

Location of the Company: Russian Federation,
Krasnoyarsk Territory, Dudinka

VOTING BALLOT
for the Annual General Meeting
of Shareholders of Open Joint Stock Company MMC Norilsk Nickel

Form of holding the General meeting of the
shareholders: in-person meeting

Place of holding the General meeting of the
shareholders: 24 Bolshaya Yakimanka str., Moscow
PRESIDENT HOTEL, Bolshoi Petrovsky hall

Date and time of holding the General meeting of the
shareholders: June 29, 2012 in 13:00 (local time)

Registration of shareholders will begin at 11:00 (local time). Registration of persons, who are eligible to participate in the general meeting but did not register to participate in the general meeting prior to its opening, does not stop before the end of discussion on the last item of the agenda, for which quorum is present.

Name of the shareholder (from the data base)

Registration No. (from the data base)

Item 1 of the agenda:		
Number of votes held by the shareholder in voting on the item: (from the data base)		
To approve MMC Norilsk Nickel's 2011 Annual Report.		"FOR" <input type="checkbox"/> _____ votes "AGAINST" <input type="checkbox"/> _____ votes "ABSTAINED" <input type="checkbox"/> _____ votes
Item 2 of the agenda:		
Number of votes held by the shareholder for voting on the item: (from the data base)		
To approve MMC Norilsk Nickel's 2011 Annual Accounting Statements including Profit and Loss Statement.		"FOR" <input type="checkbox"/> _____ votes "AGAINST" <input type="checkbox"/> _____ votes "ABSTAINED" <input type="checkbox"/> _____ votes
Item 3 of the agenda:		
Number of votes held by the shareholder in voting on the item: (from the data base)		
1 To approve the distribution of profits and losses of OJSC MMC Norilsk Nickel as to 2011 in accordance with the Board of Directors recommendations exposed in the report of the Board of Directors of OJSC MMC Norilsk Nickel, containing a motivated position of the Board of Directors of the Company regarding the Agenda of the Annual General Meeting of Shareholders of the Company to be held on 29 of June, 2012. 2 To pay dividends on ordinary registered shares of MMC Norilsk Nickel for 2011 in cash in the amount of RUB 196 per ordinary share.		"FOR" <input type="checkbox"/> _____ votes "AGAINST" <input type="checkbox"/> _____ votes "ABSTAINED" <input type="checkbox"/> _____ votes
Item 4 of the agenda:		
Number of votes held by the shareholder in voting on the item: (from the data base) <small>(number of voting shares held by the shareholder multiplied by 13)</small>		
To elect the following members of the Board of Directors:		Fill in the number of votes for each of the candidates
1. Banda Enos Ned	Founder and Chief Executive Officer, FREETEL Capital (PTY) LTD.	
2. Barbashev Sergey Valentinovich	General Director, Chairman of the Managing Board, CJSC INTERROS Holding Company	
3. Bashkirov Alexey Vladimirovich	Executive Director for Investments and Asset Management of CJSC INTERROS Holding Company	
4. Bougrov Andrey Yevgenyevich	Deputy General Director, Member of the Managing Board of CJSC INTERROS Holding Company	
5. Voytovich Olga Valeryevna	Director of Legal Department of CJSC INTERROS Holding Company	
6. Voloshin Alexander Stalievich		
7. Volynets Artem Olegovich	General Director, En+ Management LLC	
8. Deripaska Oleg Vladimirovich	General Director of CJSC RUSAL Global Management BV, General Director of Basic Element Company LLC, Chief Executive Officer of UC RUSAL	
9. Dauphin Claude	Member of the Management Board, Trafigura Beheer B.V. (Group), Member of the Management Board Ecore B.V. (Group)	
10. Zakharova Marianna Alexandrovna	Deputy General Director for Legal Issues, Member of the Managing Board, CJSC INTERROS Holding Company	
11. Zelkova Larisa Gennadievna	Deputy General Director - Director of the PR Development Department, Member of the Managing Board, CJSC INTERROS Holding Company.	
12. Collins Simon Matthew	Member of the Management Board, Trafigura Beheer B.V. (Group)	
13. Mills Bradford Alan	General Director of Mandalay Resources, Executive Director of Plinian Capital	
14. Mishakov Stalbek Stepanovich	Adviser to General Director, CJSC RUSAL Global Management B.V.	
15. Moshiri Ardavan	Chairman of the Board, Metalloinvest Managing Company, Head of Department for Strategy and Business Development, Metalloinvest Trading AG	
16. Pivovarchuk Oleg Modestovich	First Deputy General Director, OJSC MMC Norilsk Nickel	
17. Prinsloo Gerhard	Partner, Bain & Company Russia LLC	

