

**STATEMENT OF MATERIAL FACT**  
**Disclosure of insider information**  
**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>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> <a href="https://www.nornickel.ru/investors/disclosure/nornickel-disclosure/">https://www.nornickel.ru/investors/disclosure/nornickel-disclosure/</a></i>
1.8 The date of the event (material fact) in respect of which the statement was made (if applicable)	<i>September 05, 2019</i>
2. Subject matter of the resolutions, Adopted at the meeting of the Issuer Board of Directors	
<p>1. Quorum at the meeting of the Board of Directors of the Issuer:  <i>13 members of the Board of Directors of PJSC MMC Norilsk Nickel participated in the meeting held on 05/09/2019. The meeting is quorate.</i></p> <p>2. Resolutions adopted by the Board of Directors and the results of voting on the agenda items:  <b>Re: Item 1</b></p> <p><i>1. To participate in the General Meeting of Shareholders of JSC Norilsk Combine.</i></p> <p><i>2. To authorize PJSC MMC Norilsk Nickel representative at the General Meeting of Shareholders of JSC Norilsk Combine to vote on the agenda item:</i></p> <p><i>- Transaction of JSC Norilsk Combine (amending terms of Insurance Policy for property, vehicles and machinery against damage, business interruption insurance (business risks) with the resolution worded as follows:</i></p> <p><i>to approve the transaction of JSC Norilsk Combine with JSC AlfaStrakhovanie, JSC SOGAZ, IPJSC Ingosstrakh (amending terms of extant Insurance Policy for property, vehicles and machinery against damage, business interruption insurance (business risks). Information on material terms of the transaction under approval can be found in the Annex.</i></p> <p><i>- IN FAVOR</i></p> <p><i>Terms of the transaction can be found in Annex 1.</i></p> <p><i>Resolution passed unanimously.</i></p> <p><b>Re: Item 2</b></p> <p><i>To approve the resolution of PJSC MMC Norilsk Nickel as the sole equity holder of Medvezhy Ruchey LLC</i></p> <p><i>- consent to transaction by Bear Creek LLC with JSC AlfaStrakhovanie, JSC SOGAZ, IPJSC Ingosstrakh (amending terms of Insurance Policy for property, vehicles and machinery against damage, business interruption insurance (business risks) as per Annex 1.</i></p> <p><i>Resolution passed unanimously.</i></p> <p><b>Re: Item 3</b></p> <p><i>To approve the resolution of PJSC MMC Norilsk Nickel as the sole shareholder of JSC Kola MMC</i></p> <p><i>- consent to transaction by JSC Kola MMC with JSC AlfaStrakhovanie, JSC SOGAZ, IPJSC Ingosstrakh (amending terms of Insurance Policy for property, vehicles and machinery against damage, business interruption insurance (business risks) as per Annex 1.</i></p> <p><i>Resolution passed unanimously.</i></p> <p><b>Re: Item 4</b></p> <p><i>To approve the resolution of PJSC MMC Norilsk Nickel as the sole shareholder of JSC NTEC</i></p>	

*- consent to transaction by JSC NTEC with JSC AlfaStrakhovanie, JSC SOGAZ, IPJSC Ingosstrakh (amending terms of Insurance Policy for property, vehicles and machinery against damage, business interruption insurance (business risks) as per Annex 1.  
Resolution passed unanimously.*

*Re: Item 5*

*To approve the resolution of PJSC MMC Norilsk Nickel as the sole shareholder of JSC Norilskgazprom*

*- consent to transaction by JSC Norilskgazprom with JSC AlfaStrakhovanie, JSC SOGAZ, IPJSC Ingosstrakh (amending terms of Insurance Policy for property, vehicles and machinery against damage, business interruption insurance (business risks) as per Annex 1.*

*Resolution passed unanimously.*

*Re: Item 6*

*To approve the resolution of PJSC MMC Norilsk Nickel as the sole shareholder of JSC TFC*

*- consent to transaction by JSC NTEC with JSC AlfaStrakhovanie, JSC SOGAZ, IPJSC Ingosstrakh (amending terms of Insurance Policy for property, vehicles and machinery against damage, business interruption insurance (business risks) as per Annex 1.*

*Resolution passed unanimously.*

*Re: Item 7*

*To approve the resolution of PJSC MMC Norilsk Nickel as the sole shareholder of JSC Norilsktransgaz*

*- consent to transaction by JSC Norilsktransgaz with JSC AlfaStrakhovanie, JSC SOGAZ, IPJSC Ingosstrakh (amending terms of Insurance Policy for property, vehicles and machinery against damage, business interruption insurance (business risks) as per Annex 1.*

*Resolution passed unanimously.*

*Re: Item 8*

*To authorize the Company to enter into the transaction with National Union of Non-Governmental Associations 'Russian Olympic Committee' (Addendum to Partnership Agreement) under terms and conditions as per Annex 2.*

*Resolution passed unanimously.*

*Re: Item 9*

*To approve the Resolution of PJSC MMC Norilsk Nickel as the sole shareholder of JSC NTEC, regarding:*

*- Restructuring of JSC NTEC: merger with JSC Taimyrenergo;*

*- Increasing the authorized capital of JSC NTEC by issuing additional ordinary uncertified registered shares of JSC NTEC*

*as per Annex 3.*

*Resolution passed unanimously.*

3. Date of the meeting of the Board of Directors of the Issuer, at which the resolutions were adopted: **05/09/2019.**

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: **05/09/2019, MoM No. GMK/25-pr-sd.**

**Director,**

**Corporate Relations Department**

(Power of Attorney No. GMK-115/11-nt dd. 06/02/2019)

**N.Yu. Yurchenko**

**September 05, 2019**