

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>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-informaczii</i>
2. Subject matter	
meeting of the Board of Directors of the Issuer and agenda of the meeting	
<p>1. Date of resolution regarding convening of the meeting of the Board of Directors: <i>25/11/2016</i>.</p> <p>2. Date of the meeting of the Board of Directors of the Issuer: <i>01/12/2016</i>.</p> <p>3. Agenda of the meeting of the Board of Directors of the Issuer:</p> <ol style="list-style-type: none"> <i>1. Related party transaction between the Company and PCC LLC (Addendum No. 1 to Contract No. 88-479/16 dd. 01/03/2016).</i> <i>2. Related party transaction between the Company and PCC LLC (Addendum No. 4 to Documents Safekeeping Service Agreement No. 88-1814 dd. 10/07/2012 (ZSK NShST-410/12 dd. 26/06/2012).</i> <i>3. Related party transaction between the Company and Norilsknickelremont LLC (Addendum No. 4 to Documents Safekeeping Service Agreement No. 88-1797/14 dd. 14/07/2014 (No. NNR-469/952-14 dd. 01/07/2014).</i> <i>4. Related party transaction between the Company and Norilskpromtransport LLC (Addendum No. 4 to Documents Safekeeping Service Agreement No. 88-2814/13 dd. 30/12/2013).</i> <i>5. Related party transaction between the Company and Gipronickel Institute LLC (Addendum No. 4 to Documents Safekeeping Service Agreement No. 88-1920/11 dd. 22/08/2011).</i> <i>6. Related party transaction between the Company and Norilsknickelremont LLC (Specification No. 2016-08 to Sales and Purchase Agreement No. 88-1858/08 dd. 21/07/2008 (NNR-489/952-08 dd. 21/07/2008).</i> <i>7. Related party transaction between the Company and JSC Norilsk Combine (Specifications to Sales and Purchase Agreement No. 88-1787/10 dd. 15.09.2010).</i> <i>8. Related party transaction between the Company and JSC NTEK (services involving utility connection of power receivers to JSC NTEK electricity networks to ensure power supply as required by project: 'Norilsk Railway. Central Heating and Power Plant. Reconstruction of power supply devices and sewage networks with installation of local water treatment facilities').</i> <i>9. Related party transaction between the Company and TFC LLC (Addendum No. 8 to Service Contract No. 192-2161/06 dd. 29/08/2006 for Refueling, Delivery and Tank-Filling with Fuel and Lubricants).</i> <i>10. Related party transaction between the Company and JSC NTEK (Addendum No. 6 to Industry Grade Oxygen Sales and Purchase Agreement No. 88-2794/10 dd. 30/12/2010).</i> 	

