for making decisions within the competence of the board of directors and required for the effective performance of its functions are elected members of the board of directors.	1. During the reporting period, the board of directors (or its nomination committee) evaluated candidates for the board of directors in terms of their necessary experience, knowledge, business reputation, lack of conflicts of interest, and etc.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	

No.	Corporate governance principles	Criteria for evaluating compliance with the corporate governance principle	Status of compliance with the corporate governance principle	Comments
2.3.2	Members of the company's board of directors are elected through a transparent procedure that allows shareholders to obtain sufficient information on the candidates to form an idea of their personal and professional qualities.	1. In all cases of holding the general meeting of shareholders during the reporting period, the agenda of which included the issues of the election of the board of directors, the company provided the shareholders with the biographical data of all candidate members of the board of directors, the results of compliance evaluation of professional qualification, experience and skills of the candidates with current and expected needs of the company, conducted by the board of directors (or its nomination committee), as well as information on whether the candidate meets the criteria of independence, in accordance with recommendations 102–107 of the Russian CG Code and information about presence of the written consent of the candidates to the election to the board of directors.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
2.3.3	The composition of the board of directors is balanced, including in terms of the qualifications of its members, their experience, knowledge and business qualities, and enjoys the trust of the shareholders.	1. During the reporting period, the board of directors analysed its needs in the field of professional qualifications, experience and skills, and identified the competencies needed by the board of directors in the short and long term.	☐ Compliant ☑ Partially compliant ☐ Non-compliant	During the reporting period, as part of the self-assessment procedure, the Board of Directors analysed its own professional qualifications, experience and skills needs and concluded that the Board of Directors has the necessary skills and knowledge to solve the tasks facing the Company. The Board of Directors did not assess the competencies required in the long term perspective.
2.3.4	The quantitative composition of the company's board of directors makes it possible to organise the activities of the board of directors in the most effective way, including the possibility of forming committees of the board of directors, and also provides substantial minority shareholders of the company with the opportunity to elect the candidate to the board of directors for whom they vote.	1. During the reporting period, the board of directors considered the issue of whether the quantitative composition of the board of directors met the needs of the company and the interests of its shareholders.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
2.4	The board of directors includes a sufficient number of independent directors.			
2.4.1	An independent director is a person who has sufficient professionalism, experience and independence to form his or her own position, is able to make objective and bona fide judgements, independent from the influence of the company's executive bodies, specific groups of shareholders or other interested parties. It should also be noted that under normal conditions, a candidate (an elected member of the board of directors) who is associated	1. During the reporting period, all independent members of the board of directors met all the independence criteria specified in recommendations 102–107 of the Russian CG Code, or were recognised as independent by the decision of the board of directors.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	

No.	Corporate governance principles	Criteria for evaluating compliance with the corporate governance principle	Status of compliance with the corporate governance principle	Comments
	with the company, its substantial shareholder, the company's substantial counterparty or competitor or associated with the state may not be considered independent.			
2.4.2	The candidates to the board of directors are evaluated for their compliance with the independence criteria, and the independent members of the board of directors are regularly reviewed for their compliance with the independence criteria. When conducting such assessment, the content prevails over the form.	1. During the reporting period, the board of directors (or the nomination committee of the board of directors) formed an opinion on the independence of each candidate to the board of directors and submitted the corresponding opinion to the shareholders. 2. During the reporting period, the board of directors (or the nomination committee of the board of directors) considered at least once the matter on independence of the current members of the board of directors (after their election). 3. The company developed procedures determining the necessary actions to be taken by a member of the board of directors when such member ceases to be independent, including the obligations to timely notify the board of directors thereof.	☐ Compliant ☑ Partially compliant ☐ Non-compliant	Criterion 1 is met. Criterion 2 is not met. The Board of Directors not considered at least once the matter on independence of the current members of the board of directors Criterion 3 is met.
2.4.3	Independent directors constitute at least one-third of the elected members of the board of directors.	1. Independent directors constitute at least one-third of the members of the board of directors.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
2.4.4	Independent directors play a key role in preventing internal conflicts at the company and carrying out substantial corporate actions by the company.	1. Independent directors (who did not have a conflict of interest) during the reporting period have been evaluating substantial corporate actions related to a possible conflict of interest, and the results of such evaluation were provided to the board of directors.	☐ Compliant ☑ Partially compliant ☐ Non-compliant	Criterion 1 is partially met, since the Company's Charter does not provide for the concept of "substantial corporate actions". Nevertheless, the Charter provide for a special procedure aimed at preventing risks associated with transactions and corporate actions that involve a conflict of interest: in accordance with Section 23.5 of the Charter, a member of the Board of Directors is obliged to promptly inform other members of the Board of Directors about the nature and extent of his/her interest, if he/she has a material interest of any nature (direct or indirect, including, but not limited to, his/her relationship with any of his/her close associates) in a transaction, arrangement or contract with the Company which is significant for the Company's business. The same requirements are contained in the internal document – the

