

## 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

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 Location	<i>Dudinka, Krasnoyarsk Territory, Russian Federation</i>
1.4. Primary State Registration Number of the Issuer	<i>1028400000298</i>
1.5. The Issuer's Taxpayer Identification Number	<i>8401005730</i>
1.6. The Issuer's Unique Code Given by the Registering Body	<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="http://www.nornik.ru/investoram/raskrytie-informaczii">http://www.nornik.ru/investoram/raskrytie-informaczii</a></i>
2. Subject Matter	
of the meeting of the Board of Directors of the Issuer and agenda of the meeting	
1. Date of decision to hold the meeting of the Board of Directors of the Issuer: <b>15.07.2016</b> .	
2. Date of the meeting of the Board of Directors of the Issuer: <b>21.07.2016</b> .	
3. Agenda of the meeting of the Board of Directors of the Issuer:	
1. <i>Related party transaction between the Company and OJSC Norilskgazprom (Additional Agreement to Loan Agreement No. NN/805-2011 dd. 06.09.2011).</i>	
2. <i>Related party transaction between the Company and JSC TTK (Additional Agreement to Loan Agreement No. NN/749-2012 dd. 14.09.2012).</i>	
3. <i>Related party transaction between the Company and Severny Gorod (North City) Media Company LLC (Agreement for Transfer of Founder Right to Media Outlet: 'Tsvetnye Metally' ('Non-Ferrous Metals') journal).</i>	
4. <i>Related party transaction between the Company and Severny Gorod (North City) Media Company LLC (Agreement for Transfer of Founder Right to Media Outlet: 'Gorny Zhurnal' ('Mining Industry Journal').</i>	
5. <i>Related party transaction between the Company and Norilsknickelremont LLC (translation/interpretation services).</i>	
6. <i>Related party transaction between the Company and Norilskpromtransport LLC (Specifications to Sale and Purchase Agreement No. 192-2059/07 dd. 03.07.2007).</i>	
7. <i>Related party transaction between the Company and JSC NTEK (Specifications to Sale and Purchase Agreement No. 88-2648/10 dd. 28.12.2010).</i>	
8. <i>Related party transaction between the Company and Norilsknickelremont LLC (works involving software and technical documentation adjustments).</i>	
9. <i>Related party transaction between the Company and Norilsknickelremont LLC (development of technical documentation and application software in line with the project: 'Adjustments of software and mathematical programs for cage-winding plants management system at Ventilation/Backfilling Shaft No. 1, Skalistaya shaft, Komsomolsky Mine').</i>	
10. <i>Related party transaction between the Company and Norilsknickelremont LLC (services for preparation of premises, provision of music and illumination for a festive event).</i>	
11. <i>Related party transaction between the Company and PCC LLC (Additional Agreement No. 1 to Paid Services Agreement No. 88-18/16 dd. 13.01.2016 (ZSK NShST-2060/15 dd. 29.12.2015).</i>	
12. <i>Approval of corporate by-law.</i>	
13. <i>Related party transaction between the Company and Norilsknickelremont LLC (Instructions No. 2 to Agency Agreement No. 88-2407/14 dd. 09.09.2014).</i>	
14. <i>Related party transaction between the Company and Norilskpromtransport LLC (Specifications No. 2016-04 to Sale and Purchase Agreement No. 192-2059/07 dd. 03.07.2007).</i>	

15. *Related party transaction between the Company and JSC NTEK (Additional Agreement No. 5 to Contract No. ZTF-256/12 dd. 01.08.2012).*
16. *Related party transaction between the Company and PCC LLC (Specifications No. 2016-04 to Supply Agreement No. 88-2656/10 dd. 28.12.2010 (ZSK-02-623/10 dd. 13.12.2010).*
17. *Related party transaction between the Company and JSC NTEK (Specifications No. 2016-04 to Sale and Purchase Agreement No. 88-2648/10 dd. 28.12.2010).*
18. *Related party transaction between the Company and OJSC Norilskgazprom (transfer of goods: basalt (rock) with size of 0-500).*
19. *Related party transaction between the Company and Norilsknickelremont LLC (Specifications to Sale and Purchase Agreement No. 88-1858/08 dd. 21.07.2008 (NNR-489/952-08 dd. 21.07.2008).*
20. *Related party transaction between the Company and JSC NTEK (Specifications No. 2016-05 to Sale and Purchase Agreement No. 88-2648/10 dd. 28.12.2010).*
21. *Related party transaction between the Company and Gipronickel Institute LLC (Agreement No. 008/16-KS-DRPO for Development of Cost Estimate Documentation).*
22. *Related party transaction between the Company and Gipronickel Institute LLC (development of cost estimate and detail design documentation for the bespoke equipment).*
23. *Related party transaction between the Company and Norilsknickelremont LLC (Specifications No. 2016-05 to Sale and Purchase Agreement No. 88-1858/08 dd. 21.07.2008 (NNR-489/952-08 dd. 21.07.2008).*
24. *Related party transaction between the Company and Norilskpromtransport (Specifications No. 2016-05 to Sale and Purchase Agreement No. 192-2059/07 dd. 03.07.2007).*
25. *Related party transaction between the Company and JSC TTK (Additional Agreement No. 1 to Paid Services Agreement No. 88-955/13 dd. 24.04.2013).*
26. *Related party transaction between the Company and Norilsknickelremont LLC (Additional Agreement No. 5 to Contract No. ZTF-263/12 dd. 01.08.2012).*
27. *Related party transaction between the Company and Norilsknickelremont LLC (Specifications to Sale and Purchase Agreement No. ZTF-136/07 dd. 18.10.2007 (NNR-450/953 dd. 22.05.2007).*
28. *Related party transaction between the Company and Norilsknickelremont LLC (Healthcare Services Agreement).*
29. *Transaction between the Company and IPJSC Ingosstrakh (Certificate of insurance (insurance of risks related to liability in respect of vessels).*
30. *Related party transaction between the Company and PCC LLC (Specifications No. 2016-05 to Supply Agreement No. 88-2656/10 dd. 28.12.2010 (3CK-02-623/10 dd. 13.12.2010).*
31. *Related party transaction between the Company and OJSC Norilskgazprom (transfer of the ownership right for particular goods: gravel with size of 20-40).*
32. *Resolution of PJSC MMC Norilsk Nickel as the sole shareholder of JSC Kola MMC, regarding:*
  - *Approval of the new version of Articles of Association of JSC Kola MMC (version No. 7).*
33. *Procedures for voting at General Meeting of Stockholders of Intergeoproject LLC, regarding:*
  - *Approval of a new version of Intergeoproject LLC Articles of Association (version No.10).*
34. *Resolution of PJSC MMC Norilsk Nickel as the sole shareholder of Gipronickel Institute LLC, regarding:*
  - *Approval of the new version of Articles of Association of Gipronickel Institute LLC (version No. 7).*
35. *Introduction of amendments to the preliminary list of non-core assets to be sold (in whole or in part) in 2014-2015.*

*Director of Corporate Relations Department*  
(Power of Attorney No. GMK-115/173-nt dd. 15.10.2015)

*N.Yu. Yurchenko*

*July 15, 2016*