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

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

## **OVERSEAS REGULATORY ANNOUNCEMENT**

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

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

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

07 May 2025

As at the date of this announcement, the members of the Board of Directors are the following: the executive Directors are Mr. Evgenii Nikitin, Ms. Natalia Albrekht and Ms. Elena Ivanova, the non-executive Directors are Mr. Vladimir Kolmogorov, Mr. Semen Mironov and Mr. Aleksander Danilov, and the independent non-executive Directors are Mr. Christopher Burnham, Ms. Liudmila Galenskaia, Mr. Kevin Parker, Dr. Evgeny Shvarts, Ms. Anna Vasilenko and Mr. Bernard Zonneveld (Chairman).

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

## Notice

## on the material fact of convocation of the general meeting of participants (shareholders) of the issuer

1. General information		
1.1. Full corporate name (for a non-profit organization - name) of the issuer	United Company RUSAL, international public joint-stock company	
1.2. Address of the issuer indicated in the unified state register of legal entities	Office 410, 8, Oktyabrskaya street, Kaliningrad region, Kaliningrad 236006, Russian Federation	
1.3. Primary State Registration Number (OGRN) of the issuer (if applicable)	1203900011974	
1.4. Taxpayer Identification Number (INN) of the issuer (if applicable)	3906394938	
1.5. The issuer's unique code assigned by the Bank of Russia	16677-A	
1.6. Website address used by the issuer for the purposes of disclosure of information	http://www.e-disclosure.ru/portal/company.aspx?id=38288 http://rusal.ru/investors/info/moex/	
1.7. Date of the event (material fact) being subject matter of the notice	07.05.2025	
2. Notice content		

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

2.2. The form of holding of the general meeting of participants (shareholders) of the issuer (meeting (compresence) or absentee voting): the meeting, voting at which is combined with absentee voting (with the possibility of filling out and sending voting ballots in electronic form).

2.3. Date, place, time of the general meeting of participants (shareholders) of the issuer, postal address, e-mail address for sending completed voting ballots and if the general meeting of shareholders is held with the possibility of filling out the electronic form of ballots on the Internet, the address of the website on the Internet where the electronic forms of voting ballots are filled out is also indicated:

Date of the extraordinary meeting of the general meeting of shareholders of the Issuer: 02 June 2025.

Place of the extraordinary meeting of the general meeting of shareholders of the Issuer: Hotel "Kaiserhof", Oktyabrskaya street, 6a, Kaliningrad, Russian Federation.

Time of the extraordinary meeting of the general meeting of shareholders of the Issuer: 11:00 a.m at local time in Kaliningrad (5:00 p.m. Hong Kong time)

Mailing address for sending completed voting ballots: 26 Podsosensky Lane, building 2, Moscow, 105062, Russian Federation.

The address of the website on the Internet where electronic forms of voting ballots are filled out: https://online.e-vote.ru in case of registration of rights to shares in Joint-stock company "Interregional Registration Center".

2.4. Start time of registration of persons participating in the general meeting of participants (shareholders) of the issuer (in case of holding the general meeting in the form of a meeting (joint presence): 10:30 a.m. local time in Kaliningrad (4:30 p.m. Hong Kong time).

2.5. Deadline for accepting voting ballots (if the general meeting is held in the form of absentee voting): 31 May 2025 until 11 a.m. local time in Kaliningrad (17:00 Hong Kong time).

2.6. The date on which the persons entitled to participate in the general meeting of the issuer's participants (shareholders) are determined (fixed): 08 May 2025 (the date on which the persons entitled to vote when making decisions at the extraordinary meeting of the general meeting of shareholders of the Issuer are determined (fixed).

2.7. The agenda of the general meeting of participants (shareholders) of the issuer:

1. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents, including correspondence and other communications of RUSAL, including internal correspondence of RUSAL, correspondence between the members of the board of directors of the Company, correspondence between management of the Company and the members of the board of directors of the Company regarding the recommendation, distribution, calculation, rationale for and/or voting on any dividend-related matters starting from 2015, including any instructions, recommendations, guidance, directions, suggestions, incentives, reports following the board meetings or any other Documents indicating decision-making authority or influence.

2. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents related to the sharing of any tangible and/or intangible assets between EN+ and the Company, including physical assets, financial resources, software, know-how, etc. for the period from 2015 until present.

3. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents regarding the vetting process in respect of each candidate member of the board of directors of the Company, nominated from 2018.

4. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents regarding search and selection of candidates for the positions of directors of the Company by independent executive search firm starting from 2018

5. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents regarding selection of independent executive search firm and interaction with it starting from 2018.

6. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents, including correspondence and other communications between RUSAL and All-Russian public organization Mining and Metallurgical Trade Union of Russia, regarding selection, nomination, approval of candidates nominated by the All-Russian public organization Mining and Metallurgical for the period from April 2018 to 2019.

7. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents related to remuneration of the chairman of the board of directors of the Company and the members of the board of directors of the Company, including any correspondence between RUSAL and / or the chairman of the board of directors of the Company and/or the members of the board of directors of the Company, other internal correspondence of RUSAL for the period from 2015 until present.

8. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of correspondence between RUSAL and Hong Kong Exchanges and Clearing Limited, related to clauses 5.2 and 15.1 of the SHA.

9. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents, including correspondence and other communications regarding the establishment, potential or planned implementation of the Dividend Policy as provided in the SHA before the amendments introduced in 2015 for the period from 2010 to August 2015.

10. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents related to amendment of the Dividend Policy of the Company in 2015, including but not limited to preparatory materials, internal explanation of the proposed economic model, correspondence between RUSAL and Hong Kong Exchanges and Clearing Limited.

11. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents related to amendment of the Dividend Policy in 2017, including correspondence between RUSAL and Hong Kong Exchanges and Clearing Limited, internal correspondence of RUSAL.

12. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents related to amendment of the Dividend Policy in 2017, including correspondence of RUSAL with PJSC Moscow Exchange on compliance with the PJSC Moscow Exchange Listing Rules in respect of the Dividend policy.

13. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents, including correspondence and other communications related to the adoption of the Charter in course of the redomiciliation of the Company, including communications between RUSAL and Hong Kong Exchanges and Clearing Limited for the period from 2018 until 2019.

14. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents, including all agreements and other arrangements (including facility agreements and other financing arrangements) that contain provisions specifying the procedure for or restricting the payment of dividends by the Company.

15. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company the Company's schedule of loan and borrowing drawdowns and repayments in accordance with loan agreements of the Company for each reporting period from 2015 to 2025, with a specification by each loan.

16. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents related to actual loan and borrowing drawdowns and repayments of the Company for each reporting period from 2015 to 2025, with a specification by each loan.

17. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents related to waivers, consents and covenant reliefs sought and/or obtained by the Company under its facility agreements in the period from 2015.

18. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents regarding decisions not to seek and/or obtain the relevant waivers of creditors from the application of restrictions (permissions to deviate from the provisions of the relevant agreements) under facility agreements of the Company in the period from 2015.

19. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents concerning planned investment programs of the Company for the period from 2015 until present, including list of investment projects, expected implementation timelines for each project, total amount of required investments.

20. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents related to planned capital expenditures of the Company for each reporting period from 2015 until present, with a breakdown by each investment project according to the approved budget of the Company for each year separately.

21. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents related to actual capital expenditures of the Company for each reporting period from 2015 until present, with a breakdown by each investment project.

22. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents concerning non-core investments of the Company, including purchase of PJSC RusHydro's shares, reflecting total amount of investments, projections, business plans, reports on the project implementation.

23. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents related to investments in the project with Braidy Industries Inc.

24. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents related to financing and implementing environmental programs of the Company in the period between 2015 and 2025.

25. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents related to financing of construction of Taishet aluminum smelter and Taishet anode plant, as well as Documents related to market value and impairment of Taishet aluminum smelter and Taishet anode plant, in the period between 2017 and 2025.

26. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents related to dealings with management of liquidity of the Company, including detailed month-on-month projections of the Company's cash balances, actual monthly (or daily) cash balances, for the period between 2015 and 2025.

27. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents, including correspondence and other communications, related to the buyback of shares of PJSC MMC Norilsk Nickel including:

a. Agreement dated 10 December 2012 in relation to PJSC MMC Norilsk Nickel between the Company, Whiteleave Holding Limited, Crispian Investments Limited, Mr Vladimir Potanin and Mr Roman Abramovich as amended and restated;

b. Side letter No 15 to the agreement dated 10 December 2012 in relation to PJSC MMC Norilsk Nickel between the Company, Whiteleave Holding Limited, Crispian Investments Limited, Mr Vladimir Potanin and Mr Roman Abramovich as amended and restated. 28. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of internal correspondence of the Company, correspondence between RUSAL and PJSC MMC Norilsk Nickel or other parties to the shareholders' agreement in relation to buyback of shares of PJSC MMC Norilsk Nickel.

29. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents related to the negotiations related to the dividends of PJSC MMC Norilsk Nickel after 2017.

30. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents concerning circumstances of Mr Nickolas Jordan's resignation, including a list of persons recommended to be sanctioned by Ukraine, correspondence or other communications with Mr Jordan for the period from 2020 to July 2022.

31. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents related to performance of the Company's monthly reporting / certification obligations under the Terms of Removal signed with OFAC for the period from December 2018 until present, including correspondence in this respect with OFAC.

32. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents concerning communications of the Company with OFAC regarding dividend payments, any restrictions affecting such payments and/or partial or whole impossibility to perform the obligations under the SHA from 7 September 2018 until present.

33. Provision no later than 30 May 2025 to SUAL as a shareholder of the Company of copies of Documents concerning communications of Lord Barker with OFAC regarding dividend payments, any restrictions affecting such payments and/or partial or whole impossibility to perform the obligations under the SHA from 7 September 2018 until present."

2.8. The procedure for familiarization with the information (materials) to be provided in preparation for the general meeting of participants (shareholders) of the issuer, and the address at which it can be viewed:

Familiarization with the information (materials) for the extraordinary meeting of the General Meeting of shareholders of the Issuer will take place within 20 days prior to the date of the extraordinary meeting of the General Meeting of shareholders of the Issuer, inclusive, the information will also be available at the extraordinary meeting of the General Meeting of Shareholders of the Issuer. The information provided to the Shareholders shall be available for familiarization at: 236006, Kaliningrad region, city of Kaliningrad, ul. Oktyabrskaya 8, office 410 on business days in the Russian Federation, from 9:00 a.m. to 6:00 p.m. local time and at 17/F., Leighton Centre, 77 Leighton Road, Causeway Bay, Hong Kong on business days in Hong Kong, from 10:00 a.m. to 1:00 p.m. and from 2:00 p.m. to 5:00 p.m. local time..

2.9. Identification features of securities (shares, the owners of which are entitled to participate in the general meeting of shareholders of the issuer): Ordinary shares, registration number of the securities issue: 1-01-16677-A, date of registration: 03.09.2020, international securities identification code (ISIN): RU000A1025V3, classification of financial instruments international code (CFI): ESVXFR. The resolution of the Bank of Russia on the state registration of the issue of shares of the international company came into force on the date of state registration of the international company (Section 11, Article 7 of the Federal Law dated 03.08.2018 N 290-FZ On International Companies and International Funds), i.e. on 25.09.2020. The Issuer's shares are circulated outside the Russian Federation by circulation in accordance with foreign law of shares under the trade code 486 on the main board of the Hong Kong Stock Exchange.

2.10. Person or body of the issuer that resolved to convene the general meeting of participants (shareholders) of the issuer, and the date of the said resolution, and if such a body of the issuer is its collegial executive body or the board of directors (supervisory board) - also the date of drawing up and the number of the minutes of the meeting of the collegial executive body or the board of directors (supervisory board) of the issuer at which the said resolution was made: **Resolution of the Board of Directors of UC RUSAL**, **IPJSC dated 25 April 2025** (Minutes of the Board of Directors of UC RUSAL, **IPJSC dated 28 April 2025**) and resolution of the Board of Directors of UC RUSAL, **IPJSC dated 06 May 2025** (Minutes of the Board of Directors meeting No.250501 dated 07 May 2025).

2.10. The name of the court that made the decision on forcing the issuer to hold an extraordinary general meeting of participants (shareholders), the date and other details (if any) of such a decision, if the extraordinary general meeting of participants (shareholders) of the issuer is held pursuant to the said court decision: *Not applicable*.

3. Signature			
3.1. Legal Counsel (acting under Power of			
Attorney No OKR-DV-24-0012 dated			
February 12, 2024)		T. Atrokhova	
(name of the position of the authorized	(signature)	(full name)	
person of the issuer)			
3.2. Date "07" May 2025.			