No.	Corporate governance principles	Criteria for evaluating compliance with the corporate governance principle	Status of compliance with the corporate governance principle	Comments
				regulations on the Board of Directors of the Company. Independent directors actively participate in the Board of Directors' review of key issues, including significant transactions.
2.5	The chairman of the board of directors contributes to the most effective implementation of the functions assigned to the board of directors.			
2.5.1	An independent director was elected as a chairman of the board of directors, or a senior independent director was chosen from among the elected independent directors to coordinate the work of the independent directors and interact with the chairman of the board of directors.	1. The board of directors is chaired by an independent director, or a senior independent director is appointed from among the independent directors. 2. The role, rights and duties of the chairman of the board of directors (and, if applicable, of the senior independent director) are duly set out in the company's internal documents.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
2.5.2	The chairman of the board of directors ensures a constructive environment at meetings, free discussion of issues included in the agenda of the meeting, and control over the implementation of decisions taken by the board of directors.	1. The performance of the chairman of the board of directors was evaluated as part of the procedure for assessment (self-assessment) of the effectiveness of the board of directors in the reporting period.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
2.5.3	The chairman of the board of directors takes the necessary measures to provide the members of the board of directors with the information necessary for making decisions on the issues on the agenda in a timely manner.	1. The duty of the chairman of the board of directors to take measures to ensure the timely provision of full and accurate information to the members of the board of directors on the issues on the agenda of the meeting of the board of directors is set out in the company's internal documents.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
2.6	The members of the board of directors act in good faith and reasonably in the interests of the company and its shareholders on the basis of sufficient information, with due diligence and care.			
2.6.1	The members of the board of directors make decisions taking into account all available information, without conflict of interest, subject to equal treatment of the company's shareholders, within the framework of normal business risk.	1. The company's internal documents set out that a member of the board of directors shall notify the board of directors if the member has a conflict of interest in relation to any issue on the agenda of the meeting of the board of directors or the committee of the board of directors, prior to the discussion of the relevant issue on the agenda. 2. The company's internal documents provide that a member of the board of directors shall abstain from voting on any issue in which the member has a conflict of interest. 3. The company established the procedure allowing the board of directors to receive professional advice on issues within its competence at the company's expense.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
2.6.2	The rights and obligations of the members of the board of directors are clearly formulated and laid down in the company's internal documents.	1. The company adopted and published an internal document clearly determining the rights and obligations of the members of the board of directors.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
2.6.3	The members of the board of directors have sufficient time to perform their duties.	1. Individual attendance at meetings of the board of directors and committees, as well as sufficiency of the time spent for participation in functioning of the board as well as its committees, was analysed by the assessment (self-assessment) of the effectiveness of the board of directors in the reporting period. 2. In accordance with the company's internal documents, the members of the board of directors are obliged to notify the board of directors of their intention to join the management bodies of other organisations (other than controlled organisations of the company), as well as of the fact of such appointment.	☐ Compliant ☑ Partially compliant ☐ Non-compliant	Criterion 1 is met. With regard to Criterion 2, the Company explains that the Company has no document providing for that the members of the board of directors are obliged to notify the board of directors of their intention to join the management bodies of other organisations (other than controlled organisations of the company), as well as of the fact of such appointment. In order to prevent conflicts of interest, the Charter of the Company and he internal document – the regulations on the Board of Directors of the Company include provisions on the obligation of a member of the Board of Directors to promptly inform other members of the Board of Directors about the nature and extent of his/her interest. The Company is assessing the possibility of adopting the relevant internal document.
2.6.4	All members of the board of directors have equal access to the company's documents and information. The newly elected members of the board of directors are provided with sufficient information about the company and the work of the board of directors as soon as possible.	1. In accordance with the company's internal documents, the members of the board of directors have the right to receive information and documents, concerning the company and its controlled organisations and necessary for the members of the board of directors of the company to perform their duties, and the company's executive bodies are obliged to provide access to the relevant information and documents. 2. The company realises a formalised orientation programme for newly elected members of the board of directors.	☐ Compliant ☑ Partially compliant ☐ Non-compliant	With regard to Criterion 1, the Company explains that the internal document of the Company – the Regulation on the Board of Directors of the Company provides for the right of members of the Board of Directors to receive information (documents and materials) and clarifications on the Company's activities necessary for the performance of the duties of members of the Board of Directors. Criterion 2 is met.
2.7	Meetings of the board of directors, preparation for and participation of the members of the board of directors in such meetings ensure the effective functioning of the board of directors.			
2.7.1	Meetings of the board of directors are held as necessary, taking into account the scope of activities and the tasks the company faces at specific times.	1. The board of directors held at least six meetings in the reporting year.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	

