

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 17/10/2016. 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 PCC LLC (Addendum No. 1 to Contract No. 88-191/16 dd. 29/01/2016 (ZSK US-50/16 dd. 22/01/2016). Information on the subject matter, price, 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 related party transaction between the Company and PCC LLC (transfer of 41 movable property items for temporary possession and use as a lease) Information on the subject matter, price, 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 related party transaction between the Company and Norilsknickelremont LLC (Additional Agreement No. 1 to Movable Property Lease Agreement No. 88-979/10 dd. 07.06.2010 (NNR-274/954-10 dd. 03.06.2010) Information on the subject matter, price, 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 related party transaction between the Company and Gipronickel Institute LLC (Contract No. 023/16-KS-DRPM). Information on the subject matter, price, 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 Gipronickel Institute LLC (Research Activities Contract No. 066-3531). Information on the subject matter, price, 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 related party transaction between the Company and JSC Norilsk Combine (transfer of title to 102 items of movable property). Information on the subject matter, price, and other material terms of the transaction under approval can be found in Annexes 6 and 7.

Resolution passed unanimously.

Re: Item 7

To approve the related party transaction between the Company and PCC LLC (Specification to Inventories Sales and Purchase Agreement No. 88-1011/10 dd. 08/06/2010 (ZSK-02-290/10 dd. 18/05/2010). Information on the subject matter, price, and other material terms of the transaction under approval can be found in Annex 8.

Resolution passed unanimously.

Re: Item 8

To approve the related party transaction between the Company and Norilsknickelremont LLC (Addendum No. 1 to Contract No. 88-1971/16 dd. 12/08/2016). Information on the subject matter, price, and other material terms of the transaction under approval can be found in Annex 9.

Resolution passed unanimously.

Re: Item 9

To approve Report of Insider Information Protection Department for 2015

Resolution passed unanimously.

Re: Item 10

To approve related party transaction between the Company and Norilskpromtransport LLC (transfer of rights and obligations under Land Plot Lease Agreement No. 6675 dd. 15.02.2011 (No. 88-1410/11 dd. 20.06.2011) Information on the subject matter, price, 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 PCC LLC (Specification to Sales and Purchase Agreement No. 192-3485/07 dd. 05/12/2007). Information on the subject matter, price, and other material terms of the transaction under approval can be found in Annex 11.

Resolution passed unanimously.

Re: Item 12

To approve the related party transaction between the Company and Gipronickel Institute LLC (design works in line with the following project: 'Self-propelled equipment depot at hor.-800 m. Automatic fire-extinguishing units. Automatic fire-alarm units') Information on the subject matter, price, and other material terms of the transaction under approval can be found in Annex 12.

Resolution passed unanimously.

Re: Item 13

To approve the related party transaction between the Company and PCC LLC (Specification to Supply (crashed stone) Contract No 88-1601/11 dd. 14.07.2011 (ZSK US-396/11 dd. 20.06.2011). Information on the subject matter, price, and other material terms of the transaction under approval can be found in Annex 13.

Resolution passed unanimously.

Re: Item 14

To approve the related party transaction between the Company and Gipronickel Institute LLC (Additional Agreement No. 1 to Process Work Contract No. 021-322n). Information on the subject matter, price, and other material terms of the transaction under approval can be found in Annex 14.

Resolution passed unanimously.

Re: Item 15

To approve the related party transaction between the Company and Norilsknickelremont LLC (works involving pre-installation check and adjusting) Information on the subject matter, price, and other material terms of the transaction under approval can be found in Annex 15.

Resolution passed unanimously.

Re: Item 16

To approve the related party transaction between the Company and PCC LLC (Specification (46 nomenclature items) to Inventories Sale and Purchase Agreement No. 88-1011/10 dd. 08.06.2010 (ZSK-02-290/10 dd. 18.05.2010) Information on the subject matter, price, and other material terms of the transaction under approval can be found in Annexes 16 and 17.

Resolution passed unanimously.

Re: Item 17

To approve the related party transaction between the Company and Norilskpromtransport LLC (Specification (crashed stone) to Sales and Purchase Agreement No. 192-2059/07 dd. 03.07.2007) Information on the subject matter, price, and other material terms of the transaction under approval can be found in Annex 18.

Resolution passed unanimously.

Re: Item 18

To approve the related party transaction between the Company and Norilsknickelremont LLC (Specification No. 2016-06 to Sales and Purchase Agreement No. 88-1858/08 dd. 21/07/2008 (NNR-489/952-08 dd. 21/07/2008). Information on the subject matter, price, and other material terms of the transaction under approval can be found in Annexes 19 and 20.

Resolution passed unanimously.

Re: Item 19

To approve related party transaction between the Company and Norilsknickelremont LLC (Additional Agreement No. 2 to Movable Property Lease Agreement No. 88-972/10 dd. 07.06.2010 (NNR-274/952-10 dd. 03.06.2010) Information on the subject matter, price, and other material terms of the transaction under approval can be found in Annex 21.

Resolution passed unanimously.

Re: Item 20

To approve the related party transaction between the Company and Norilsknickelremont LLC (Addendum No. 3 to Contract No. 88-2342/15 dd. 29/10/2015). Information on the subject matter, price, and other material terms of the transaction under approval can be found in Annex 22.

Resolution passed unanimously.

Re: Item 21

To approve related party transaction between the Company and JSC Norilskgasprom (Addendum No 3 to Fee-Based Services Contract No. 88-953/16 dd. 19.04.2016). Information on the subject matter, price, and other material terms of the transaction under approval can be found in Annex 23.

Resolution passed unanimously.

Re: Item 22

To approve the related party transaction between the Company and Norilsknickelremont LLC (transfer of the machinery (Volvo EC250 DL shovel) into the ownership) Information on the subject matter, price, and other material terms of the transaction under approval can be found in Annex 24.

Resolution passed unanimously.

Re: Item 23

To appoint N.V. Gololobova to the position of Internal Audit Department Head.

Resolution passed unanimously.

Re: Item 24

To approve new version of Regulations on Strategy Committee of the Company's Board of Directors in accordance with Annex 25.

Resolution passed unanimously.

Re: Item 25

To approve new version of Regulations on Corporate Governance, Nomination and Remuneration Committee of the Company's Board of Directors in accordance with Annex 26.

Resolution passed unanimously.

Re: Item 26

To approve new version of Regulations on Audit Committee of the Company's Board of Directors in accordance with Annex 27.

Resolution passed unanimously.

3. Date of the meeting of the Board of Directors of the Issuer, at which the resolutions were adopted: **17/10/2016**.

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: **18/10/2016, MoM No. GMK/39-pr-sd**.

Corporate Relations Department, Director

(Power of Attorney No. GMK-115/173-nt dd. 15/10/2015)

N.Yu. Yurchenko

October 18, 2016