

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
Disclosure of insider information

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>http://www.e-disclosure.ru/portal/company.aspx?id=564 http://www.nornik.ru/investoram/raskrytie-informaczi</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 25/08/2016. The meeting is quorate.</i></p> <p>2. Resolutions adopted by the Board of Directors and the results of voting on the agenda items:</p> <p>Re: Item 1 <i>To approve the related party transaction between the Company and JSC NTEK (Addendum to Facility Agreement No. NN/859-2015 dd. 26/08/2015). Information on the subject matter, prices and other material terms of the transaction under approval can be found in Annex 1.</i> <i>Resolution passed unanimously.</i></p> <p>Re: Item 2 <i>To approve the related party transaction between the Company and Norilsknickelremont LLC (Addendum No. 1 to Contract No. NE-32-185/15 dd. 28/08/2015 (No. NNR-806/959-15 dd. 26/08/2015). Information on the subject matter, prices and other material terms of the transaction under approval can be found in Annex 2.</i> <i>Resolution passed unanimously.</i></p> <p>Re: Item 3 <i>To approve the related party transaction between the Company and JSC NTEK (Addendum to Facility Agreement No. NN/673-2013 dd. 27/09/2013). Information on the subject matter, prices and other material terms of the transaction under approval can be found in Annex 3.</i> <i>Resolution passed unanimously.</i></p> <p>Re: Item 4 <i>To approve the related party transaction between the Company and Gipronickel Institute LLC (design activities as required by project: 'Taimyrsky Mine. Stripping, preparation and mining of sections S-3 and S-4. Mine openings equipping'). Information on the subject matter, prices and other material terms of the transaction under approval can be found in Annex 4.</i> <i>Resolution passed unanimously.</i></p> <p>Re: Item 5 <i>To approve the related party transaction between the Company and JSC NTEK (Specification No. 2016-06 to Sales and Purchase Agreement No. 88-2648/10 dd. 28/12/2010). Information on the subject matter, prices and other material terms of the transaction under approval can be found in Annex 5.</i> <i>Resolution passed unanimously.</i></p> <p>Re: Item 6</p>	

To approve the related party transaction between the Company and PCC LLC (Specification to Supply Contract No 88-1601/11 dd. 14.07.2011 (ZSK US-396/11 dd. 20/06/2011). Information on the subject matter, prices and other material terms of the transaction under approval can be found in Annex 6.

Resolution passed unanimously.

Re: Item 7

To approve the related party transaction between the Company and PCC LLC (transfer of title to machinery: three tractors with bulldozing and ripper attachment). Information on the subject matter, prices and other material terms of the transaction under approval can be found in Annex 7.

Resolution passed unanimously.

Re: Item 8

To approve the related party transaction between the Company and Gipronickel Institute LLC (design activities as required by project: 'Skalistsy Mine. Stripping, preparation and mining of high-grade and cupreous ores at section S-2 of Talnakh deposit and at sections S-5, S-5L, S-6, S-6L of Oktyabrsky deposit. Underground facilities. Start-up Facility No. 1. Stage 2'). Information on the subject matter, prices and other material terms of the transaction under approval can be found in Annex 8.

Resolution passed unanimously.

Re: Item 9

To approve the related party transaction between the Company and Gipronickel Institute LLC (survey activities as required by project: 'Copper Plant. Smelting Shop. Repair of downcast ventilating channels. Section water dump'). Information on the subject matter, prices and other material terms of the transaction under approval can be found in Annex 9.

Resolution passed unanimously.

Re: Item 10

To approve the related party transaction between the Company and Gipronickel Institute LLC (design activities as required by project: 'Copper Plant. Smelting Shop. Repair of downcast ventilating channels. Section water dump'). Information on the subject matter, prices and other material terms of the transaction under approval can be found in Annex 10.

Resolution passed unanimously.

Re: Item 11

To approve the related party transaction between the Company and JSC Norilsk Combine (transfer of title to real estate: two items of construction in progress in Norilsk). Information on the subject matter, prices and other material terms of the transaction under approval can be found in Annex 11.

Resolution passed unanimously.

Re: Item 12

To approve Internal Control Policy of PJSC MMC Norilsk Nickel as per Annex 12.

Resolution passed unanimously.

Re: Item 13

To approve the related party transaction between the Company and JSC Norilsk Combine (cash contribution to JSC Norilsk Combine property). Information on the subject matter, prices and other material terms of the transaction under approval can be found in Annex 13.

Resolution passed unanimously.

Re: Item 14

To approve the transaction between the Company and JSC MAS (Contract for provision of services in Sochi Airport VIP/Business Lounges). Information on the subject matter, prices and other material terms of the transaction under approval can be found in Annex 14.

Resolution passed unanimously.

3. Date of the meeting of the Board of Directors of the Issuer, at which the resolutions were adopted: **25/08/2016**.

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: **26/08/2016, MoM No. GMK/32-pr-sd**.

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

M.A.

August 26, 2016