- 11. Related party transaction between the Company and PCC LLC (Personal Data Processing Agreement).**
- 12. Approval of transaction limits and counterparties.**
- 13. Related party transaction between the Company and Gipronickel Institute LLC (design activities as required by project: 'Skalisty Mine. Stripping, preparation and mining of section S-2 at Talnakh deposit and sections S-5, S-5L, S-6, S-6L at Oktyabrsky deposit').**
- 14. Related party transaction between the Company and PCC LLC (Addendum No. 1 to Contract No. 88-3131/15 dd. 30/12/2015 (ZSK NShST-1894/15 dd. 09/12/2015).**
- 15. Related party transaction between the Company and PCC LLC (Addendum No. 4 to Contract No. 88-2548/14 dd. 19/09/2014 (ZSK NShST-665/14 dd. 01/08/2014).**
- 16. Related party transaction between the Company and Norilsknickelremont LLC (Specification to Sales and Purchase Agreement No. 88-1553/10 dd. 20/08/2010).**
- 17. Related party transaction between the Company and JSC NTEK (brokerage agreement for acting on behalf of and at the expense of JSC NTEK, and search for buyers, drafting/entering into Materials and Equipment Sales Agreements).**
- 18. Related party transaction between the Company and JSC NTEK (transfer of title to goods, 11 items in total).**
- 19. Related party transaction between the Company and Norilskpromtransport LLC (transfer of title to goods: valve (four sets).**
- 20. Related party transaction between the Company and JSC Norilsk Combine (Specifications to Sales and Purchase Agreement No. 88-1787/10 dd. 15/09/2010).**
- 21. Related party transaction between the Company and PCC LLC (Specification to Inventories Sales and Purchase Agreement No. 88-1011/10 dd. 08/06/2010).**
- 22. Related party transaction between the Company and PCC LLC (Addendum No. 3 to Documents Safekeeping Service Agreement No. 88-1814/12 dd. 10/07/2012 (ZSK NShST-410/12 dd. 26/06/2012).**
- 23. Related party transaction between the Company and Norilskpromtransport LLC (Addendum No. 3 to Documents Safekeeping Service Agreement No. 88-2814/13 dd. 30/12/2013).**
- 24. Related party transaction between the Company and Norilsknickelremont LLC (Addendum No. 3 to Documents Safekeeping Service Agreement No. 88-1797/14 dd. 14/07/2014 (No. NNR-469/952-14 dd. 01/07/2014).**
- 25. Related party transaction between the Company and Norilskpromtransport LLC (Specification No. 2016-09 to Sales and Purchase Agreement No. 192-2059/07 dd. 03/07/2007).**
- 26. Related party transaction between the Company and JSC NTEK (Specification No. 2016-09 to Sales and Purchase Agreement No. 88-2648/10 dd. 28/12/2010).**
- 27. Related party transaction between the Company and PCC LLC (Specification No. 2016-09 to Supply Agreement No. 88-2656/10 dd. 28/12/2010 (ZSK-02-623/10 dd. 13/12/2010).**
- 28. Related party transaction between the Company and JSC NTEK (Specification No. 2016-06 to Sales and Purchase Agreement No. 88-2648/10 dd. 28/12/2010).**
- 29. Related party transaction between the Company and Norilsknickelremont LLC (Specification No. 2016-09 to Sales and Purchase Agreement No. 88-1858/08 dd. 21/07/2008 (NNR-489/952-08 dd. 21/07/2008).**
- 30. Related party transaction between the Company and JSC TFC (Specification to Sales and Purchase Agreement No. 88-2485/10 dd. 16/12/2010).**
- 31. Related party transaction between the Company and JSC NTEK (electricity supply).**

32. *Related party transaction between the Company and JSC NTEK (Addendum No. 1 to Supply Agreement (Thermal Energy and Hot Water to End Users) No. 88-65/16 dd. 20/01/2016).*
33. *Related party transaction between the Company and JSC NTEK (Addendum No. 16 to Cold Water Supply Agreement No. 192-2562/05 dd. 25/10/2005 (NTEK-32-31/05 dd. 19/10/2005).*
34. *Related party transaction between the Company and JSC NTEK (recycle water supply).*
35. *Related party transaction between the Company and JSC NTEK (chemically desalinated water supply).*
36. *Related party transaction between the Company and JSC Taimyrgaz (Addendum No. 3 to Natural Gas Supply Agreement No. 88-243/14 dd. 12/02/2014).*
37. *Related party transaction between the Company and JSC Norilskgazprom (natural gas transportation services).*
38. *Related party transaction between the Company and JSC NTEK (Addendum No. 14 to Contract No. 192-2989/06 dd. 22/11/2006).*
39. *Related party transaction between the Company and JSC NTEK (hot and saturated vapour).*
40. *Related party transaction between the Company and Norilsknickelremont LLC (Addendum No. 1 to Compressed Air Supply Agreement No. 88-895/16 dd. 08/04/2016).*
41. *Related party transaction between the Company and OJSC Yenisei River Shipping Company (Addendum to Loan Agreement No. NN/511-2015 dd. 29/05/2015).*
42. *Related party transaction between the Company and JSC Norilsk Combine (Loan Facility Agreement for RUB 15,000,000).*
43. *Related party transaction between the Company and JSC Norilsktransgaz (Brokerage Agreement for assessment of property full replacement value).*
44. *Related party transaction between the Company and PCC LLC (Addendum to Loan Facility Agreement No. NN/1189-2014 dd. 30/12/2014 (ZSK-1335/14 dd. 18/12/2014).*
45. *Related party transactions between the Company and Metal Trade Overseas AG.*

*Director of
Corporate Relations Department
(Power of Attorney No. GMK-115/173-nt dd. 15/10/2015)
Yurchenko*

N.Yu.

November 25, 2016.