No.	Corporate governance principles	Criteria for evaluating compliance with the corporate governance principle	Status of compliance with the corporate governance principle	Comments
2.7.2	The company's internal documents set out the procedure for preparing and holding meetings of the board of directors, which provides the members of the board of directors with the opportunity to properly prepare for the meeting.	1. The company approved an internal document defining the procedure for preparing and holding meetings of the board of directors. The document stipulates, among other things, that, as a rule, notification of the meeting will be made at least five days before the date of the meeting. 2. During the reporting period, members of the board of directors who were absent from the place of the meeting were given the opportunity to participate in the discussion of agenda items and voting remotely via conference – and video conference call.	☐ Compliant ☑ Partially compliant ☐ Non-compliant	Criterion 1 is formally not met because the internal document of the Company – the Regulation on the Board of Directors – sets that notification of the meeting will be made at least 3 days before the date of the meeting. Criterion 2 is met.
2.7.3	The form of the meeting of the board of directors is determined taking into account the importance of the issues on the agenda. The most important issues are resolved at meetings held in person.	1. The company's charter or internal document provide that the most important issues (inter alia the list given in recommendation 168 of the Russian CG Code) will be considered at meetings of the board of directors held in person.	☐ Compliant ☐ Partially compliant ☑ Non-compliant	The Company does not meet criterion 1. The charter and internal documents of the Company do not contain provisions, according to which the most important issues (inter alia the list given in recommendation 168 of the Russian CG Code) should be considered at meetings of the Board of Directors held in person. Despite this, in practice, the most important issues are considered at meetings of the Board of Directors held in person.
2.7.4	Resolutions on the most important issues of the company's activities are approved at a meeting of the board of directors by a special majority or a simple majority of votes of all elected members of the board of directors.	1. The company's charter provide that resolutions on the most important issues, including those are set out in recommendation 170 of the Russian CG Code, will be approved at a meeting of the board of directors by a special majority of at 3/4 of the votes, or by a simple majority of all elected members of the board of directors.	☐ Compliant ☑ Partially compliant ☐ Non-compliant	Criterion 1 is partially met. The Company's Charter do not provide for resolutions on the most important issues, including those are set out in recommendation 170 of the Russian CG Code to be approved at meetings of the Board of Directors by a qualified majority of at least 3/4 of the votes, or by a simple majority of all elected members of the Board of Directors. However, according to clause 26.3 of the Company's Charter, resolutions at meetings of the Board of Directors are approved by votes of at least ten members of the Board of Directors participating in a meeting, except for individual resolutions on issues provided for by this clause of the Charter, on which resolutions are approved by a simple majority of the members of the Board of Directors participating in a meeting.
2.8	The board of directors establishes committees for preliminary consideration of the most important issues of the company's activities.			
2.8.1	The audit committee consisting of independent directors was established for the preliminary consideration of issues related to the control of the company's financial and economic activities.	1. The board of directors formed an audit committee consisting of independent directors only. 2. The company's internal documents define the tasks of the audit committee, inter alia, the tasks contained in recommendation 172 of the Russian CG Code. 3. At least one member of the audit committee, who is an independent director, has experience and knowledge in the preparation, analysis, evaluation and audit of accounting (financial) statements. 4. Meetings of the audit committee were held at least once a quarter during the reporting period.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
2.8.2	The remunerations committee, consisting of independent directors and headed by an independent director who is not the chairman of the board of directors, was established for the preliminary consideration of issues related to the formation of the effective and transparent remuneration practices.	1. The board of directors established the remunerations committee consisting of independent directors only. 2. The chairman of the remunerations committee is an independent director who is not the chairman of the board of directors. 3. The company's internal documents define the tasks of the remunerations committee, including, inter alia, the tasks contained in recommendation 180 of the Russian CG Code, as well as the conditions (events) upon the occurrence of which the remuneration committee considers the issue of revising the company's policy on remuneration of the board of directors members, executive bodies and other key executives	☐ Compliant ☑ Partially compliant ☐ Non-compliant	Criteria 1 and 2 are met. Criterion 3 is partially met. The internal documents of the Company define the tasks of the remuneration committee, as well as the need of periodic review of the Company's policy on remuneration. At the same time, the Company internal documents do not specify the conditions (events) upon the occurrence of which the remuneration committee considers the issue of revising the Company policy on remuneration of the Board of Directors members, executive bodies and other key executives. The Company assesses the possibility of making appropriate changes in the Company's internal documents.
2.8.3	The nomination committee (the committee for appointments and personnel), most members of which are independent directors, was established for the preliminary consideration of issues related to the implementation of personnel planning (succession planning), professional composition and performance of the board of directors.	1. The board of directors established the nomination committee (or its tasks specified in recommendation 186 of the Russian CG Code are implemented within the framework of another committee), the majority of whose members were independent directors. 2. The company's internal documents define the tasks of the nomination committee (or the relevant committee with combined functions), including, inter alia, the tasks contained in recommendation 186 of the Russian CG Code. 3. In order to form the board of directors that best meets the company's goals and tasks, in the reporting period, the nomination committee independently or jointly with other committees of the board of directors or the company's authorised shareholder relations unit organised interaction with	☐ Compliant ☑ Partially compliant ☐ Non-compliant	Criteria 1 and 2 are met. Criterion 3 is not met. In accordance with the Company's Charter, the Company's shareholders holding in the aggregate at least 2% of the Company's voting shares, are entitled to nominate candidates to the Company's Board of Directors.

No.	Corporate governance principles	Criteria for evaluating compliance with the corporate governance principle	Status of compliance with the corporate governance principle	Comments
		shareholders, not limited to the largest shareholders, in the context of selecting candidates for the company's board of directors.		
2.8.4	Given the scope of activities and the level of risk, the company's board of directors made sure that the composition of its committees fully met the company's objectives. Additional committees were either formed or were not deemed necessary (strategy committee, corporate governance committee, ethics committee, risk management committee, budget committee, health, safety and environment committee, etc.).	1. During the reporting period, the company's board of directors considered the issue of whether the composition of the board of directors is sufficient for the tasks, the scale and nature of business, aims of activities and needs, and the risk profile of the company. Additional committees were either formed or were not deemed necessary.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
2.8.5	The composition of the committees is designed so as to allow for a comprehensive discussion of the issues under consideration in advance, taking into account different views.	1. The audit committee, the remuneration committee, the nomination committee (or a corresponding committee with combined functions) were chaired in the reporting period by independent directors. 2. The company's internal documents (policies) provide for that persons who are not members of the audit committee, the nomination committee (or a corresponding committee with combined functions) and the remuneration committee may attend committee meetings only at the invitation of the chairman of the relevant committee.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
2.8.6	The chairmen of the committees regularly inform the board of directors and its chairman about the work of their committees.	1. During the reporting period, the chairmen of the committees regularly reported on the work of the committees to the board of directors.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
2.9	The board of directors ensures that the quality of the work of the board of directors, its committees and members of the board of directors is assessed.			
2.9.1	The assessment of the quality of the work of the board of directors is aimed at determining the degree of effectiveness of the board of directors, committees and members of the board of directors, the compliance of their work with the company's development needs, at encouraging the work of the board of directors and at identifying the areas in which their work might be improved.	1. The company's internal documents provide procedures for assessment (self-assessment) of quality of the work of the board of directors. 2. The assessment (self-assessment) of quality of the work of the board of directors conducted during the reporting period included the assessment of the work of the committees, individual assessment of each members of the board of directors and the board of directors as a whole. 3. The results of the assessment (self-assessment) of the board of directors conducted during the reporting period were reviewed at a meeting of the board of directors held in person.	☐ Compliant ☑ Partially compliant ☐ Non-compliant	Criterion 1 is not met. The Company does not have internal documents defining the procedures for assessment (self-assessment) of quality of the work of the board of directors. The Company carries out an annual self-assessment of the quality of the Board of Directors' work on the basis of the relevant resolution of the Board of Directors. Criteria 2 and 3 are met.

