

**STATEMENT OF MATERIAL FACT:  
 “INFORMATION ON THE RESOLUTIONS OF GENERAL MEETINGS”  
 “INFORMATION ON ACCRUED AND (OR) PAID INCOME ON THE ISSUER’S SECURITIES”**

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>102840000298</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.nornik.ru/en/investor/information_disclosure/">http://www.nornik.ru/en/investor/information_disclosure/</a>

2. Subject matter of the “INFORMATION ON THE RESOLUTIONS OF GENERAL MEETINGS”	
2.1. Type of the general meeting (annual or extraordinary):	<i>annual.</i>
2.2. Format of the general meeting:	<i>meeting.</i>
2.3. Date and venue of the general meeting:	<i>June 28, 2010; Moscow, B.Yakimanka str. 24, PRESIDENT HOTEL, Bolshoi Petrovsky hall.</i>
2.3 Quorum:	<i>shareholders who took part in the meeting jointly held 176,993,195 votes (quorum is held).</i>
2.4. Issues under vote and vote results:	
	<i>1. Approval of 2009 Annual Report of OJSC MMC Norilsk Nickel.          «IN FAVOR» - 144,482,271          «AGAINST» - 9,114          «ABSTAINED» - 9,767,363</i>
	<i>2. Approval of 2009 Annual Accounting Statements including the profit-and-loss statement of OJSC MMC Norilsk Nickel.          «IN FAVOR» - 144,479,634          «AGAINST» - 9,275          «ABSTAINED» - 9,768,664</i>
	<i>3. Distribution of MMC Norilsk Nickel’s 2009 profits and losses.          «IN FAVOR» - 146,284,114          «AGAINST» - 5,853          «ABSTAINED» - 8,020,712</i>
	<i>4. Dividends payable on the shares of OJSC MMC Norilsk Nickel for 2009.          «IN FAVOR» - 146,441,431          «AGAINST» - 3,888          «ABSTAINED» - 7,860,798</i>

**5. Elections to the Board of Directors of OJSC MMC Norilsk Nickel.**

**Voting results:**

**Afanasiev Dmitry Olegovich – 1,381,468**  
**Bakal Boris – 127,510,325**  
**Bashkirov Alexey Vladimirovich – 2,269,262**  
**Bougrov Andrey Yevgenyevich – 128,504,088**  
**Voytovich Olga Valeryevna – 1,355,706**  
**Voloshin Alexander Stalievich – 126,563,810**  
**Volynets Artem Olegovich – 1,310,702**  
**Geraskin Vadim Viktorovich – 1,342,551**  
**Goldman Maxim Alexandrovich – 1,294,774**  
**Deripaska Oleg Vladimirovich – 128,595,934**  
**Zakharova Marianna Alexandrovna – 128,467,309**  
**Zinovieva Olga Nikolayevna – 1,350,672**  
**Kindikova Natalia Viktorovna – 1,403,260**  
**Klishas Andrey Alexandrovich – 132,397,574**  
**Kostoev Dmitry Ruslanovich – 128,119,938**  
**Mills Bradford Alan – 146,566,121**  
**Pivovarchuk Oleg Modestovich – 131,651,514**  
**Razumov Dmitry Valerievich – 125,290,349**  
**Sinshov Petr Ivanovich – 1,275,775**  
**Soina Tatiana Valerievna – 1,314,297**  
**Sokov Maxim Mikhailovich – 127,150,138**  
**Solovyov Vladislav Alexandrovich – 127,118,871**  
**Strzhalkovsky Vladimir Igorevich – 140,971,280**  
**Titov Vasily Nikolaevich – 143,330,151**  
**Holden John Gerard – 146,314,454**

**6. Elections to the Revision Commission of OJSC MMC Norilsk Nickel.**

**Voznenko Petr Valerievich**  
**«IN FAVOR» - 138,020,450**  
**«AGAINST» - 640,622**  
**«ABSTAINED» - 12,384,249**  
**Kargachov Alexey Anatolievich**  
**«IN FAVOR» - 138,824,896**  
**«AGAINST» - 427,744**  
**«ABSTAINED» - 11,897,427**  
**Mukhina Elena Alexandrovna**  
**«IN FAVOR» - 138,384,175**  
**«AGAINST» - 811,270**  
**«ABSTAINED» - 11,906,598**  
**Pershinkov Dmitry Viktorovich**  
**«IN FAVOR» - 138,757,481**  
**«AGAINST» - 428,599**  
**«ABSTAINED» - 11,945,186**  
**Potarina Tatiana Vasilievna**  
**«IN FAVOR» - 1,460,691**  
**«AGAINST» - 11,779,945**  
**«ABSTAINED» - 19,729,410**  
**Sirotkina Tamara Alexandrovna**  
**«IN FAVOR» - 15,549,042**  
**«AGAINST» - 1,860,509**  
**«ABSTAINED» - 15,683,923**  
**Khodasevich Sergey Georgievich**  
**«IN FAVOR» - 121,984,255**  
**«AGAINST» - 10,447,985**  
**«ABSTAINED» - 17,598,316**