18. Razumov Dmitry Valerievich	General Director of ONEXIM Group LLC	
19. Sokov Maxim Mikhailovich	Director for Strategic Investments Management, CJSC RUSAL Global Management B.V.	
20. Strashko Vladimir Petrovich	Vice-President, Chamber of Commerce and Industry of the Russian Federation	
21. Strzhalkovsky Vladimir Igorevich	General Director – Chairman of the Management Board of OJSC MMC Norilsk Nickel	

- In electing members of the Board of Directors, the voting is cumulative, i.e. the number of votes held by each shareholder is multiplied by the number of persons to be elected to the Board of Directors (13). The shareholder may give all the votes so received for one candidate or distribute them between two or more candidates.

A fractional vote received as a result of multiplying the number of votes held by the shareholder owning a fractional share by the number of persons to be elected to the Board of Directors of the Company may be given only for one candidate.

Item 5 of the agenda:		
Number of votes held by the shareholder in voting on the item: (from the data base)		

To elect the following members of the Revision Commission:		
Voznenko Petr Valerievich	Head of OJSC MMC Norilsk Nickel Investments Management Unit, CJSC RUSAL Global Management B.V.	"FOR" <input type="checkbox"/> _____ votes "AGAINST" <input type="checkbox"/> _____ votes "ABSTAINED" <input type="checkbox"/> _____ votes
Gololobova Natalya Vladimirovna	Head of Planning and Budget Control Division, CJSC INTERROS Holding Company	"FOR" <input type="checkbox"/> _____ votes "AGAINST" <input type="checkbox"/> _____ votes "ABSTAINED" <input type="checkbox"/> _____ votes
Kargachov Alexey Anatolievich	Director of the Internal Control Department, OJSC MMC Norilsk Nickel	"FOR" <input type="checkbox"/> _____ votes "AGAINST" <input type="checkbox"/> _____ votes "ABSTAINED" <input type="checkbox"/> _____ votes
Pershinkov Dmitry Viktorovich	Chief of the Tax Planning Division of the Accounting, Taxation and Financial Reporting Department, OJSC MMC Norilsk Nickel	"FOR" <input type="checkbox"/> _____ votes "AGAINST" <input type="checkbox"/> _____ votes "ABSTAINED" <input type="checkbox"/> _____ votes
Sirotkina Tamara Alexandrovna	Chief of the Claims and Suits Division of Legal Department, OJSC MMC Norilsk Nickel	"FOR" <input type="checkbox"/> _____ votes "AGAINST" <input type="checkbox"/> _____ votes "ABSTAINED" <input type="checkbox"/> _____ votes

Item 6 of the agenda:		
Number of votes held by the shareholder in voting on the item: (from the data base)		

To approve Rosexpertiza LLC as Auditor of MMC Norilsk Nickel's 2012 Russian accounting statements.	"FOR" <input type="checkbox"/> _____ votes "AGAINST" <input type="checkbox"/> _____ votes "ABSTAINED" <input type="checkbox"/> _____ votes
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Item 7 of the agenda:		
Number of votes held by the shareholder in voting on the item: (from the data base)		

To approve Closed Joint Stock Company "KPMG" as Auditor of MMC Norilsk Nickel's 2012 consolidated annual financial statements prepared in accordance with International Financial Reporting Standards.	"FOR" <input type="checkbox"/> _____ votes "AGAINST" <input type="checkbox"/> _____ votes "ABSTAINED" <input type="checkbox"/> _____ votes
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Item 8 of the agenda:		
Number of votes held by the shareholder in voting on the item: (from the data base)		