No.	Corporate governance principles	Criteria for evaluating compliance with the corporate governance principle	Status of compliance with the corporate governance principle	Comments
2.9.2	The work of the board of directors, committees and members of the board of directors is evaluated on a regular basis at least once a year. An external organisation (advisor) is engaged to conduct an independent evaluation of the quality of the work of the board of directors at least once every three years.	1. During the last three reporting periods, the company engaged an external organisation (advisor) at least once to conduct an independent assessment of the quality of the work of the board of directors.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
3.1	The company's corporate secretary provide effective ongoing interaction with shareholders, coordinates the company's actions to protect the rights and interests of shareholders, and provides support to the effective work of the board of directors.			
3.1.1	The corporate secretary has sufficient knowledge, experience and qualification to perform the duties assigned to the corporate secretary, an impeccable reputation and enjoys the trust of shareholders.	1. The company's website and the annual report provide biographical information on the corporate secretary (including information about age, education, qualifications, experience), as well as information about positions in management bodies of other legal entities held by the corporate secretary for at least the last five years.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
3.1.2	The corporate secretary has sufficient independence from the company's executive bodies and the necessary powers and resources to perform the tasks assigned to the corporate secretary.	1. The company has adopted and disclosed an internal document – the regulations on the corporate secretary. 2. The board of directors approves the candidate for the position of the corporate secretary and terminates his (her) powers, considers the issue of paying him (her) additional remuneration. 3. The company's internal documents stipulate the corporate secretary's right to request and receive documents and information from the company's management bodies, structural subdivisions and officials (employees).	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
4.1	The level of remuneration paid by the company is sufficient to attract, motivate and retain persons with the necessary competence and qualifications for the company. Remuneration is paid to the members of the company's board of directors, executive bodies and other key executives in accordance with the remuneration policy adopted by the company.			
4.1.1	The level of remuneration provided by the company to the members of the board of directors, executive bodies and other key executives creates sufficient motivation for their effective work, allowing the company to attract and retain competent and qualified specialists. At the same time, the company avoids a level of remuneration, higher than necessary, as well as an unjustifiably large gap between the remuneration levels of these persons and the company's employees.	1. Remuneration of the members of the board of directors, executive bodies and other key executives is defined taking into account the results of a comparative analysis of the level of remuneration in comparable companies.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	

