

**Statement of Material Fact
on Stages of Issuer Securities Placement**

1. General Information	
1.1. Full name of the issuer	<i>Public Joint Stock Company Mining and Metallurgical Company Norilsk Nickel</i>
1.2. Abbreviated name of the issuer	<i>PJSC MMC Norilsk Nickel</i>
1.3. The issuer's registered office	<i>Dudinka, Krasnoyarsk Krai, Russian Federation</i>
1.4. Primary State Registration Number of the issuer (OGRN)	<i>102840000298</i>
1.5. Taxpayer Identification Number of the issuer (TIN)	<i>8401005730</i>
1.6. Unique code assigned by the registering body to the issuer	<i>40155-F</i>
1.7. Internet website used by the issuer to disclose information	<i>http://www.e-disclosure.ru/portal/company.aspx?id=564 https://www.nornickel.ru/investors/disclosure/nornickel-disclosure/</i>
1.8. The date of the event (material fact) in respect of which the statement was made (if applicable)	<i>September 19, 2019</i>
2. Subject matter	
Information on approval of the document containing conditions for the separate issue of bonds placed under the bond placement program	
<p>2.1. Governing body of the issuer, which approved the document containing conditions for the separate issue (additional issue) of the bonds, placed under the bond placement program: Sole Executive Body - President of PJSC MMC Norilsk Nickel.</p> <p>2.2. Approval date of the document containing the conditions for the separate issue (additional issue) of the bonds placed under the bonds placement program and, if such decision was made by a joint governing body (general shareholders' (participants') meeting, board of directors (supervisory board), joint executive body) of the issuer, - date and location of the meeting (session), date of preparation and reference number of the minutes of the meeting (session) of the authorized governing body of the issuer where the above decision was made, quorum and results of voting with regard to adopting such decision: Decision adopted by the Sole Executive Body - President of PJSC MMC Norilsk Nickel on September 19, 2019 (Order dated September 19, 2019 No. GMK/098-p).</p> <p>2.3. Type of securities (bonds) and, if available, series and other identifications of the bonds placed under the bonds placement program: non-convertible interest-bearing certificated exchange-traded bonds of PJSC MMC Norilsk Nickel in the bearer form subject to mandatory deposit, series BO-001P-01, publicly-traded within the frames of the Series 001P Exchange-Traded Bonds Program, with identification number 4-40155-F-001P-02E, dated November 30, 2018, assigned by PJSC Moscow Stock Exchange (MOEX), (hereinafter – the Exchange-traded bonds). Issue identification number and international identification number (code) (ISIN) of the securities as of the issue date were not assigned.</p> <p>2.4. Number of placed bonds and par value of each placed bond of the issue (additional issue): 25,000,000 (twenty five million) bonds with par value 1,000 (one thousand) rubles each.</p> <p>2.5. Method of bonds placement, if placed by private offering - information on potential buyers of the bonds: public offering.</p> <p>2.6. Publicly-traded bond placement price, or procedure of its determination, or information that the said price or pricing procedure will be established by the issuer's authorized governing body after state registration of the issue (additional issue) of the bonds (assignment of identification number to the issue (additional issue)) not later than the placement start date: Exchange-traded bond placement price is set equal to 1,000 (One thousand) rubles for 1 (One) Exchange-traded bond which corresponds to 100 (One Hundred) percent of the Exchange-traded bond par value. Starting from the 2nd (Second) day of the Exchange-traded bonds placement, the buyer of the Exchange-traded bonds also pays the accumulated coupon income (ACI) on the Exchange-traded bonds calculated from the Exchange-traded bonds placement start date using the following formula: ACI = Nom * Cj * (T – T(j-1)) / 365 / 100%, where ACI - accumulated coupon income, rubles; Nom – unpaid portion of par value of one Exchange-traded bond, rubles; j – sequence number of coupon period, j = 1, 2, ..., 10; Cj - j-coupon interest rate, percent per annum (%);</p>	

T – start date of j-coupon period on which falls the Exchange-traded bonds placement;

T(j-1) – Exchange-traded bonds placement date.

ACI value per Exchange-traded bond is calculated with accuracy to the second decimal place (rounding off of the second decimal place is carried out in accordance with the mathematical rounding rules: in case the third decimal place is greater or equal to 5, the second decimal place is increased by one and in case the third decimal place is less than 5, the second decimal place remains unchanged).

2.7. Bonds placement period or procedure of its determination:

Bonds placement start date or procedure of its determination:

The Exchange-traded bonds placement start date is determined by the authorized governing body of the Issuer.

Other information on determination of the Exchange-traded bonds placement start date is given in clause

8.2. Bonds placement programs.

Bonds placement end date or procedure of its determination:

Date of the Exchange-traded bonds placement end date is set as the earliest of the following dates:

a) 3rd (Third) working day after the Exchange-traded bonds placement start date;

b) Date of placement of the last Exchange-traded bond of the issue.

Placement of the Exchange-traded bonds in tranches is not anticipated.

2.8. Bonds redemption period or procedure of its determination:

The Exchange-traded bonds are subject to redemption of the unpaid portion of the par value at the date falling on the 1820th (One thousand eight hundred twentieth) day from the exchange-traded bonds placement start date.

Dates of the start and end of the exchange-traded bonds redemption concur.

2.9. Registration or submission to the exchange (absence of registration or submission to the exchange) of bond offering statement simultaneously with the state registration of the bonds program or submission of the documents for assignment of the identification number to the exchange-traded bonds program: **The exchange was provided with a bond offering statement at the stage of assigning the identification number to the Exchange-Traded Bonds Program.**

2.10. In case the issue (additional issue) of the bonds placed under the bonds placement program is subject to the state registration and the bonds admitted (admissible) to the on-exchange trading are placed through public trading and paid in cash or securities admitted to the on-exchange trading, - information about issuer's intent to submit a securities issue (additional issue) report or a notice on the securities issue (additional issue) to the registration body at the end of placement of such securities: **not applicable to Exchange-traded bonds.**

2.11. In case the registration of the bond issue prospectus simultaneously with the state registration of the bonds program (presentation of the exchange-traded bond prospectus to the exchange simultaneously with the presentation of the documents for assignment of the identification number to the exchange-traded bonds program) did not take place, and registration (presentation to the exchange) of the prospectus for such bonds is expected in the course of the issue of the bonds placed under the bonds program, - information on the above circumstance: **A securities placement prospectus was presented to the exchange at the stage of assigning the identification number to the Exchange-Traded Bonds Program.**

Director,

Corporate Relations Department

(Power of attorney No. GMK-115/11-nt dated February 6, 2019)

September 19, 2019

N.Yu. Yurchenko