

**M i n u t e s o f t h e m e e t i n g N o . 2
E x t r a o r d i n a r y G e n e r a l M e e t i n g o f
S h a r e h o l d e r s**

Full company name:	Public Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel (hereinafter – PJSC MMC Norilsk Nickel or the Company)
Location of the Company:	Dudinka, Krasnoyarsk Krai, Russian Federation
Type of shareholder meeting:	Extraordinary
Form of shareholder meeting:	Voting in absentia
Record date for the General Meeting:	August 27, 2018
Date of the General Meeting:	September 19, 2018
End date of voting ballot acceptance period:	September 19, 2018
Postal address for mailing filled voting ballots:	Joint Stock Company "Independent Registrar Company", 18, building 5B, ul. Stromynka, Moscow, 107076;
The website on Internet data telecommunications network, used for filling-out the digital ballots:	https://www.nrc24-7.ru/ComHolder/
Date of the present minutes of the meeting:	September 20, 2018
Chairman of the meeting	Gareth Peter Penny
Secretary of the meeting	Pavel Evgenievich Platov

A G E N D A

**Extraordinary General Meeting of Shareholders
of PJSC MMC Norilsk Nickel:**

Payment (declaration) of dividends on shares of PJSC MMC Norilsk Nickel for the first half of 2018.

QUORUM AND VOTING RESULTS:

Payment (declaration) of dividends on shares of PJSC MMC Norilsk Nickel for the first half of 2018.

Pursuant to clause 1, point 10.1 of article 48 of the Federal Law on Joint-Stock Companies, the Company's Extraordinary General Meeting convened in the form of voting in absentia, has reviewed the agenda item "Payment (declaration) of dividends on shares of PJSC MMC Norilsk Nickel for the first half of 2018", in agreement with the minutes of the meeting of counting commission on voting results dated September 20, 2018

Number of votes possessed by persons included into the list of persons eligible to cast their votes on the specific item of the General Meeting Agenda	158 245 476
Number of votes attributable to the company's voting shares for the specific item of the General Meeting Agenda, accounting for provisions of clause 4.20 of the Regulations ¹	158 245 476
Number of votes possessed by general meeting participants with respect to the specific item of the Agenda	124 070 988
Agenda item quorum – QUORATE (%)	78.4041%

Voting options	Number of votes cast for each voting option	% of the total
«In favor»	124 063 269	99.9938
«Apposed»	3527	0.0028
«Abstained»	2664	0.0022

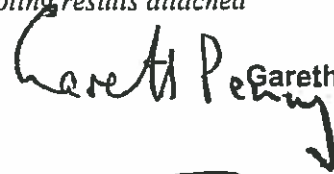
Resolved:

Item of the agenda:

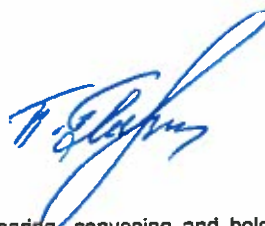
1. Pay dividends on ordinary shares of PJSC MMC Norilsk Nickel for the first half of 2018 in cash in the amount of RUB 776.02 per ordinary share.
2. Set October 1, 2018 as the record date for determining persons eligible to receive the dividends.

The Minutes of the Counting Board on the voting results attached

Chairman of the meeting


Gareth Peter Penny

Secretary of the meeting



P.E. Platov

¹ Regulations on special requirements for preparing, convening and holding general meetings of shareholders, approved by Russian FFMS Decree No.12-6/pz-n dated 02.02.2012.