No.	Corporate governance principles	Criteria for evaluating compliance with the corporate governance principle	Status of compliance with the corporate governance principle	Comments
4.1.2	The company's remuneration policy was developed by the remunerations committee and approved by the company's board of directors. The board of directors, with the support of the remunerations committee, exercises control over the introduction and implementation of the remuneration policy at the company, and, if necessary, reviews and makes adjustments thereto.	1. During the reporting period, the remunerations committee reviewed the remuneration policy(ies) and (or) its (their) implementation practice, evaluated its effectiveness and transparency and, if necessary, made the relevant recommendations to the board of directors on review of such policy (ies).	☐ Compliant ☐ Partially compliant ☑ Non-compliant	The Company formally does not meet Criterion 1, since the Company has no separate internal document – policy on remuneration. the Shareholders decided on the amount of remuneration for members of the Board of Directors and committees by the recommendation of the Board of Directors and the Remuneration Committee.
4.1.3	The company's remuneration policy contains transparent mechanisms for determining the amount of remuneration payable to the members of the company's board of directors, executive bodies and other key executives, as well as regulates all types of payments, benefits and privileges granted to these persons.	1. The company's remuneration policy (ies) contain(s) transparent mechanisms for determining the amount of remuneration payable to the members of the company's board of directors, executive bodies and other key executives, as well as regulate(s) all types of payments, benefits and privileges granted to these persons.	☐ Compliant ☐ Partially compliant ☑ Non-compliant	The Company formally does not meet Criterion 1, since the Company has no separate internal document – policy on remuneration of members of the Board of Directors, executive bodies, and other key executives of the Company. The decisions adopted by the authorised management bodies of the Company established the amount of remuneration for the Chairman and members of the Board of Directors, chairmen of committees and members of committees of the Board of Directors and the sole executive body, and determined the grounds for bonuses.
4.1.4	The company determines the policy of reimbursement of expenses (compensation), specifying the list of expenses to be reimbursed, and the level of service which the members of the company's board of directors, executive bodies and other key executives may claim. This policy may be an integral part of the company's remuneration policy.	1. The company's remuneration policy (ies) or other internal documents establish the rules for reimbursement of expenses of the members of the company's board of directors, executive bodies and other key executives.	☐ Compliant ☑ Partially compliant ☐ Non-compliant	The Company partially meets Criterion 1, since the Company does not have a unified remuneration policy. The rules for reimbursing the expenses of members of the Board of Directors are determined based on resolutions of general meetings of the shareholders, and in respect to executive bodies – are determined by the decisions of the Board of Directors of the Company. The rules for reimbursing the expenses of other employees of the Company are established by the decisions of the authorised management bodies of the Company.
4.2	The remuneration system for the members of the board of directors ensures that the financial interests of the directors are aligned with the long-term financial interests of the shareholders.			
4.2.1	The company pays a fixed annual remuneration to the members of the board of directors. The company does not pay remuneration for participation in specific meetings of the board of directors or committees of the board of directors. The company does not apply forms of short-term motivation and additional financial incentives to the members of the board of directors.	1. During the reported period, the Company paid remuneration for the members of the board of directors in accordance with remuneration policy, adopted by the company. 2. During the reporting period, the company did not apply any forms of short-term incentives or additional financial incentives to the members of the board of directors, which depended on the results (indicators) of the company's activities. Payment of remuneration for participation in specific meetings of the board or committees of the board of directors were not carried out.	☐ Compliant ☑ Partially compliant ☐ Non-compliant	Criterion 1 formally is not met, since the Company has not adopted a separate internal document – the policy on remuneration. In the reporting period, the Company not paid remuneration to the members of the Board of Directors in accordance with the resolution of the General Meeting of the Shareholders of the Company. Criterion 2 is met.
4.2.2	Long-term ownership of the company's shares mostly contributes to the alignment of the financial interests of the members of the board of directors and the long-term interests of the shareholders. At the same time, the company does not condition the right to sell shares by achieving certain performance indicators, and the members of the board of directors do not participate in option programmes.	1. If the internal document(s) – the company's remuneration policy(ies) stipulate(s) that shares are to be provided to the members of the board of directors, clear rules of ownership of shares by members of the board of directors, aimed at encouraging long-term ownership of such shares, will be adopted and disclosed.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
4.2.3	The company does not provide for any additional payments or compensation in the event of early termination of powers of the members of the board of directors in connection with the transfer of control over the company or other circumstances.	1. The company does not provide for any additional payments or compensation in the event of early termination of powers of the members of the board of directors in connection with the transfer of control over the company or other circumstances.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
4.3	The system of remuneration payable to the members of the company's executive bodies and other key executives provides for the dependence of remuneration on the result of the company's work and their personal contribution to achieving this result.			
4.3.1	Remuneration payable to the members of the company's executive bodies and other key executives is determined so as to ensure a reasonable and justified ratio of the fixed part of the remuneration and the variable part of the remuneration depending on the company's performance and the employee's personal (individual) contribution to the final result.	1. During the reporting period, annual performance results indicators approved by the board of directors were used to determine the amount of the variable part of remuneration due to members of executive bodies and other key executives of the company. 2. During the latest assessment of the system of remuneration of members of executive bodies and other key executives of the company, the board of directors (remuneration committee) made sure that the company applies efficient ratio of the fixed and variable parts of remuneration. 3. When determining the amount of remuneration to be paid to members of executive bodies and other key executives of the company, the risks borne by the company are taken into account in order to avoid creating incentives for taking excessively risky management decisions.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	The Company partially meets Criterion 1 in terms of remuneration of key executives, since the Board of Directors did not approve list of persons belonging to the category of key executives of the Company. The annual performance indicators approved by the Board of Directors were taken into account in determining the variable remuneration of the General director of the Company. The Company does not meet Criterion 2, since during the reporting period, the Board of Directors did not assess the effectiveness of the ratio of the fixed part of remuneration and the variable part of remuneration of the members of executive bodies and other key executives of the Company. The Company does not meet Criterion 3, since the Company has no established rules for determining the level of remuneration commensurate with the risks that the Company may incur as a result of management decisions.
4.3.2	The company implemented a long-term incentive programme for the members of the company's executive bodies and other key executives using the company's shares (options or other derivative financial instruments, the underlying asset of which is the company's shares).	1. In case, the company implemented a long-term incentive programme for the members of the company's executive bodies and other key executives using the company's shares (financial instruments based on the company's shares), the programme provides that the right to sell such shares and other financial instruments arises no earlier than three years after the date of their provision. At the same time, the right to sell shares is conditioned by the achievement of certain performance indicators by the company.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	

No.	Corporate governance principles	Criteria for evaluating compliance with the corporate governance principle	Status of compliance with the corporate governance principle	Comments
4.3.3	The amount of compensation (the "golden parachute") paid by the company in the event of early termination of powers to the members of the executive bodies or key executives at the initiative of the company and in the absence of unfair actions on their part does not exceed the double amount of the fixed part of the annual remuneration.	1. The amount of compensation (the "golden parachute") paid by the company in the event of early termination of powers to the members of the executive bodies or key executives at the initiative of the company and in the absence of unfair actions on their part did not exceed the double amount of the fixed part of the annual remuneration in the reporting period.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
5.1	The company established an effective risk management and internal control system aimed at providing reasonable confidence in achieving the company's goals.			
5.1.1	The company's board of directors determined the principles and approaches to the organisation of the risk management and internal control system at the company.	1. The functions of the company's various management bodies and business units in the risk management and internal control system are clearly defined in the company's internal documents/relevant policy approved by the board of directors.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
5.1.2	The company's executive bodies ensure the establishment and maintenance of the effective risk management and internal control system in the company.	1. The company's executive bodies ensured the distribution of responsibilities, powers and liability in relation to risk management and internal control among the heads of business units and departments accountable to them.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
5.1.3	The company's risk management and internal control system ensures an objective, fair and clear view of the current state and prospects of the company, the integrity and transparency of the company's reporting, and the reasonableness and acceptability of the risks taken by the company.	1. The company approved the anti-corruption policy. 2. The company has arranged for secure, confidential and accessible means (hotline) of notifying the board of directors or the audit committee of the board of directors about violations of the laws, internal procedures, and the company's code of ethics.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
5.1.4	The company's board of directors takes the necessary measures to ensure that the company's risk management and internal control system complies with the principles and approaches to its organisation determined by the board of directors and effectively functions.	1. During the reporting period, the board of directors (the audit committee and (or) risk committee (if any)) organised an assessment of the reliability and effectiveness of the company's risk management and internal control system. 2. During the reporting period the board of directors reviewed the results of the assessment of the reliability and effectiveness of the company's risk management and internal control system and the information on results of review were included in the company's annual report.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	

