

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 registered office	<i>Dudinka, Krasnoyarsk Krai, Russian Federation</i>
1.4. Primary State Registration Number of the issuer (OGRN)	<i>102840000298</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 https://www.nornickel.ru/investors/disclosure/nornickel-disclosure/</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 14/08/2018. The meeting is quorate.</i></p> <p>2. Resolutions adopted by the Board of Directors and the results of voting on the agenda items: <i>Re: Item 1</i></p> <p><i>1. To recommend to the Extraordinary General Meeting of Shareholders of the Company to approve payment of dividends on ordinary registered shares of the Company based on the results for the first half of 2018 in the amount of RUB 776.02 per ordinary share.</i></p> <p><i>2. To recommend to the Extraordinary General Meeting of Shareholders of the Company to set October 1, 2018 as the date, as of which the entities receiving dividends will have been determined.</i></p> <p><i>Resolution passed unanimously.</i></p> <p><i>Re: Item 2</i></p> <p><i>To convene the Extraordinary General Meeting of Shareholders of the Company (hereinafter, the EGM) and to establish that:</i></p> <ol style="list-style-type: none"><i>1) the EGM shall be held on September 19, 2018;</i><i>2) the form of the EGM: in-absentia meeting;</i><i>3) final date for acceptance of voting ballots: September 19, 2018;</i><i>4) completed ballots for voting at the EGM shall be sent to the following postal address: 18-5B ul. Stromynka, 107076 Moscow, JSC Independent Registrar Company;</i><i>5) digital ballots for voting at the EGM shall be available for shareholders on a website on the Internet data telecommunications network. The website address: https://www.nrc24-7.ru/ComHolder/Nornik/;</i><i>6) the date for making the list of the persons entitled to attend the General Meeting shall be August 27, 2018;</i><i>7) the agenda of the General Meeting: Payment (declaration) of dividends on shares of PJSC MMC Norilsk Nickel for the first half of 2018.</i><i>8) the procedure for notifying the shareholders of the convening the AGM shall be as follows: Notice on Convening the Extraordinary General Meeting of the Shareholders, provided in Annex 1, not later than August 17, 2018:</i><ul style="list-style-type: none"><i>- - shall be published in newspapers 'Rossiyskaya Gazeta', 'Taimyr', 'Krasnoyarsky Rabochy' (Krasnoyarsk), and 'Kolsky Nickel' (Monchegorsk),</i><i>- - shall be posted in the internet on the Company's website: http://www.nornik.ru;</i><i>9) the following list of information (materials) shall be provided to shareholders in the course of</i>	

preparation to the EGM:

- *Report of the Board of Directors of the Company, outlining a reasoned viewpoint of the Company Board of Directors on the item of the agenda for the Extraordinary General Shareholders' Meeting;*
- *draft resolutions of the Extraordinary General Meeting of the Shareholders of the Company;*
- *Voting ballot for the Extraordinary General Meeting of the Shareholders of the Company.*

10) information (materials) shall be provided to shareholders in the course of preparation to the EGM, as follows:

- persons eligible to participate in the EGM shall have access to the information (materials) after August 30, 2018, every business day from 10 am to 5 pm (local time), at the addresses specified in the EGM notice;

- above-mentioned information (materials) will be also posted in internet on the Company web-site: <http://www.nornik.ru>, will be sent in electronic form (in the form of electronic documents) to the Company's registrar for further informing the persons entitled to participate in the Extraordinary General Meeting of Shareholders in accordance with the rules of Securities Legislation of the Russian Federation;

11) the form and text of the ballot for voting at the EGM as per Annex 2, as well as wording of the resolution on the EGM agenda item shall be sent in electronic format (as electronic documents) to nominee shareholders registered in the Company's shareholder register, as per Annex 3;

12) the secretary of the EGM shall be Pavel Evgenyevich Platov, Corporate Secretary.

Resolution passed unanimously.

Re: Item 3

To approve Report of the Board of Directors of the Company, outlining a reasoned viewpoint of the Company Board of Directors on the item of the agenda for the Extraordinary General Shareholders' Meeting to be held on September 19, 2018 as per Annex 4.

Resolution passed unanimously.

3. Date of the meeting of the Board of Directors of the Issuer, at which the resolutions were adopted: **14/08/2018.**

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: **14/08/2018, MoM No. GMK/30-pr-sd.**

Identification characteristics of the Issuer's issue-grade securities:

type, category (kind), series of securities: **uncertified 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.**

*Head of Share Capital Office
Corporate Relations Department
(Power of Attorney No. GMK-115/269-nt dd. 28/12/2017)
Raychenko*

M.A.

August 14, 2018