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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)*

**(HKSE Stock Code: 486; Moscow Exchange Security Code: RUAL;  
SPB Exchange Security Code: RUAL)**

### NOTICE OF EXTRAORDINARY GENERAL MEETING

#### DEAR SHAREHOLDERS

United Company RUSAL, international public joint-stock company (the “**Company**”) hereby gives you notice of holding an extraordinary general meeting of shareholders (“**EGM**”) of the Company.

Full corporate name of the Company	<b>United Company RUSAL, international public joint-stock company</b>
Location of the Company	<b>Kaliningrad region, Kaliningrad, Russian Federation</b>
Registered office of the Company	<b>Office 410, 8, Oktyabrskaya street, Kaliningrad region, Kaliningrad 236006, Russian Federation</b>
Form of the EGM	<b>Physical meeting (compresence), including for the Shareholders in Hong Kong by way of telecommunication means through live broadcast of the EGM</b>
Method of decision—making by the EGM	<b>The meeting at which voting is combined with absentee voting with the possibility of filling out and sending voting ballots in electronic form</b>
Date and time of the EGM	<b>11 July 2025 at 10:00 a.m Kaliningrad time /4:00 p.m. Hong Kong time</b>
Place of holding the EGM (address)	<b>“ibis Kaliningrad Center” hotel, Moskovsky prospect, 52, Kaliningrad, Russian Federation</b>
Time when the registration of persons entitled to participate in the EGM (start time of registration for participation in the EGM)	<b>11 July 2025 at 9:30 a.m. Kaliningrad time/ 3:30 p.m. Hong Kong time</b>
Date on which the persons entitled to vote in the decision-making process by the EGM are determined (recorded)	<b>18 June 2025</b>
Deadline for accepting voting ballots during absentee voting	<b>9 July 2025 at 10:00 a.m Kaliningrad time/ 4:00 p.m. Hong Kong time</b>

## **EGM AGENDA:**

**AGENDA ITEM 1:** Provision to a shareholder of the Company holding more than 20% of the Company's shares and making within a reasonable time the respective request to the Company of copies of Documents constituting or evidencing instructions, recommendations, guidance, directions, suggestions, incentives directed at RUSAL Board members by EN+ in connection with adoption of dividend resolutions for the years 2017-2024.

**PROPOSED RESOLUTION ON ITEM 1:** To provide to a shareholder of the Company holding as of 11 July 2025 more than 20% of the Company's shares and making within a reasonable time the respective request to the Company of copies of Documents constituting or evidencing instructions, recommendations, guidance, directions, suggestions, incentives directed at RUSAL Board members by EN+ in connection with adoption of dividend resolutions for the years 2017-2024.

**AGENDA ITEM 2:** Provision to a shareholder of the Company holding more than 20% of the Company's shares and making within a reasonable time the respective request to the Company of copies of communications passing within and between EN+ and RUSAL from 2019 to 2024 concerning the impact of the ToR's restrictions on the distribution of dividends to Mr Oleg Deripaska.

**PROPOSED RESOLUTION ON ITEM 2:** To provide to a shareholder of the Company holding as of 11 July 2025 more than 20% of the Company's shares and making within a reasonable time the respective request to the Company of copies of communications passing within and between EN+ and RUSAL from 2019 to 2024 concerning the impact of the ToR's restrictions on the distribution of dividends to Mr Oleg Deripaska.

**AGENDA ITEM 3:** Provision to a shareholder of the Company holding more than 20% of the Company's shares and making within a reasonable time the respective request to the Company of copies of all Documents, correspondence and communications relating to EN+ Nomination Committee starting from 2018 to 2024.

**PROPOSED RESOLUTION ON ITEM 3:** To provide to a shareholder of the Company holding as of 11 July 2025 more than 20% of the Company's shares and making within a reasonable time the respective request to the Company of copies of all Documents, correspondence and communications relating to EN+ Nomination Committee starting from 2018 to 2024.

**AGENDA ITEM 4:** Provision to a shareholder of the Company holding more than 20% of the Company's shares and making within a reasonable time the respective request to the Company of copies of all Documents, correspondence and communications relating to the vetting process in respect of each candidate of the RUSAL Board member, starting from 2018 to 2024.

**PROPOSED RESOLUTION ON ITEM 4:** To provide to a shareholder of the Company holding as of 11 July 2025 more than 20% of the Company's shares and making within a reasonable time the respective request to the Company of copies of all Documents, correspondence and communications relating to the vetting process in respect of each candidate of the RUSAL Board member, starting from 2018 to 2024.