No.	Corporate governance principles	Criteria for evaluating compliance with the corporate governance principle	Status of compliance with the corporate governance principle	Comments
5.2	The company organises conducting of an internal audit for a systematic independent evaluation of the reliability and effectiveness of the risk management and internal control system and corporate governance practices.			
5.2.1	The company established a separate structural unit or engaged an independent external organisation to conduct an internal audit. The functional and administrative accountability of the internal audit unit are differentiated. The internal audit unit is functionally subordinate to the board of directors.	1. In order to conduct an internal audit, the company established a separate structural internal audit unit that is functionally accountable to the board of directors, or engaged an independent external organisation with the same principle of accountability.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
5.2.2	The internal audit unit evaluates the effectiveness of the internal control system, assesses the reliability and effectiveness of the risk management and internal control system, as well as assesses the corporate governance system, applies generally accepted standards of internal audit.	1. In the reporting period, the reliability and effectiveness of the risk management and internal control system was assessed as part of the internal audit. 2. In the reporting period, internal audit assessed corporate governance practices (individual practices), including information interaction procedures (including those related to internal control and risk management) at all management levels of the company, as well as interaction with related parties.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
6.1	The company and its activities are transparent to shareholders, investors and other concerned parties.			
6.1.1	The company developed and implemented an information policy that ensures effective information interaction between the company, shareholders, investors and other concerned parties.	1. The company's board of directors approved the company's information policy developed subject to the recommendations of the Russian CG Code. 2. During the reporting period, the board of directors (or one of its committees) considered issues related to effectiveness of informational interaction between the company, its shareholders, investors and other related parties, and the feasibility (necessity) of revision of information policy of the company.	☐ Compliant ☑ Partially compliant ☐ Non-compliant	Criterion 1 is partially met. Prior to the Registration Date, the Board of Directors approved the communication policy of the Company, which ensures effective communication between the Company, shareholders, investors and other concerned parties. At the same time, the Russian CG Code was not applicable to the Company prior to the Date of Registration. Criterion 2 is not met by the Company. The Board of Directors of the Company did not consider this issue.
6.1.2	The company discloses information on the corporate governance system and practices, including detailed information on compliance with the principles and recommendations of the Russian CG Code.	1. The company discloses information on the company's corporate governance system and the general principles of corporate governance applied by the company, including by disclosure on the company's website. 2. The company discloses information on the members of the executive bodies and the board of directors, the independence of the members of the board of directors and their membership in the committees of the board of directors (in accordance with the definition of the Russian CG Code). 3. If there is a person controlling the company, the company publishes a memorandum of the controlling person regarding the plans of this person in relation to the company's corporate governance.	☐ Compliant ☑ Partially compliant ☐ Non-compliant	The Company fully meets Criteria 1 and 2. The Company does not meet Criterion 3, since there is not any controlling entity's memorandums regarding the plans of the controlling entity in relation to corporate governance in the Company.

