

**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	<a href="http://www.e-disclosure.ru/portal/company.aspx?id=564">http://www.e-disclosure.ru/portal/company.aspx?id=564</a> <a href="http://www.nornik.ru/en/investor/information_disclosure">http://www.nornik.ru/en/investor/information_disclosure</a>
2. Subject Matter of the meeting of the Board of Directors of the Issuer and agenda of the meeting	
<p>1. Date of decision made by Chairman of the Board of Directors of the Issuer to hold the meeting of the Board of Directors of the Issuer: <b>20.03.2013.</b></p> <p>2. Date of the meeting of the Board of Directors of the Issuer: <b>25.03.2013.</b></p> <p>3. Agenda of the meeting of the Board of Directors of the Issuer:</p> <ol style="list-style-type: none"> <li><i>1. Interested party transaction between the Company and LLC Norilsknickelremont (Additional Agreement №1 to Services Agreement №88-0092/13 of 25.01.2013).</i></li> <li><i>2. Interested party transaction between the Company and LLC Norilsknickelremont (Service Agreement).</i></li> <li><i>3. Interested party transaction between the Company and Legion TI LLC (Car washing services contract).</i></li> <li><i>4. Interested party transaction between the Company and OJSC NTEK (services to support backup thermal capacity of steam pipeline TPP-1 - Copper Plant).</i></li> <li><i>5. Interested party transaction between the Company and OJSC NTEK (Movable Property Sale and Purchase Contract (2 items of repair and welding cars 58804-0000010 (APC)).</i></li> <li><i>6. Interested party transaction between the Company and Media Platforma LLC (Immovable Property Sublease Contract).</i></li> <li><i>7. Interested party transaction between the Company and CJSC NORMETIMPEX (Immovable Property Sublease Contract).</i></li> <li><i>8. Interested party transaction between the Company and OJSC NTEK (specification to Sale and Purchase Agreement №88-2648/10 of 28.12.2010 (№NTEK-32-14/11 of 18.01.2011).</i></li> <li><i>9. Interested party transaction between the Company and LLC Gipronickel Institute (Additional Agreement №1 to the Contract № 088/12-KR-UGM (№ GN-12-1005/12 of 24.09.2012, 88-2648/12 of 25.10.2012).</i></li> <li><i>10. Interested party transaction between the Company and OJSC NTEK (Additional Agreement №6 to the process oxygen Sale and Purchase Agreement №02-07-KD (NTEK-32-598/07 of 3.05.2007, ZTF-120/07 of 2.10.2007).</i></li> <li><i>11. Interested party transaction between the Company and OJSC Taimyr Fuel Company (Additional Agreement №4 to the Sale and Purchase Agreement №88-689/11 of 30.03.2011 (№TTK/306-dg of 20.12.2010).</i></li> </ol>	

- 12. Interested party transaction between the Company and LLC Gipronickel Institute (Contract №002/13-KR-UGE 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 of 01.03.2007).**
- 13. Interested party transaction between the Company and OJSC Taimyr Fuel Company (specification №10 to Waste Oil Recycling Contract № 192-1923/05 of 01.08.2005)**
- 14. Interested party transaction between the Company and LLC Gipronickel Institute (Contract № 021-3309).**
- 15. Interested party transaction between the Company and LLC Norilsknickelremont (Additional Agreement №7 to Agreement №88-1886/10 of 30.09.2010).**
- 16. Interested party transaction between the Company and LLC Gipronickel Institute (design works for the project: Zapolyarny Mine. Charging bins. Ore level control system. Overhaul (Contract № 005/13 - KR-UAP).**
- 17. Interested party transaction between the Company and LLC Gipronickel Institute (design works for the project: Komsomolsky Mine. Central ore chutes' bins. Ore level control system. Overhaul (Contract № 003/13-KR-UAP).**
- 18. Interested party transaction between the Company and LLC Gipronickel Institute (Additional Agreement №1 to the Contract № 091/12-KR-UGM (№ GN-12-1048/12 of 09.10.2012, № 88-2799/12 of 16.11.2012).**
- 19. Interested party transaction between the Company and LLC Gipronickel Institute (Additional Agreement №1 to the Contract № 083/12-KR-UGM (№ GN-12-1003/12 of 24.09.2012, 88-2646/12 of 25.10.2012).**
- 20. Interested party transaction between the Company and OJSC Norilskgazprom (Additional Agreement №1 to Immovable Property Lease Agreement № 130/2012 of 28.08.2012 (№НЭ-32-114/12 of 31.08.2012).**
- 21. Interested party transaction between the Company and LLC Norilskpromtransport (Land Plot Sublease Contract).**
- 22. On General Director - Chairman of the Company's Management Board V.O. Potanin's overlapping of positions (alien bodies employment).**

**Head of Share Capital Department**

(Power of Attorney No. GMK-115/273-nt of 26.12.2012)

**M.A.Raychenko**

**March 20, 2013**