**7. Approval of the Auditor of the Russian accounting statements of OJSC MMC Norilsk Nickel.**

«IN FAVOR» - 143,278,086

«AGAINST» - 17,014

«ABSTAINED» - 10,682,817

**8. Remunerations and reimbursement of expenses to Independent Directors – members of OJSC MMC Norilsk Nickel Board of Directors.**

**8.1**

«IN FAVOR» - 127,749,402

«AGAINST» - 14,624,315

«ABSTAINED» - 11,650,804

**8.2**

«IN FAVOR» - 140,778,400

«AGAINST» - 2,371,570

«ABSTAINED» - 10,831,791

**9. The value of property being the subject of Indemnity Agreements with members of the Board of Directors and Management Board of OJSC MMC Norilsk Nickel.**

«IN FAVOR» - 142,446,004

«AGAINST» - 44,990

«ABSTAINED» - 11,465,161

**10. Approval of interrelated interested party transactions whereby members of the Board of Directors and Management Board of OJSC MMC Norilsk Nickel shall be indemnified against damages.**

«IN FAVOR» - 142,362,558

«AGAINST» - 56,037

«ABSTAINED» - 11,538,398

**11. The cost of liability insurance services for members of the Board of Directors and the Management Board of OJSC MMC Norilsk Nickel.**

«IN FAVOR» - 142,338,432

«AGAINST» - 52,136

«ABSTAINED» - 11,543,837

**12. Approval of the interested party transaction related to liability insurance for members of the Board of Directors and Management Board of OJSC MMC Norilsk Nickel.**

«IN FAVOR» - 142,343,381

«AGAINST» - 51,357

«ABSTAINED» - 11,538,158

**13. Approval of interrelated interested party transactions between the Company and CJSC NORMETIMPEX (assignments to Agency Agreement №HH/581-2009 from 28.08.2009, Commission Agreement №HH/1001-2009 from 21.12.2009)**

«IN FAVOR» - 94,705,539

«AGAINST» - 9,689

«ABSTAINED» - 11,529,689

**2.5. Resolutions passed by the general meeting:**

**1. To approve 2009 Annual Report of OJSC MMC Norilsk Nickel — ADOPTED.**

**2. To approve 2009 Annual Accounting Statements including the profit-and-loss statement of OJSC MMC Norilsk Nickel — ADOPTED.**

**3. To approve distribution of MMC Norilsk Nickel's 2009 profits and losses pursuant to the Board of Directors recommendations — ADOPTED.**

**4. To pay dividends to the amount of 210 rubles per ordinary share of OJSC MMC Norilsk Nickel for 2009 — ADOPTED.**

**5. The resolution on item 5 of the Agenda of the Annual General Meeting IS ADOPTED.**

**The following candidates with the largest number of votes are elected to the Board of Directors:**

**1. Bradford Alan Mills;**

**2. John Gerard Holden;**

**3. Titov Vasily Nikolaevich;**

**4. Strzhalkovsky Vladimir Igorevich;**

**5. Klishas Andrey Alexandrovich;**

**6. Pivovarchuk Oleg Modestovich;**

**7. Deripaska Oleg Vladimirovich;**

**8. Bougrov Andrey Yevgenyevich;**

**9. Zakharova Marianna Alexandrovna;**

**10. Kostoev Dmitry Ruslanovich;**

**11. Bakal Boris;**

**12. Sokov Maxim Mikhailovich;**

**13. Solovyov Vladislav Alexandrovich**

**6. To elect the following members of the Revision Commission:**

**Voznenko Petr Valerievich – Manager of CJSC RUSAL Global Management B.V;**

**Alexey A. Kargachov – Director of the Internal Control Department, OJSC MMC Norilsk Nickel;**

**Mukhina Elena Alexandrovna – Director of Consolidated Statements and Tax Planning Division, CJSC INTERROS Holding Company;**