No.	Corporate governance principles	Criteria for evaluating compliance with the corporate governance principle	Status of compliance with the corporate governance principle	Comments
6.2	The company timely discloses complete, up-to-date and reliable information on the company in order to enable the company's shareholders and investors to make informed decisions.			
6.2.1	The company discloses information in accordance with the principles of regularity, consistency and efficiency, as well as availability, reliability, completeness and comparability of disclosed data.	1. The company has established a procedure that ensures coordination of the work of all structural subdivisions and employees of the company who are related to information disclosure or whose activities may result in the need to disclose information. 2. If the company's securities are traded in foreign organised markets, the material information is disclosed in the Russian Federation and in such markets on a synchronous and equivalent basis during the reporting year. 3. If foreign shareholders own a substantial number of shares in the company, then during the reporting year, the information was disclosed not only in Russian, but also in one of the most commonly used foreign languages.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
6.2.2	The company avoids a formal approach by disclosure of information and discloses material information on its activities, even if the disclosure of such information is not provided for by law.	1. The company's information policy defines approaches to the disclosure of information about other events (actions) that have a significant impact on the price or quotation of its securities, the disclosure of which is not required by law. 2. The company discloses information on the company's capital structure in accordance with Recommendation 290 of the Russian CG Code in the annual report and on the Company's website in the Internet. 3. The company discloses information on the controlled entities, which are significant for it, including the key areas of their activities, mechanisms ensuring accountability of the controlled entities, the authority of the company's board of directors to determine the strategy	☐ Compliant ☑ Partially compliant ☐ Non-compliant	Criterion 1 formally is not met. Approaches to the disclosure of information about other events (actions) that have a significant impact on the price or quotations of its securities are set forth in the internal documents at the Group level. The Company discloses information in accordance with the applicable requirements of the Russian Federation regulation and the HKSE Listing Rules. The company partially meets Criterion 2, as in the reporting period the company disclosed information on the capital structure in the Annual Report and on the Company's website, in accordance with the applicable requirements. The Company partially meets Criterion 3. The Company
		and assess the results of the controlled entities' activities. 4. The company discloses a non-financial report – a sustainability report, environmental report, corporate social responsibility report or other report containing non-financial information, including factors related to the environment (including environmental factors and factors related to climate change), society (social factors) and corporate governance, except for the issuer of equity securities and the company's annual report.		discloses information on controlled entities that are material to the Company in accordance with applicable requirements. The Company fully meets Criterion 4.
6.2.3	The annual report, being one of the most important tools for information interaction with the shareholders and other concerned parties, contains information that allows to evaluate the company's annual performance.	1. The company's annual report contains information on results of assessment of effectiveness of external and internal audit process, conducted by the audit committee. 2. The company's annual report contains information on the company's policy in environmental protection and social policy.	☑ Compliant ☐ Partially compliant ☐ Non-compliant	
6.3	The company provides information and documents as requested by the shareholders in accordance with the principles of equal and unhindered access.			
6.3.1	Exercise by shareholders of their right of access to the company's documents and information is not unreasonably difficult.	1. The company's information policy (internal documents, defining informational policy) defines an unhindered procedure for providing by the shareholders' requests access to information and the company's documents. 2. The information policy (internal documents, defining the information policy) contains provisions stipulating that if a shareholder requests information on organisations controlled by the company, the company shall make the necessary efforts to obtain such information from the relevant organisations controlled by the company.	☐ Compliant ☑ Partially compliant ☐ Non-compliant	Criterion 1 is partially met. The Company's Communication policy, which was approved by the Board of Directors prior to the Registration Date, defines an unhindered procedure for providing shareholders with access to information. Currently, the Company provides shareholders with access to information in accordance with the Charter. Criterion 2 is not met. The Company's Charter, approved by more than 90% of the votes of shareholders, contain a list of documents to which the Company provides access at the request of any shareholder.
6.3.2	When the company provides information to its shareholders, a reasonable balance is ensured between the interests of specific shareholders and the interests of the company itself, which is interested in maintaining the confidentiality of important commercial information that may have a substantial impact on its competitiveness.	1. During the reporting period, the company did not refuse to satisfy the shareholders' requests for information, or such refusals were reasoned. 2. In cases defined by the company's information policy, the shareholders are warned about the confidential nature of the information and assume the obligation to maintain its confidentiality.	☐ Compliant ☑ Partially compliant ☐ Non-compliant	The Company meets Criterion 1. The Company does not meet Criterion 2, since the cases in which shareholders are warned about the confidential nature of information and assume the obligation to maintain its confidentiality are not defined in the Company's communication policy. Nevertheless, clause 5.5.3 of the Charter stipulates that the shareholders of the Company are obliged to comply with the confidentiality regime with respect to the Company's information that constitutes a trade secret.
7.1	Actions that significantly affect or may affect the structure of the company's share capital and its financial condition and, accordingly, the position of its shareholders (substantial corporate actions) are carried out on fair terms that ensure compliance with the rights and interests of the shareholders, as well as other concerned parties.			
7.1.1	Substantial corporate actions include the following: reorganisation of the company, acquisition of 30 percent or more of the company's voting shares (takeover), substantial transactions, increase or decrease in the company's registered capital, listing and delisting of the company's shares, as well as other actions that may lead to a substantial change in the rights of the shareholders or violation of their interests. The company's charter define a list (criteria) of transactions or other actions that are substantial corporate actions, and consideration of such actions is within the competence of the company's board of directors.	1. The company's Charter defines the list (criteria) of transactions or other actions that are substantial corporate actions. Making decisions on substantial corporate actions falls within the competence of the board of directors and it is stipulated in the company's charter. In those cases where the implementation of these corporate actions is directly referred by law to the competence of the general meeting of shareholders, the board of directors provides the shareholders with appropriate recommendations.	☐ Compliant ☑ Partially compliant ☐ Non-compliant	The Company partially meets Criterion 1, since the Charter does not provide for the concept of "substantial corporate actions". However, most of the substantial corporate actions listed in the Russian CG Code fall within the competence of the General meeting of shareholders or the Board of Directors of the Company.

No.	Corporate governance principles	Criteria for evaluating compliance with the corporate governance principle	Status of compliance with the corporate governance principle	Comments
7.1.2	The board of directors plays a key role in making resolutions or making recommendations regarding substantial corporate actions, and the board of directors relies on the position of the company's independent directors.	1. The company provides for the procedure under which independent directors declare their position on substantial corporate actions before their approval.	☐ Compliant ☐ Partially compliant ☑ Non-compliant	The Company formally does not meet Criterion 1, since the Company formally does not have a separate procedure for the independent directors to declare their position on substantial corporate actions prior to their approval. At the same time, the independent directors play a key role in all resolutions of the Board of Directors as 6 out of the 12 members of the Board of Directors are independent directors.
7.1.3	When carrying out substantial corporate actions affecting the rights and legitimate interests of the shareholders, equal conditions are ensured for all shareholders, and if statutory mechanisms to protect shareholder rights are not sufficient, additional measures are provided for the protection of the rights and legitimate interests of the shareholders. In this case, the company is guided not only by compliance with the statutory formal requirements but also by the corporate governance principles set out in the Russian CG Code.	1. The company's charter, taking into account the specifics of the company's activities, refers to the competence of the board of directors approval of transactions, inter alia those provided for by law, which were material for the company. 2. During the reporting period, all substantial corporate actions were approved prior to their implementation.	☐ Compliant ☑ Partially compliant ☐ Non-compliant	The Company partially meets Criterion 1. Due to the fact that the Company was registered as an international company in accordance with the procedure stipulated by the Federal Law No. 290-FZ of 03.08.2012 "On International Companies and International Funds" the provisions of Jersey law and the HKSE Listing Rules are applicable to the Company. Despite the fact that the Company is not subject to the provisions of the JSC Law on approval of interested-party transactions and major transactions, the Charter stipulates that consideration of transactions amounting up to USD75 million to which the Company is a party, as well as consideration of any transactions of the members of the Company's Group that are recognised as connected transactions in terms of the HKSE Listing Rules is within the authority of the Board of Directors. Criterion 2 is not met on formal grounds, since the Company's Charter do not provide for the concept of "substantial corporate actions".

