

**STATEMENT OF MATERIAL FACT**  
**Convening the Issuer's General Meeting of Shareholders and Resolutions Adopted at**  
**the Issuer's General Meeting of Shareholders**

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><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>26/04/2019.</i>
2. Subject matter	
Convening the issuer's general meeting of shareholders	
<p><b>1.</b> Type of the general meeting of shareholders of the issuer (annual (ordinary), extraordinary): annual (ordinary): <i>annual (ordinary).</i></p> <p><b>2.</b> Form of the general meeting of shareholders of the issuer (in-person meeting or voting in absentia): <i>in-person meeting.</i></p> <p><b>3.</b> Date, time, and venue of the issuer's general meeting of shareholders, mail address for filled out voting ballots, website on the Internet where digital voting ballots are available:  date of the issuer's general meeting of shareholders: <i>June 10, 2019;</i>  venue of the General Meeting of shareholders of the Issuer: <i>24 Bolshaya Yakimanka, Moscow PRESIDENT HOTEL, Bolshoi Petrovsky hall;</i>  time of the issuer's general meeting of shareholders: <i>the Annual General Meeting of Shareholders (the AGM) shall start at 11 am (Moscow time);</i>  Postal address for mailing voting ballots: <i>107996, Moscow, 18/13 ul. Stromynka, JSC IRC – R.O.S.T.;</i>  website on the Internet data telecommunications network where the voting ballots are available: <i>digital ballots for voting at the EGM shall be available for shareholders on a website on the Internet data telecommunications network.</i></p> <p><i>The website: <a href="https://lk.rrost.ru/Nornik">https://lk.rrost.ru/Nornik</a>;</i></p> <p><b>4.</b> The registration time of persons participating in the general meeting of the issuer's shareholders (if the type of the general meeting is an in-person meeting): <i>The registration of the AGM participants shall start at 9 am (Moscow time);</i></p> <p><b>5.</b> Record date for the general meeting: <i>May 17, 2019.</i></p> <p><b>6.</b> Agenda of the issuer's general meeting of shareholders:</p> <ol style="list-style-type: none"> <li><i>1. Approval of the 2018 Annual Report of PJSC MMC Norilsk Nickel.</i></li> <li><i>2. Approval of the 2018 Annual Accounting (Financial) Statements of PJSC MMC Norilsk Nickel.</i></li> <li><i>3. Approval of the 2018 PJSC MMC Norilsk Nickel Consolidated Financial Statements.</i></li> <li><i>4. Distribution of profit of PJSC MMC Norilsk Nickel for 2018, including payment (declaration) of dividends, based on the results of 2018</i></li> <li><i>5. Election of members of the Board of Directors of PJSC MMC Norilsk Nickel</i></li> <li><i>6. Election of members of the Audit Commission of PJSC MMC Norilsk Nickel.</i></li> </ol>	

7. *Approval of the Auditor of RAS statements of PJSC MMC Norilsk Nickel*
8. *Approval of the Auditor of IFRS consolidated financial statements of PJSC MMC Norilsk Nickel*
9. *Remuneration and reimbursement of expenses of members of the Board of Directors of PJSC MMC Norilsk Nickel*
10. *Remuneration of the Audit Commission of PJSC MMC Norilsk Nickel.*
11. *Approval of related party transactions for reimbursement of members of the Board of Directors and the Management Board of PJSC MMC Norilsk Nickel for incurred losses*
12. *Approval of a related party transaction for insurance of the liability of members of the Board of Directors and the Management Board of PJSC MMC Norilsk Nickel*
13. *Participation of PJSC MMC Norilsk Nickel in Inter-Regional Cross-Industry Association of Employers 'Union of Copper and Nickel Producers and Production Support Providers'*

7. Procedure for providing persons eligible to participate in the general meeting of the Issuer's shareholders with necessary information (materials), and contact details:

*- persons eligible to participate in the AGM shall have access to the information (materials) after June 21, 2019, every business day from 10 am to 5 pm (local time), at the following addresses:*

*18, building 5B, ul. Stromynka, JSC R.O.S.T. Independent Registrar Company, 107996 (495) 989-76-50;*

*8 Bogdana Khmel'nitskogo, 663305 Norilsk, Norilsk branch of JSC R.O.S.T. Independent Registrar Company, tel. (3919) 46-28-17;*

*6 Belovodsky pereulok, Saint Petersburg, 194044, Saint Petersburg Branch of JSC R.O.S.T. Independent Registrar Company, tel (812) 401-63-12;*

*94 Prospekt Mira (Voskresensky Business Center), Krasnoyarsk 660017, Krasnoyarsk Branch of JSC R.O.S.T. Independent Registrar Company, tel. (391) 216-51-01.*

*- the above information (materials) are also available on the corporate website on the Internet: <http://www.nornik.ru>, and sent in digital form (in the form of electronic documents) to the Company's registrar for further informing the persons eligible to participate in the AGM, in accordance with securities laws of the Russian Federation, and shall also be available to persons participating in the AGM during the general meeting at the venue;*

8. Identification characteristics of shares, holders of which are eligible to participate in the general meeting of shareholder:

type, category (kind), series of *securities uncertificated registered ordinary shares*;

state registration reference of the securities issue and the date of state *registration: issue state registration reference 1-01-40155-F, registered on 12/12/2006*;

International Securities Identification Number (ISIN): *RU0007288411*.

9. Governing body of the Issuer that resolved to convene the general meeting of shareholders of the Issuer and date of the resolution: *The Board of Directors, April 26, 2019*;

Date and reference number of the Minutes of the Meeting of the Board of Directors (governance board) of the Issuer, at which the resolutions were adopted: *26/04/2019, MoM No. GMK/11-pr-sd*.

*Corporate Relations Department, Director*  
(Power of Attorney No. GMK-115/11-nt dd. 06/02/2019)

*N.Yu. Yurchenko*

*April 26, 2019*