

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>Open Joint Stock Company Mining and Metallurgical Company Norilsk Nickel</i>
1.2. Abbreviated Name of the Issuer	<i>OJSC 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	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	
<p>1. Date of decision to hold the meeting of the Board of Directors of the Issuer: 14.05.2014.</p> <p>2. Date of the meeting of the Board of Directors of the Issuer: 19.05.2014.</p> <p>3. Agenda of the meeting of the Board of Directors of the Issuer:</p> <ol style="list-style-type: none"> <i>1. Interested party transaction between the Company and Gipronickel Institute LLC (additional agreement №1 to Agreement №023/13-KS-UKS (№88-2341/13 dd. 20.11.2013; GN-12-1129/13 dd. 29.11.2013).</i> <i>2. Interested party transaction between the Company and OJSC Taimyrgaz (Agency Agreement (the organization of assessment of the full replacement value of the property).</i> <i>3. Interested party transaction between the Company and Polar Construction Company LLC (additional agreement №1 to Agreement №88-948/13 dd. 19.04.2013 (ZSK NSHST-883/12 dd. 06.11.2012).</i> <i>4. Interested party transaction between the Company and CJSC Taimyr Fuel Company (Sale and Purchase Agreement №TTK/2-dg/2014).</i> <i>5. Interested party transaction between the Company and Polar Construction Company LLC (additional agreement №1 to Agreement №88-947/13 dd. 19.04.2013 (№ZSK-1143/12 dd. 29.12.2013).</i> <i>6. Interested party transaction between the Company and Gipronickel Institute LLC (Agreement for information and library services).</i> <i>7. Interested party transaction between the Company and Gipronickel Institute LLC (Agreement №012/14-KS-DRRS to Agreement on General Terms and Conditions for completion of design works, developing construction documentation for non-standard equipment at the facilities of the Capital Construction Department of the Company's Polar Division №88-2747/08 dd. 15.10.2008).</i> <i>8. Interested party transaction between the Company and Gipronickel Institute LLC (Agreement №008/14-KS-DRRS to Agreement on General Terms and Conditions for completion of design works, developing construction documentation for non-standard equipment at the facilities of the Capital Construction</i> 	

Department of the Company's Polar Division №88-2747/08 dd. 15.10.2008).

- 9. Interested party transaction between the Company and Gipronickel Institute LLC (Agreement №007/14-KS-DRRS to Agreement on General Terms and Conditions for completion of design works, developing construction documentation for non-standard equipment at the facilities of the Capital Construction Department of the Company's Polar Division №88-2747/08 dd. 15.10.2008)*
- 10. Interested party transaction between the Company and Polar Construction Company LLC (specification (1990 nomenclative items) to Delivery Contract №88-2656/10 dd. 28.12.2010 (ZSK-02-623/10 dd. 13.12.2010).*
- 11. Interested party transaction between the Company and CJSC Taimyr Fuel Company (additional agreement №2 to Property Lease Agreement №192-1660/06 dd. 03.07.2006).*
- 12. Interested party transaction between the Company and Gipronickel Institute LLC (assignment №48 to Agreement №002/07-NTU (№88-511/08 dd. 14.03.2008; GN-12-195/08 dd. 26.02.2008).*
- 13. Interested party transaction between the Company and OJSC NTEK (additional agreement №7 to Contract on power supply for hot water and steam heat consumers №NTEK-32-161/08 dd. 11.03.2008 (№ZTF-38/08 dd. 21.03.2008).*
- 14. Interested party transaction between the Company and Gipronickel Institute LLC (Agreement №003/14-AN-DRPOM for designer supervision).*
- 15. Interested party transaction between the Company and Gipronickel Institute LLC (Agreement №015/14-AN-UKS for designer supervision).*
- 16. Interested party transaction between the Company and Gipronickel Institute LLC (Agreement №048/14-KR-UGM to Agreement on General Terms and Conditions for completion of design and survey works, developing construction documentation for non-standard equipment at the facilities for repair, care and maintenance of fixed assets of the Company's Polar Division №192-556/07 dd. 01.03.2007).*
- 17. Interested party transaction between the Company and Gipronickel Institute LLC (Agreement №070/14-KR-UGM to Agreement on General Terms and Conditions for completion of design and survey works, developing construction documentation for non-standard equipment at the facilities for repair, care and maintenance of fixed assets of the Company's Polar Division №192-556/07 dd. 01.03.2007).*
- 18. Interested party transaction between the Company and Gipronickel Institute LLC (Agreement №071/14-KR-UGM to Agreement on General Terms and Conditions for completion of design and survey works, developing construction documentation for non-standard equipment at the facilities for repair, care and maintenance of fixed assets of the Company's Polar Division №192-556/07 dd. 01.03.2007).*
- 19. Interested party transaction between the Company and Gipronickel Institute LLC (Agreement №072/14-KR-UGM to Agreement on General Terms and Conditions for completion of design and survey works, developing construction documentation for non-standard equipment at the facilities for repair, care and maintenance of fixed assets of the Company's Polar Division №192-556/07 dd. 01.03.2007).*
- 20. Interested party transaction between the Company and Gipronickel Institute LLC (Agreement №073/14-KR-UGM to Agreement on General Terms and Conditions for completion of design and survey works, developing construction documentation for non-standard equipment at the facilities for repair, care and maintenance of fixed assets of the Company's Polar Division №192-556/07 dd. 01.03.2007).*

21. *Interested party transaction between the Company and Gipronickel Institute LLC (Agreement №074/14-KR-UGM to Agreement on General Terms and Conditions for completion of design and survey works, developing construction documentation for non-standard equipment at the facilities for repair, care and maintenance of fixed assets of the Company's Polar Division №192-556/07 dd. 01.03.2007).*
22. *Interested party transaction between the Company and Gipronickel Institute LLC (Agreement №081/14-KR-UGM to Agreement on General Terms and Conditions for completion of design and survey works, developing construction documentation for non-standard equipment at the facilities for repair, care and maintenance of fixed assets of the Company's Polar Division №192-556/07 dd. 01.03.2007).*
23. *Interested party transaction between the Company and Gipronickel Institute LLC (Agreement №006/14-KP-NE for completion of design works).*
24. *Interested party transaction between the Company and Gipronickel Institute LLC (Agreement №005/14-KP-NE for completion of design works).*
25. *Interested party transaction between the Company and Norilsknickelremont LLC (additional agreement №6 to Sale and Purchase Agreement №NE-32-85-1/08 dd. 18.04.2008 (NNP-280/953-08 dd. 18.04.2008).*
26. *Interested party transaction between the Company and OJSC Kola MMC (additional agreement to Loan Agreement №NN/154-2013 dd. 11.03.2013).*
27. *Interested party transaction between the Company and CJSC Taimyr Fuel Company (specification №8 to Sale and Purchase Agreement №88-2485/10 dd. 16.12.2010).*
28. *Interested party transaction between the Company and Polar Construction Company LLC (additional agreement №2 to Agreement №88-0119/13 dd. 25.01.2013 (ZSK US-1082/12 dd. 21.12.2012).*
29. *Resolution of the sole shareholder of Norilskpromtransport LLC – OJSC MMC Norilsk Nickel regarding:*
 - *Changes and additions to the Regulations on «Account Policy for book-keeping purposes of Norilskpromtransport LLC».*

*Director of Share Capital,
Compliance and Insider Information
Abuse Counteraction Department
(Power of Attorney No. GMK-115/6-NT of 15.01.2014)*

A.V.Strubnev

May 14, 2014