No.	Corporate governance principles	Criteria for evaluating compliance with the corporate governance principle	Status of compliance with the corporate governance principle	Comments
7.2	The company ensures the procedure for implementing substantial corporate actions that allows its shareholders to receive full information on such actions in a timely manner, provides them with the opportunity to influence the implementation of such actions, and guarantees compliance and an adequate level of protection of their rights when implementing such actions.			
7.2.1	Information on the substantial corporate actions is disclosed with an explanation of the reasons, conditions and consequences of such actions.	1. In case, during the reporting period, there were substantial corporate actions, the company disclosed detailed information on these actions in a timely and detailed manner, including the causes and conditions of realisation of such actions, and consequences for the shareholders.	☐ Compliant ☑ Partially compliant ☐ Non-compliant	Criterion 1 is partially met, since the Company's Charter does not provide for the concept of "substantial corporate actions". However, Company disclosed detailed information on corporate events and actions in a timely and detailed manner in accordance with applicable law and the Company's charter, and the HKSE Listing Rules
7.2.2	The rules and procedures related to the company's substantial corporate actions are set out in the company's internal documents.	1. The company's internal documents determine events and procedure for engaging an appraiser to determine the value of property to be disposed of or acquired under a major transaction or a interested-party transaction. 2. The company's internal documents provide for the procedure for engaging an appraiser to assess the cost of the acquisition and buyback of the company's shares. 3. In the absence of formal interest of a member of the board of directors, sole executive body, member of collegial executive body of a company or a person who is a controlling person of a company or a person having the right to give instructions binding for a company, in transactions of a company, but in case of presence of conflict of interests or their other actual interest, internal documents of a company stipulate that such persons shall not participate in voting on approval of such transaction.	☐ Compliant ☑ Partially compliant ☐ Non-compliant	Criterion 1 is not applicable to the Company, the Company meets criterion 2 partially, since the Company is not subject to the provisions of the JSC Law regarding the approval of interested-party transactions and major transaction, as well as buyback of shares at the shareholders' request. However, internal documents and procedures stipulate the need to engage an independent appraiser (independent financial advisor) to carry out the required evaluations. Internal documents regulate an extended list of grounds on which persons are recognised as related parties to the Company's transactions. Meanwhile, the provisions of the JSC Law regarding the approval of interested-party transactions are not applicable for the Company. Criterion 3 is met.

Information on the Company

Information on the Company

UNITED COMPANY RUSAL, INTERNATIONAL PUBLIC JOINT-STOCK COMPANY

俄鋁

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

(HKSE stock code: 486)

BOARD OF DIRECTORS

Executive Directors

- Ms. Natalia Albrekht
- Ms. Elena Ivanova
- Mr. Evgenii Nikitin *(General Director)*

Non-executive Directors

- Mr. Aleksander Danilov
- Mr. Vladimir Kolmogorov
- Mr. Semen Mironov

Independent non-executive Directors

- Mr. Christopher Burnham
- Ms. Liudmila Galenskaia
- Mr. Kevin Parker
- Dr. Evgeny Shvarts
- Ms. Anna Vasilenko
- Mr. Bernard Zonneveld *(Chairman of the Board)*

REGISTERED OFFICE IN RUSSIA

Office 410, 8, Oktyabrskaya street, Kaliningrad region, Kaliningrad 236006, Russian Federation

PLACE OF BUSINESS IN HONG KONG

17/F., Leighton Centre, 77 Leighton Road, Causeway Bay, Hong Kong

HONG KONG COMPANY SECRETARY

Chan Lok Tung 17/F., Leighton Centre, 77 Leighton Road, Causeway Bay, Hong Kong

AUDITORS

TSATR – AUDIT SERVICES LIMITED LIABILITY COMPANY

Public Interest Entity Auditor recognised in accordance with the Accounting and Financial Reporting Council Ordinance

Russian Federation, 115035, Moscow, Sadovnicheskaya naberezhnaya, 75

AUTHORISED REPRESENTATIVES

- Mr. Evgenii Nikitin
- Ms. Chan Lok Tung
- Mr. Eugene Choi

PRINCIPAL SHARE REGISTRAR

Joint Stock Company "Interregional Registration Center"

Podsosensky pereulok, 26, str.2, Moscow, 105062, Russian Federation

HONG KONG BRANCH SHARE REGISTRAR

Hongkong Managers and Secretaries Limited,
Units 1607-8, 16/F, Citicorp Centre,
18 Whitfield Road, Causeway Bay,
Hong Kong

AUDIT COMMITTEE MEMBERS

- Mr. Kevin Parker *(chairman)*
- Ms. Anna Vasilenko
- Mr. Bernard Zonneveld

CORPORATE GOVERNANCE AND NOMINATION COMMITTEE MEMBERS

- Mr. Bernard Zonneveld *(chairman)*
- Mr. Christopher Burnham
- Ms. Anna Vasilenko

REMUNERATION COMMITTEE MEMBERS

- Ms. Anna Vasilenko *(chairman)*
- Dr. Evgeny Shvarts
- Mr. Christopher Burnham

COMPANY WEBSITE

www.rusal.com

UC RUSAL, IPJSC

INVESTOR RELATIONS CONTACT

Moscow

IR team
1 Vasilisy Kozhinoy str. Moscow 121096
Russian Federation
InvestorRelations@rusal.com

Hong Kong

Karen Li Wai-Yin
Suite 3301, 33rd Floor,
Jardine House
1 Connaught Place
Central
Hong Kong
Karen.Li@rusal.com

APPROVAL OF THE REPORT

This Annual Report was approved by the Board of Directors of the Company on 18 April 2025 (Minutes No. 250401 dated 18 April 2025). In accordance with the requirements of the Hong Kong Stock Exchange, the annual report must be disclosed by 30 April 2025 (subject to clause 35.5 of the Company's Charter). Approval of the Annual Report by the General Meeting of Shareholders is scheduled for June 2025 (the final date of the meeting will be disclosed in due course).


Designed by VisualMethod Studio