**AGENDA ITEM 5:** Provision to a shareholder of the Company holding more than 20% of the Company's shares and making within a reasonable time the respective request to the Company of copies of all Documents, correspondence and communications relating to search and selection of candidates for the positions of RUSAL's directors by independent executive search firm starting from 2018 to 2024.

**PROPOSED RESOLUTION ON ITEM 5:** To provide to a shareholder of the Company holding as of 11 July 2025 more than 20% of the Company's shares and making within a reasonable time the respective request to the Company of copies of all Documents, correspondence and communications relating to search and selection of candidates for the positions of RUSAL's directors by independent executive search firm starting from 2018 to 2024.

**AGENDA ITEM 6:** Provision to a shareholder of the Company holding more than 20% of the Company's shares and making within a reasonable time the respective request to the Company of copies of all Documents, correspondence and communications relating to selection of independent executive search firm and interaction with it starting from 2018 to 2024.

**PROPOSED RESOLUTION ON ITEM 6:** To provide to a shareholder of the Company holding as of 11 July 2025 more than 20% of the Company's shares and making within a reasonable time the respective request to the Company of copies of all Documents, correspondence and communications relating to selection of independent executive search firm and interaction with it starting from 2018 to 2024.

**AGENDA ITEM 7:** Provision to a shareholder of the Company holding more than 20% of the Company's shares and making within a reasonable time the respective request to the Company of copies of all Documents relating to the discussion of RUSAL's dividend policy from time to time, including the terms, interpretation, application and consideration of the dividend policy and any change thereto, to include Documents relating to the meeting on 15 July 2015.

**PROPOSED RESOLUTION ON ITEM 7:** To provide to a shareholder of the Company holding as of 11 July 2025 more than 20% of the Company's shares and making within a reasonable time the respective request to the Company of copies of all Documents relating to the discussion of RUSAL's dividend policy from time to time, including the terms, interpretation, application and consideration of the dividend policy and any change thereto, to include Documents relating to the meeting on 15 July 2015.

**AGENDA ITEM 8:** Provision to a shareholder of the Company holding more than 20% of the Company's shares and making within a reasonable time the respective request to the Company of copies of all agreements to which RUSAL is party which contain covenants which restricted the payment of dividends by RUSAL for the years 2017- 2024, and all communications with covenant beneficiaries relating to RUSAL seeking waivers, consents or relief from those covenants.

**PROPOSED RESOLUTION ON ITEM 8:** To provide to a shareholder of the Company holding as of 11 July 2025 more than 20% of the Company's shares and making within a reasonable time the respective request to the Company of copies of all agreements to which RUSAL is party which contain covenants which restricted the payment of dividends by RUSAL for the years 2017- 2024, and all communications with covenant beneficiaries relating to RUSAL seeking waivers, consents or relief from those covenants.

**AGENDA ITEM 9:** Provision to a shareholder of the Company holding more than 20% of the Company's shares and making within a reasonable time the respective request to the Company of copies of Documents recording RUSAL's actual loan and borrowing drawdowns and repayments for each reporting period from 2015 to 2024, with a breakdown by each loan.

**PROPOSED RESOLUTION ON ITEM 9:** To provide to a shareholder of the Company holding as of 11 July 2025 more than 20% of the Company's shares and making within a reasonable time the respective request to the Company of copies of Documents recording RUSAL's actual loan and borrowing drawdowns and repayments for each reporting period from 2015 to 2024, with a breakdown by each loan.

**AGENDA ITEM 10:** Provision to a shareholder of the Company holding more than 20% of the Company's shares and making within a reasonable time the respective request to the Company of copies of the Agreement dated 10 December 2012 in relation to PJSC "Mining and Metallurgical Company "Norilsk Nickel"" between RUSAL, Whiteleave Holdings Limited, Crispian Investments Limited, Mr Vladimir Potanin and Mr Roman Abramovich as amended and restated.

**PROPOSED RESOLUTION ON ITEM 10:** To provide to a shareholder of the Company holding as of 11 July 2025 more than 20% of the Company's shares and making within a reasonable time the respective request to the Company of copies of the Agreement dated 10 December 2012 in relation to PJSC "Mining and Metallurgical Company "Norilsk Nickel"" between RUSAL, Whiteleave Holdings Limited, Crispian Investments Limited, Mr Vladimir Potanin and Mr Roman Abramovich as amended and restated.