<p>I. 1.1. To establish that the basic amount of remuneration to be quarterly paid in equal parts to an Independent Director shall be USD 120 000 per year (to be paid in equipartition mode in Russian Rubles at the exchange rate fixed by the Bank of Russia on the last working day of the reporting quarter), and that their business trip expenses shall be reimbursed upon presentation of documentary proof in accordance with the Company standards set for the I category of job positions. The amount shown above shall be gross of taxes imposed under the current laws of the Russian Federation.</p> <p>1.2. If an Independent Director presides over a Board Committee (Committees), the additional remuneration in the amount of USD 150 000 per year shall be paid quarterly in equal parts to such Independent Director for each of the Committees, over which he/she presides (to be paid in Russian Rubles at the exchange rate fixed by the Bank of Russia on the last working day of the reporting quarter). The amount shown above shall be gross of taxes imposed under the current laws of the Russian Federation.</p> <p>1.3. If an Independent Director is a member of the Board Committee (Committees), the additional remuneration in the amount of USD 50 000 per year shall be paid quarterly in equal parts to such Independent Director for each of the Committees, where the Independent Director participates (to be paid in Russian Rubles at the exchange rate fixed by the Bank of Russia on the last working day of the reporting quarter). The amount shown above shall be gross of taxes imposed under the current laws of the Russian Federation.</p> <p>1.4. Remuneration amount mentioned in p. 1.1 of this resolution shall be paid in the period from June 29, 2012 to the date, on which the term of the respective Independent Director will end or on which the respective Independent Director ceases to be independent.</p> <p>1.5. Remuneration amount mentioned in p. 1.2 of this resolution shall be paid in the period from the election of an Independent Director as the Chairman of a Committee until he/she ceases to carry out his/her professional duties as the Chairman of the Committee or on which the respective Independent Director ceases to be independent.</p> <p>1.6. Remuneration amount mentioned in p. 1.3 of this resolution shall be paid in the period from the election of an Independent Director as the Member of a Committee until he/she ceases to carry out his/her professional duties as the Member of the Committee or on which the respective Independent Director ceases to be independent.</p> <p>1.7. If the Chairman of the Board of Directors is an Independent Director, the basic amount of remuneration to be paid quarterly in equal parts to such Director shall be USD 1 000 000 per year (to be paid in Russian Rubles at the exchange rate fixed by the Bank of Russia on the last working day of the reporting quarter less additional remunerations provided for by p.1.1 – 1.3 of this Resolution). The above mentioned amount shall be a gross amount before taxes and charges.</p> <p>1.8. Remuneration amount mentioned in p.1.7 of this Resolution shall be paid in the period from the election of an Independent Director as the Chairman of the Board of Directors until he/she ceases to carry out his/her professional duties as the Chairman of the Board of Directors.</p> <p>II. The payment of the above stated remunerations shall be done after the Independent Director signs Confidentiality Agreement in accordance with the form approved by the Board of Directors of OJSC MMC Norilsk Nickel.</p>	<p>"FOR" <input type="checkbox"/> _____ votes "AGAINST" <input type="checkbox"/> _____ votes "ABSTAINED" <input type="checkbox"/> _____ votes</p>
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Item 9 of the agenda:		
Number of votes held by the shareholder in voting on the item: (from the data base)		

<p>To approve interrelated transactions, which are interested party transactions for all members of OJSC MMC Norilsk Nickel's Board of Directors and Management Board, a subject of which is an obligation of OJSC MMC Norilsk Nickel to indemnify members of the Board of Directors and Management Board for damages that they may suffer in connection with their appointment to corresponding positions, in the amount not exceeding USD 115,000,000 (one hundred fifteen million US dollars) for each member.</p>	<p>"FOR" <input type="checkbox"/> _____ votes "AGAINST" <input type="checkbox"/> _____ votes "ABSTAINED" <input type="checkbox"/> _____ votes</p>
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<p>Item 10 of the agenda: Number of votes held by the shareholder in voting on the item: (from the data base)</p>	
<p>To approve the transaction, to which all members of MMC Norilsk Nickel Board of Directors and Management Board are interested parties and the subject of which is MMC Norilsk Nickel's liability to indemnify members of MMC Norilsk Nickel Board of Directors and Management Board acting as beneficiaries to the transaction, by a Russian insurance company for the term of 1 year with the indemnification limit of USD 200,000,000 (two hundred million), the limit of USD 6,000,000 (six million) in excess of the total limit for Independent Directors, and the limit of USD 25,000,000 (twenty five million) for additional coverage of the principal agreement, at a premium not exceeding USD 1,200,000 (one million two hundred thousand).</p>	<p>"FOR" <input type="checkbox"/> _____ votes "AGAINST" <input type="checkbox"/> _____ votes "ABSTAINED" <input type="checkbox"/> _____ votes</p>

