

D R A F T R E S O L U T I O N S

Of Extraordinary General Meeting of OJSC MMC Norilsk Nickel's shareholders

December 11, 2014

re:

- 1. Distribution (announcement) of dividend paid on OJSC MMC Norilsk Nickel shares for 9 months of 2014 FY.**
- 2. Interested party transaction between the Company and CJSC NORMETIMPEX (Amendments to Order of June 25th, 2013 to Commission Agreement No NN/1001-2009 dd. 21.12.2009).**

- 1. Distribution (announcement) of dividend paid on OJSC MMC Norilsk Nickel shares for 9 months of 2014 FY.**
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T H E B O A R D R E S O L V E D :

1. To pay out dividend on ordinary registered OJSC MMC Norilsk Nickel shares for 9 months of 2014 FY in cash in the amount of RUB 762.34 per one ordinary registered share e.g. from retained earnings of prior years.
 2. To set the deadline for drafting the list of entities entitled to dividend on December 22nd, 2014.
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- 2. Interested party transaction between the Company and CJSC NORMETIMPEX (Amendments to Order of June 25th, 2013 to Commission Agreement No NN/1001-2009 dd. 21.12.2009).**
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T H E B O A R D R E S O L V E D :

To approve the interested party transaction between the Company and CJSC NORMETIMPEX (Amendments to Order of June 25th, 2013 to Commission Agreement No NN/1001-2009 dd. 21.12.2009. Material terms of the transaction can be found in the Appendix.