**AGENDA ITEM 11:** Provision to a shareholder of the Company holding more than 20% of the Company's shares of copies of Side letter No 15 to the Agreement dated 10 December 2012 in relation to PJSC "Mining and Metallurgical Company "Norilsk Nickel"" between the RUSAL, Whiteleave Holdings Limited, Crispian Investments Limited, Mr Vladimir Potanin and Mr Roman Abramovich as amended and restated.

**PROPOSED RESOLUTION ON ITEM 11:** To provide to a shareholder of the Company holding as of 11 July 2025 more than 20% of the Company's shares of copies of Side letter No 15 to the Agreement dated 10 December 2012 in relation to PJSC "Mining and Metallurgical Company "Norilsk Nickel"" between the RUSAL, Whiteleave Holdings Limited, Crispian Investments Limited, Mr Vladimir Potanin and Mr Roman Abramovich as amended and restated.

**AGENDA ITEM 12:** Provision to a shareholder of the Company holding more than 20% of the Company's shares and making within a reasonable time the respective request to the Company of copies of communications between Mr Nicholas Jordan, EN+ and RUSAL relating to the resignation of Mr Nicholas Jordan from Rusal's Board.

**PROPOSED RESOLUTION ON ITEM 12:** To provide to a shareholder of the Company holding as of 11 July 2025 more than 20% of the Company's shares and making within a reasonable time the respective request to the Company of copies of communications between Mr Nicholas Jordan, EN+ and RUSAL relating to the resignation of Mr Nicholas Jordan from Rusal's Board.

**The terms in the proposed resolutions on items No. 1-12 are defined as follows (in accordance with the terms and definitions specified in the Requirement):**

**“EN+” means EN+ GROUP IPJSC.**

**“RUSAL” means UC RUSAL IPJSC (United Company RUSAL Plc before redomiciliation), including each current and former member of the board of directors of the Company, including current and former chairman of the board of directors of the Company, current and former members of the executive bodies of the Company (including CEO), its current and former officers, agents, affiliates and employees in their respective capacities, as well as any other person acting on behalf of the Company in any matters relevant to this request, whether they are formally authorized to do so or not.**

**“ToR” means the Agreement dated 19 December 2018 between EN+ Group PLC, UC RUSAL, and the Office of Foreign Assets Control on the terms of removal of EN+ Group PLC, UC Rusal PLC, and JSC Eurosibenergo from the List of specially designated nationals and blocked persons.**

**“Charter” means the Charter of the Company approved by the resolution of the general meeting of shareholders of United Company RUSAL Plc dated 1 August 2019 and resolution of the board of directors of United Company Plc dated 8 August 2019.**

**“Documents” means a writing, communication, picture, drawing, program or data of any kind, whether recorded or maintained on paper or by electronic, audio, visual or any other means.**

**Materials and information provided to persons entitled to participate in the EGM:**

Circular for shareholders, containing, inter alia:

- draft resolutions of the EGM;
- recommendations of the Board on the voting on EGM agenda items.

The Shareholders will be able to familiarise themselves with information (materials) concerning the EGM within 20 days, up to and including the date of the EGM. The information provided to the Shareholders shall be available for review 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.

Each EGM participant must bring their passport or other identity document to the EGM for the purpose of identification, and for authorised representative of the Shareholder, a power of attorney for the right to participate in the EGM on behalf of the Shareholder and (or) documents confirming the right to act on behalf of the Shareholder in the absence of a power of attorney or other necessary powers. If the registration of rights to Shares is carried out in HKMS through a nominee holder, and you would like to personally participate in the EGM, please contact your broker, bank, custodian, or other nominee holder through whom you own shares, for instructions on the necessary actions for personal participation. When attending an EGM in person, depending on the rules and regulations in force at the time, a QR-code issued to the visitor may be required.

Please note that Shareholders registered in the Company's register of shareholders must provide information about changes in their data, including address data, bank details, to the Company's registrars, if there are such changes.

### **IRC Registered Shareholders**

In case your rights to Shares are registered by the joint-stock company "Interregional Registration Center" (hereinafter referred to as — **JSC "IRC"** or the **"Registrar"**), you are requested to (1) submit to the Company or the Registrar a completed and signed voting ballot in accordance with the Company's instructions, or (2) access the online portal at <https://online.e-vote.ru> which will allow you to virtually attend the EGM and vote by completing the electronic form of the ballot (for Shareholders whose rights to Shares are registered through a nominee holder, completion of the electronic form of the ballot will be available after the nominee holder discloses information about such a Shareholder as a person entitled to participate in the EGM (provides the information to JSC "IRC"), or (3) if the registered person in the register of shareholders is a nominee holder, and not the Shareholder himself, to vote by giving instructions to the nominee holder.