Signature of the shareholder or his/her proxy _____

in virtue of the power of proxy issued on «__», 20____ (specify the issuer of the power of proxy)

The voting ballot shall be signed by the shareholder. An incorrectly completed ballot, the same as an unsigned ballot shall be null and void.

Voting is performed by crossing the relevant block ;

- tick to show that the voting is performed by a power of proxy issued with respect to the shares transferred after the date of drawing up the list of persons having the right to take part in the General meeting.

- tick to show that the voting is performed in accordance with the instructions of the purchasers of shares transferred after the date of drawing up the list of persons having the right to take part in the General meeting and (or) in accordance with the instructions of the holders of depositary securities.

- tick to show that a part of the shares was transferred after the date of drawing up the list of persons having the right to take part in the General meeting.

The voter may choose only one variant of voting, except for cases of voting in accordance with the instructions of persons acquiring the shares after the date of drawing up the list of persons having the right to take part in the General meeting or in accordance with the instructions of the holders of depositary securities;

If more than one variant of voting remains in the ballot, in the fields for indicating the number of votes given for each variant it is necessary to state the number of votes given for the relevant variant of voting and make a note that the voting was performed in accordance with the instructions of the purchasers of shares transferred after the date of drawing up the list of persons having the right to take part in the General meeting and (or) in accordance with the instructions of the holders of depositary securities;

The person voting by a power of proxy issued with respect to the shares transferred after the date of drawing up the list of persons having the right to take part in the General meeting shall state the number of votes given for the chosen variant of voting in the field for indicating the number of votes given for the chosen variant and make a note that the voting was performed by a power of proxy issued with respect to the shares transferred after the date of drawing up the list of persons having the right to take part in the General meeting;

If after the date of drawing up the list of persons having the right to take part in the General meeting not all shares are transferred, the voter shall state the number of votes given for the chosen variant of voting in the field for indicating the number of votes given for the chosen variant and make a note that some of the shares were transferred after the date of drawing up the list of persons having the right to take part in the General meeting. In case of instructions received with respect to the shares transferred after the date of drawing up the list of persons having the right to take part in the General meeting from the purchasers of such shares coinciding with the chosen variant of voting, such votes shall be summarily added.

If a shareholder is unable for any reason to be present at the meeting at the place of its holding, the shareholder may send a completed and signed voting ballot by mail to the address CJSC Computershare Registrar, p.o. box 82, Moscow, 121108 or by delivering it in person to one of the following addresses:

- * CJSC Computershare Registrar, 8 Ivan Franco str., Moscow 121108, tel.: (495) 926-81-60;
- * Norilsk branch of the CJSC Computershare Registrar, 16 Leninsky pr., Norilsk, Krasnoyarsk region, 663301, tel.: (3919) 42-21-51;
- * St.-Petersburg branch of the CJSC Computershare Registrar, 4a Izmailovsky pr., office 314, Saint Petersburg, 190005, tel.: (812) 346-7408;
- * Krasnoyarsk branch of CJSC Computershare Registrar, 113 Lenin str., Krasnoyarsk 660017, tel.: (391)274-60-73/63;
- * OJSC Kola MMC, 1a pr. Metallurgov, room 311, Monchegorsk, 184511, tel.: (81536) 7-71-25;
- * OJSC Kola MMC, 4a Leningrad str., room 9, Zapolarny (Nickel), 184430, tel.: (81554) 3-89-18.

The documents certifying the powers of the successors and proxies of persons included in the list of persons having the right to take part in the General meeting (their notarized copies) shall be appended to the voting ballots mailed by such persons for the purpose of voting or submitted to the counting commission when such persons are registered for participation in the General meeting.