

**STATEMENT OF MATERIAL FACT**  
**The Meeting of the Board of Directors of the Issuer, its Agenda and Particular Resolutions**  
**Approved by the Board of Directors of the Issuer**

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>1028400000298</i>
1.5. Taxpayer Identification Number of the Issuer (INN)	<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><a href="http://www.e-disclosure.ru/portal/company.aspx?id=564">http://www.e-disclosure.ru/portal/company.aspx?id=564</a> <a href="http://www.nornik.ru/investoram/raskrytie-informaczii">http://www.nornik.ru/investoram/raskrytie-informaczii</a></i>
2. Subject matter meeting of the Board of Directors of the Issuer and agenda of the meeting	
<p>1. Date of resolution by Chairman of the Board of Directors regarding convening of the meeting of the Board of Directors: <i>11/11/2016</i>.</p> <p>2. Date of the meeting of the Board of Directors of the Issuer: <i>18/11/2016</i>.</p> <p>3. Agenda of the meeting of the Board of Directors of the Issuer:</p> <p><i>1. Related party transaction between the Company and PJSC ROSBANK (Surety Agreement to secure the fulfillment of financial obligations by BESK LLC).</i></p> <p><i>2. Related party transaction between the Company and TFC LLC (Addendum No. 3 to Service Contract No. TTK/198-dg/2011 dd. 12/07/2011 (No. NE-32-77/11 dd. 29/09/2011) for Refueling, Delivery and Tank-Filling with Fuel and Lubricants).</i></p> <p><i>3. Related party transaction between the Company and TFC LLC (Addendum No. 3 to Sales and Purchase Agreement No. TTK/2-dg/2014 dd. 09/01/2014 (No. NE-32-96/14 dd. 29/05/2014).</i></p> <p><i>4. Related party transaction between the Company and PCC LLC (services that involve temporary transfer of PCC LLC's employees to PJSC MMC Norilsk Nickel, with their consent, to perform employment duties specified in the employment agreement).</i></p> <p><i>5. Related party transaction between the Company and PCC LLC (construction and installation as required by project: 'Komsomolsky Mine. Increase in cupreous and disseminated ore production').</i></p> <p><i>6. Related party transaction between the Company and Norilsknickelremont LLC (Addendum No. 2 to Contract No. 88-81/14 dd. 31/01/2014).</i></p> <p><i>7. Related party transaction between the Company and Norilsknickelremont LLC (Addendum No. 11 to Contract No. 88-1731/10 dd. 09/09/2010 (NNR-392/952-10 dd. 27/08/2010).</i></p> <p><i>8. Related party transaction between the Company and Norilsknickelremont LLC (services for property relocation).</i></p> <p><i>9. Related party transaction between the Company and JSC TFC (Addendum No. 3 to Fee-Based Services Contract No. 88-514/14 dd. 12/03/2014).</i></p> <p><i>10. Related party transaction between the Company and PCC LLC (services for property relocation).</i></p> <p><i>11. Related party transaction between the Company and JSC NTEC (Addendum No. 3 to Fee-Based Services Contract No. 88-121/14 dd. 31/01/2014).</i></p> <p><i>12. Related party transaction between the Company and JSC Taimyrgaz (services for property relocation).</i></p> <p><i>13. Related party transaction between the Company and JSC Taimyrtransgaz (services for property relocation).</i></p> <p><i>14. Related party transaction between the Company and Norilskpromtransport LLC (services for property relocation).</i></p> <p><i>15. Related party transaction between the Company and Norilskpromtransport LLC (transfer of title to machinery: four red semitrailers).</i></p>	

16. *Related party transaction between the Company and Norilskpromtransport LLC (transfer of title to machinery: two TSP 94 17-000090 semitrailers).*
17. *Related party transaction between the Company and Norilskpromtransport LLC (services for cargo transportation and services to be provided with road construction equipment and machinery).*
18. *Related party transaction between the Company and PCC LLC (services for cargo transportation and services to be provided with road construction equipment and machinery).*
19. *Related party transaction between the Company and Norilsknickelremont LLC (services for cargo transportation and services to be provided with road construction equipment and machinery).*
20. *Related party transaction between the Company and JSC NTEK (services to be provided with road construction equipment and machinery).*
21. *Related party transaction between the Company and JSC NTEC (services for road maintenance).*
22. *Related party transaction between the Company and JSC Norilsk Combine (services to be provided with road construction equipment and machinery).*
23. *Related party transaction between the Company and JSC Norilsk Combine (contract price sheet for Q3 2016 to Paid Services Agreement No. NGK-58/-2000 dd. 31/01/2000).*
24. *Related party transaction between the Company and Gipronickel Institute LLC (Agreement No. 066-3513 for design engineering).*
25. *Related party transaction between the Company and Gipronickel Institute LLC (Research and Engineering Service Agreement No. 021-360n).*
26. *Related party transaction between the Company and Rosa Khutor LLC (Contract for hotel services).*
27. *Transaction between the Company and PJSIC Ingosstrakh (Policy of Civil Liability Insurance: operation of leased premises located at the address: 10, Presnenskaya nab., Moscow).*
28. *Transaction between the Company and PJSIC Ingosstrakh (Policy of Civil Liability Insurance: operation of leased premises located in Moscow International Business Center 'Mercury City').*

*Corporate Relations Department, Director*  
(Power of Attorney No. GMK-115/173-nt dd. 15/10/2015)

*N.Yu. Yurchenko*

*November 11, 2016.*