### **HKMS Registered Shareholders**

In case of registration of rights to Shares in Hongkong Managers and Secretaries Limited (hereinafter referred to as **"HKMS"**), you are requested to complete and submit a proxy form in the manner described in the circular to Shareholders dated 19 June 2025 (the **"Circular"**).

Any Shareholder whose rights to Shares are registered with HKMS and who wishes to view and listen to the EGM online is required to send his/her full name (as appears on his/her identification document) and phone number to the following email address: [registrar@hkmanagers.com](mailto:registrar@hkmanagers.com), not later than 48 hours before the appointed time and date of the EGM. Shareholders whose rights to Shares are registered with HKMS may be required to present identification documents (sufficient for the Company and/or HKMS in their sole discretion to verify their identity against Shareholders' records) prior to being provided with the link to view the EGM online. Shareholders whose rights to Shares

are registered with HKMS should be able to access the live webcast of the EGM using such link from the start of the EGM until its conclusion. However, the online link will not enable Shareholders whose rights to Shares are registered with HKMS to vote on any resolutions at the EGM online and therefore they may only vote on any resolution of the EGM in advance by proxy in accordance with the procedure as set out in the Circular.

Shareholders whose rights to Shares are registered with HKMS who would like to raise questions in relation to the business of the EGM can do so by sending questions via email to the following email address: registrar@hkmanagers.com. Shareholders whose rights to Shares are registered with HKMS are required to send his/her full name (as appears on his/her identification document) when submitting the questions, and only questions submitted by Shareholders the identification of which have been verified by the Company and/or HKMS against Shareholders' records (the sufficiency of which is at their sole discretion) will be accepted. Shareholders whose rights to Shares are registered with HKMS are encouraged to submit questions in advance of the EGM in order for the Company to facilitate their moderation.

All holders of the Shares who were Shareholders as at the record date of the EGM have the right to vote on the items on the agenda of the EGM. The EGM resolutions on items 1 to 12 put to vote will be passed if a majority of the votes of the Shareholders who own the voting Shares and participate in the EGM cast for the resolutions (“**Ordinary Resolutions**”). Voting at the EGM shall be on the principle of “one Share — one vote”. Voting at the EGM will be taken by way of poll.

**Procedure for sending of voting ballot (in case your rights are registered by JSC “IRC”)**

The voting ballot(s) will be available on the Company's website on the internet at <https://www.rusal.ru>. They will also be circulated in accordance with applicable requirements.

The postal address to send your completed voting ballots: JSC “IRC”, Podsosensky pereulok, 26, str.2, Moscow, 105062, Russian Federation.

Persons who have duly registered to participate in the EGM and Shareholders whose original voting ballots were sent to JSC “IRC” or the Company at the above-mentioned postal address and were received by JSC “IRC” or the Company no later than 48 hours before the time set for the EGM, are considered to have participated in the EGM. Shareholders who, in accordance with the Russian securities legislation, have given voting instructions to the persons which keep records of their rights to Shares, are also considered to have participated in the EGM, if the information about their expression of will is received by the Registrar no later than 48 hours before the time set for the EGM. For questions related to the implementation of the right to participate in the EGM, you can contact the Registrar by e-mail to info@mrz.ru or by phone: +7 (495) 234-44-70.



**Procedure for sending of proxy forms for voting (in case your rights are registered by HKMS)**

Whether or not you intend to attend the EGM as stated in the section headed “HKMS Registered Shareholders” of the Circular, you are requested to complete the form of proxy in accordance with the instructions printed thereon and deposit it, together with the power of attorney or other authority (if any) under which it is signed or a notarized copy of such power of attorney or authority, at the office of HKMS: Hongkong Managers and Secretaries Limited, Units 1607-8, 16/F, Citicorp Centre, 18 Whitfield Road, Causeway Bay, Hong Kong, or at [proxy@hkmanagers.com](mailto:proxy@hkmanagers.com), as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the EGM. A form of proxy for use in connection with the EGM is enclosed with the Circular. In the event that a Shareholder having lodged a proxy form attends the EGM, his proxy form will be deemed to have been revoked.

For instructions on the online webcast, please refer to the user guide which will be made available on the Company’s website (<https://rusal.ru/en/>) as soon as practicable after the issue of the Circular and in any event no later than 25 June 2025.

This notice is provided in Russian, English and Chinese language version. In case of any inconsistency, the Russian version shall prevail.

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

19 June 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.*