

**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                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                                                                                                                |
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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/raskrytie-informaczii">http://www.nornik.ru/investoram/raskrytie-informaczii</a></i> |
| 2. Subject matter of the resolutions,<br>Adopted at the meeting of the Issuer Board of Directors                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                                                                                                                                                                                                                                                |
| <p>1. Quorum at the meeting of the Board of Directors of the Issuer:<br/> <i>13 members of the Board of Directors of PJSC MMC Norilsk Nickel participated in the meeting held on 19.08.2016. The meeting is quorate.</i></p> <p>2. Resolutions adopted by the Board of Directors and the results of voting on the agenda items:<br/> <b>Re: Item 1</b><br/> <i>To approve related party transaction between the Company and State Corporation Rostec (raw materials storage agreement). Information on the subject matter, price, and material terms of the transaction under approval can be found in Annex 1.</i><br/> <i>Resolution passed unanimously.</i></p> <p><b>Re: Item 2</b><br/> <i>To approve related party transaction between the Company and State Corporation Rostec (non-disclosure agreement). Information on the subject matter, price, and material terms of the transaction under approval can be found in Annex 2.</i><br/> <i>Resolution passed unanimously.</i></p> <p>3. Date of the meeting of the Board of Directors of the Issuer, at which the resolutions were adopted: <b>19/08/2016;</b></p> <p>4. Date and reference number of the Minutes of the Meeting of the Board of Directors of the Issuer, at which the resolutions were adopted: <b>22.08.2016, MoM No. GMK/31-pr-sd.</b></p> |                                                                                                                                                                                                                                                                |

*Head of Share Capital Office*  
*Corporate Relations Department*  
(Power of Attorney No. GMK-115/39-nt dd. 18.04.2016)  
**Raychenko**

**M.A.**

**August 22, 2016**