# 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 | |
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| 1.1. Full Name of the Issuer | ***Open Joint Stock Company Mining and Metallurgical Company Norilsk Nickel*** |
| 1.2. Abbreviated Name of the Issuer | ***OJSC MMC Norilsk Nickel*** |
| 1.3. The Issuer's Location | ***Dudinka, Krasnoyarsk Territory, Russian Federation*** |
| 1.4. Primary State Registration Number of the Issuer | ***1028400000298*** |
| 1.5. The Issuer's Taxpayer Identification Number | ***8401005730*** |
| 1.6. The Issuer's Unique Code Given by the Registering Body | ***40155-F*** |
| 1.7. Internet Website Used by the Issuer to Disclose Information | ***http://www.e-disclosure.ru/portal/company.aspx?id=564*** ***http://www.nornik.ru/investoram/raskryitie-informaczii*** |

2. Subject Matter
of the meeting of the Board of Directors of the Issuer and agenda of the meeting

1. Date of resolution to hold the meeting of the Board of Directors of the Issuer ***06.04.2015.***

2. Date of the meeting of the Board of Directors of the Issuer: ***10.04.2015.***

3. Agenda of the meeting of the Board of Directors of the Issuer:

1. ***Proposal to approve the Company's Charter in a new edition.***
2. ***Preliminary approval of the Company Annual Report for 2014.***
3. ***Recommendations on the amount of dividends on the Company's shares for 2014 and the proposals of the Board of Directors on the record date of the persons entitled to receive dividends.***
4. ***Approval of the form and the text of the ballot for voting at the Annual General Meeting of Shareholders of OJSC MMC Norilsk Nickel.***
5. ***List of information (materials) to be presented to eligible shareholders be-fore the Annual General Meeting of Shareholders of the Company in the course of preparing the Annual General Meeting of the Company.***
6. ***Remuneration and reimbursement of expenses of members of the Board of Directors of OJSC MMC Norilsk Nickel.***
7. ***Recommendations on remuneration of the members of the Company's Audit commission.***
8. ***Approval of the interested party transaction related to liability insurance and indemnification for members of the Board of Directors and Management Board of OJSC MMC Norilsk Nickel.***
9. ***On interested party transactions which may be effected in future as part of the Company's ordinary course of business.***
10. ***Report of the Board of Directors of OJSC MMC Norilsk Nickel including a reasoned viewpoint of the Company's Board of Directors on the agenda of the Annual General Meeting of Shareholders.***
11. ***Rules of procedure for the Annual General Meeting of the Company's shareholders.***
12. ***Corporate Secretary of the Annual General Meeting of the Shareholders of the Company.***

***Director of Share Capital,***
***Compliance and Insider Information***

***Abuse Counteraction Department***
(Power of Attorney No. GMK-115/215-NT of 29.12.2014) ***A.V. Strubnev***

***April 06, 2015***