

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 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>http://www.e-disclosure.ru/portal/company.aspx?id=564 http://www.nornik.ru/investoram/raskrytie-informaczii</i>
2. Subject Matter of the information on resolutions passed at the meeting of the Issuer Board of Directors	
<p>1. Quorum of 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 of 08.06.2016. 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><i>Re Item 1</i></p> <p><i>To approve the resolution of PJSC MMC Norilsk Nickel as the sole shareholder of Polar Construction Company LLC, regarding:</i></p> <p><i>- Introduction of amendments No.1 into the Articles of Association of PPC LLC (version No.7) in accordance with Annex 1.</i></p> <p><i>Resolution passed unanimously.</i></p> <p><i>Re Item 2</i></p> <p><i>To approve the related party transaction between the Company, Estate Division of Norilsk Administration, and Norilskpromtransport LLC (Additional Agreement No.3 to Land Plot Lease Agreement No.6670 dd. 15.02.2011 in terms of land plot having cadastral number 24:55:07 00 001:687 (No.88-1405/11 dd. 20.06.2011)). Information on the subject matter, price and other material terms of the transaction under approval is provided in Annex 2.</i></p> <p><i>Resolution passed unanimously.</i></p> <p><i>Re Item 3</i></p> <p><i>To approve the related party transaction between the Company and JSC Kola MMC (Additional Agreement to Loan Agreement No.NN/527-2012 dd. 29.06.2012). Information on the subject matter, price and other material terms of the transaction under approval is provided in Annex 3.</i></p> <p><i>Resolution passed unanimously.</i></p> <p><i>Re Item 4</i></p> <p><i>To approve the transaction between the Company and IPJSC Ingosstrakh (Confidentiality Agreement). Information on the subject matter, price and other material terms of the transaction under approval is provided in Annex 4.</i></p> <p><i>Resolution passed unanimously.</i></p> <p><i>Re Item 5</i></p> <p><i>To approve the related party transaction between the Company and Polar Construction Company LLC (Instructions No.11 to Agency Agreement No.88-1510/11 dd. 27.06.2011 (ZSK-204/11 dd. 14.03.2011)).</i></p>	

Information on the subject matter, price and other material terms of the transaction under approval is provided in Annex 5.

Resolution passed unanimously.

Re Item 6

To approve the related party transaction between the Company and JSC NTEK (Additional Agreement No.1 to Contract No.ZTF-121/14 dd. 03.04.2014 related to the provision of cargo handling and storage services). Information on the subject matter, price and other material terms of the transaction under approval is provided in Annex 6.

Resolution passed unanimously.

Re Item 7

To approve the related party transaction between the Company and JSC NTEK (Additional Agreement No.2 to Agency Agreement No.NE-32-28/15 dd. 20.02.2015 (NTEK-32-140/15 dd. 20.02.2015)). Information on the subject matter, price and other material terms of the transaction under approval is provided in Annex 7.

Resolution passed unanimously.

Re Item 8

To approve the related party transaction between the Company and JSC Taimyr Fuel Company (Additional Agreement No.2 to Sale and Purchase Agreement No.TTK/2-dg/2014 dd. 09.01.2014 (No.NE-32-96/14 dd. 29.05.2014)). Information on the subject matter, price and other material terms of the transaction under approval is provided in Annex 8.

Resolution passed unanimously.

Re Item 9

To approve the transaction between the Company and IPJSC Ingosstrakh (Addendum No.1 to civil liability insurance policy No.452-063236/15, NN/1158-2015 dd. 20.11.15). Information on the subject matter, price and other material terms of the transaction under approval is provided in Annex 9.

Resolution passed unanimously.

Re Item 10

To approve the related party transaction between the Company and OJSC Arkhangelsk Sea Commercial Port (Services Agreement for tugboat handling all types of ships). Information on the subject matter, price and other material terms of the transaction under approval is provided in Annex 10.

Resolution passed unanimously.

Re Item 11

To approve the related party transaction between the Company and JSC Normetimpex (Additional Agreement to Commission Agreement No.NN/1001-2009 dd. 21.12.2009). Information on the subject matter, price and other material terms of the transaction under approval is provided in Annex 11.

Resolution passed unanimously.

Re Item 12

To approve the resolution of PJSC MMC Norilsk Nickel as the sole shareholder of Gipronickel Institute LLC regarding:

- Transaction between Gipronickel Institute LLC and GDK Baimskaya LLC, under which Gipronickel Institute LLC carries out design activities in accordance with Annex 12.

Resolution passed unanimously.

Re Item 13

To approve the resolution of PJSC MMC Norilsk Nickel as the sole shareholder of JSC TFC regarding:

- Approval of the Articles of Association of JSC TFC in the new revision (revision No 6) in accordance with Annex 13.

Resolution passed unanimously.

Re Item 14

To instruct the Company's representative to attend the General Meeting of Shareholders of Airport Norilsk LLC and regarding the item on the agenda:

- Approval of the Articles of Association of Airport Norilsk LLC in the new revision (revision No 6)

with the following proposed resolution:

"To approve the Articles of Association of Airport Norilsk LLC in the new revision (revision No 6) in accordance with the Annex"

To vote: "in favor".

Resolution passed unanimously.

Re Item 15

To approve the related party transaction between the Company and Russian Union of Industrialists and Entrepreneurs (All-Russia Association of Employers) (Paid Services Agreement). Information on the subject matter, price and other material terms of the transaction under approval is provided in Annex 15.

Resolution passed unanimously.

Re Item 16

To approve the related party transaction between the Company and Gipronickel Institute LLC (Contract No 066-3508 for scientific research). Information on the subject matter, price and other material terms of the transaction under approval is provided in Annex 16.

Resolution passed unanimously.

Re Item 17

To approve the related party transaction between the Company and Gipronickel Institute LLC (Information and Consulting Services Agreement No.066-335n). Information on the subject matter, price and other material terms of the transaction under approval is provided in Annex 17.

Resolution passed unanimously.

3. Date of the meeting of the Board of Directors of the Issuer, where the relevant resolutions were passed: **08.06.2016.**

4. Date and No. of the Minutes of the Issuer's Board of Directors meeting, where the relevant resolutions were passed: **09.06.2016, Minutes No. GMK/19-pr-sd.**

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

N.Yu. Yurchenko

June 09, 2016