

**M i n u t e s o f t h e m e e t i n g N o . 2
E x t r a o r d i n a r y G e n e r a l M e e t i n g o f
S h a r e h o l d e r s**

Full company name:	Public Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel (hereinafter – PJSC MMC Norilsk Nickel or the Company)
Location of the Company:	Dudinka, Krasnoyarsk Krai, Russian Federation
Type of shareholder meeting:	Extraordinary
Form of shareholder meeting:	Voting in absentia
Record date for the General Meeting:	September 5, 2017
Date of the General Meeting:	September 29, 2017
End date of voting ballot acceptance period:	September 29, 2017
Postal address for mailing filled voting ballots:	Joint Stock Company "Independent Registrar Company", 18, building 5B, ul. Stromynka, Moscow, 107076;
The website on Internet data telecommunications network, used for filling-out the digital ballots:	https://www.nrc24-7.ru/ComHolder/
Date of the present minutes of the meeting:	October 2, 2017
Chairman of the meeting	Gareth Peter Penny
Secretary of the meeting	Pavel Evgenievich Platov

A G E N D A

**Extraordinary General Meeting of Shareholders
of PJSC MMC Norilsk Nickel:**

Payment (declaration) of dividends on shares of PJSC MMC Norilsk Nickel for the first half of 2017.

QUORUM AND VOTING RESULTS:

Payment (declaration) of dividends on shares of PJSC MMC Norilsk Nickel for the first half of 2017.

Pursuant to clause 1, point 10.1 of article 48 of the Federal Law on Joint-Stock Companies, the Company's Extraordinary General Meeting convened in the form of voting in absentia, has reviewed the agenda item "Payment (declaration) of dividends on shares of PJSC MMC Norilsk Nickel for the first half of 2017", in agreement with the minutes of the meeting of counting commission on voting results dated October 2, 2017

Number of votes possessed by persons included into the list of persons eligible to cast their votes on the specific item of the General Meeting Agenda	158 245 476
Number of votes attributable to the company's voting shares for the specific item of the General Meeting Agenda, accounting for provisions of clause 4.20 of the Regulations ¹	158 245 476
Number of votes possessed by general meeting participants with respect to the specific item of the Agenda	115 902 460
Agenda item quorum – QUORATE (%)	73.2422%

Voting options	Number of votes cast for each voting option	% of the total
«In favor»	115 899 363	99.9973
«Opposed»	718	0.0006
«Abstained»	1 460	0.0013

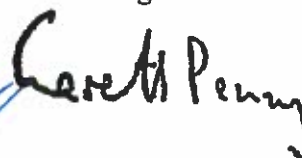
Resolved:

Item of the agenda:

1. Pay dividends on ordinary shares of PJSC MMC Norilsk Nickel for the first half of 2017 in cash in the amount of RUB 224.20 per ordinary share.
2. Set October 19, 2017 as the record date for determining persons eligible to receive the dividends.

The Minutes of the Counting Board on the voting results attached

Chairman of the meeting



Gareth Peter Penny

Secretary of the meeting



P.E. Platov

¹ Regulations on special requirements for preparing, convening and holding general meetings of shareholders, approved by Russian FFMS Decree No.12-6/pz-n dated 02.02.2012.