

**STATEMENT OF MATERIAL FACT**  
**Related Party Transaction Concluded by the Issuer**

| 1. General information   |  |
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| 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 (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><br/><a href="http://www.nornik.ru/investoram/raskryitie-informaczii">http://www.nornik.ru/investoram/raskryitie-informaczii</a></i> |
| 2. Subject matter<br>related party transaction concluded by the Issuer   |  |
| <p>1. Transaction category: <b><i>related party transaction.</i></b></p> <p>2. Type and subject of transaction: <b><i>Sales and Purchase Contract for nickel converter matter in concentrate and Specification No 1.</i></b></p> <p>3. Subject of the transaction, inclusive of civil rights and responsibilities respective establishment, amendment or termination thereof the transaction was concluded: <b><i>Under the Contract the Seller shall sell and the Buyer shall buy and accept the goods.</i></b></p> <p>4. Transaction fulfillment due date, parties and beneficiaries, transaction value in cash and percentage-wise from value of Issuer assets:<br/>term of the contract:<br/><b><i>Term of delivery for the goods: from Specification No 1 date until 31.12.2018, payment shall be made against delivery under terms of the Contract;</i></b><br/>parties and beneficiaries under the transaction:<br/><b><i>Buyer: Norilsk Nickel Harjavalta OY;</i></b><br/><b><i>Seller: PJSC MMC Norilsk Nickel;</i></b><br/>transaction cash value: <b><i>Preliminary value of the Specification is: USD 172 229 400;</i></b><br/>value of the transaction as a percentage of Issuer's assets: <b><i>Transaction percentage-wise value based on PJSC MMC Norilsk Nickel assets value as of 31/03/2017 - 1.14%.</i></b></p> <p>5. Value of Issuer assets as of the final day of the reporting period before the transaction (contract) date: <b><i>PJSC MMC Norilsk Nickel asset value as of 31/03/2017 amounted to RUB 863 340 761 thousand.</i></b></p> <p>6. Transaction (contract) date: <b><i>14/06/2017.</i></b></p> <p>7. Full and abbreviated company names, registered office of the legal entity or first name, last name and patronymic (if any) of the physical entity that is considered a related party under law of the Russian Federation, grounds under which the entity is considered a related party, the related party's holding in the authorized (contributed) capital (percentage of shares of stock held by the related party) of the issuer and of the legal party in the transaction:<br/><b><i>member of the Management Board Sergey Nikolaevich Dyachenko is a related party to the transaction as a member of the Board of Directors of Norilsk Nickel Harjavalta Oy, a legal entity party to the transaction;</i></b><br/>holding of Issuer shares by the related party: <b><i>0%.</i></b><br/>Stake held by the related parties in the authorized (share) capital (shares held by the related parties), which are parties to the transaction: <b><i>0%.</i></b></p> <p>8. Details regarding approval of the transaction if the transaction was approved by a duly authorized governance body of the Issuer (name of the governance body of the Issuer, which made the resolution to approve the</p> |  |

transaction, date of the resolution, date and reference of the minutes of the respective meeting of the governance body of the Issuer, which made the resolution, if was adopted by a collegial governance body of the Issuer), or a reference to the fact that the transaction was never approved: ***the transaction was approved by the Board of Directors of PJSC MMC Norilsk Nickel on June 08, 2017 (minutes of the meeting No GMK/18-pr-sd dd. 08/06/2017).***

***Corporate Relations Department, Director***

(Power of Attorney No. GMK-115/137-nt dd. 12/12/2016)

***N.Yu. Yurchenko***

***June 14, 2017***