**Dmitry V. Pershinkov – Chief of the Tax Planning Division of the Accounting, Taxation and Financial Reporting Department, OJSC MMC Norilsk Nickel;**

**Khodasevich Sergey Georgievich – Advisor to General Director of OJSC MMC Norilsk Nickel**

**— ADOPTED.**

**7. To approve Rosexpertiza LLC as the Auditor of the Russian accounting statements of OJSC MMC Norilsk Nickel for 2010 — ADOPTED.**

**8.1**

**1. To establish that the basic amount of remuneration to be paid to an Independent Director shall be USD 62,500 per quarter, which will be paid in rubles at the rate set by the Central Bank of the Russian Federation for the date of payment, and that their expenses shall be reimbursed upon presentation of documental proof in the amount of up to RUB 2 million a year. The amount shown above shall be net of taxes and duties imposed under the laws of the Russian Federation.**

**2. If an Independent Director presides over a Board Committee (Committees), the additional remuneration in the amount of USD 31,250 per quarter shall be paid to such Independent Director in rubles at the rate set by the Central Bank of the Russian Federation for the date of payment for each of the Committees, over which he/she presides. The amount shown above shall be net of taxes and duties imposed under the laws of the Russian Federation.**

**3. If the Chairman of the Board of Directors is an Independent Director, the basic amount of remuneration to be paid to such Director shall be USD 2,500,000 a year, which will be paid in rubles at the rate set by the Central Bank of the Russian Federation for the date of payment. The amount shown above shall be a gross amount while taxes and duties imposed under the laws of the Russian Federation shall apply.**

**4. If the Chairman of the Board of Directors is an Independent Director, the annual bonus (additional remuneration) in the amount of USD 3,000,000 a year shall be paid to such Director in rubles at the rate set by the Central Bank of the Russian Federation for the date of payment. The amount shown above shall be a gross amount while taxes and duties imposed under the laws of the Russian Federation shall apply.**

**5. Remuneration amounts mentioned in pp. 1, 2, 3 and 4 of this resolution shall be paid in the period from July 1, 2009 and to the date, on which the term of the respective Independent Director will end and/or until he/she ceases to carry out his/her professional duties as Chairman of the Committee (respectively).**

**— ADOPTED.**

**8.2.**

**1. To approve the OJSC MMC Norilsk Nickel Independent Directors Remuneration Program – Options Plan (Annex 6).**

**2. To establish the validity period of the Program from June 29, 2010 to June 30, 2011.**

**— ADOPTED.**

**9. The value of property involved in the interrelated transactions on indemnification of members of OJSC MMC Norilsk Nickel's Board of Director and Management Board for damages that they may suffer in connection with their duties on the respective Boards shall amount to the sum not exceeding USD 115,000,000 for each transaction — ADOPTED.**

**10. To approve interrelated transactions, which are interested party transactions for all members of OJSC MMC Norilsk Nickel's Board of Directors and Management Board, a subject of which is an obligation of OJSC MMC Norilsk Nickel to indemnify members of the Board of Directors and Management Board for damages that they may suffer in connection with their appointment to corresponding positions, in the amount not exceeding USD 115,000,000 for each member — ADOPTED.**

**11. The value of services related to indemnification of members of OJSC MMC Norilsk Nickel Board of Directors and Management Board shall be limited to USD 150,000,000 (one hundred fifty million US dollars) and the cost of arranging additional indemnification in the amount of USD 50,000,000 (fifty million US dollars) shall not exceed USD 1,200,000 (one million two hundred thousand US dollars) — ADOPTED.**

**12. To approve the transaction, to which all members of OJSC MMC Norilsk Nickel Board of Directors and Management Board are interested parties and the subject of which is the obligation of OJSC MMC Norilsk Nickel to indemnify members of OJSC MMC Norilsk Nickel Board of Directors and Management Board acting as beneficiaries for this transaction, with a Russian insurance company for the term of 12 months and with the indemnification limit of USD 150,000,000 (one hundred fifty million US dollars), at the premium for arranging additional indemnification in the amount of USD 50,000,000 (fifty million US dollars) not exceeding USD 1,200,000 (one million two hundred thousand US dollars) — ADOPTED.**

**13. To approve interrelated transactions, which are interested party transactions for OJSC MMC Norilsk Nickel and CJSC NORMETIMPEX, whereby OJSC MMC Norilsk Nickel instructs CJSC NORMETIMPEX to perform legal and other actions necessary for export and internal sales of OJSC MMC Norilsk Nickel property up to December, 2013: nickel and nickel products in the volume of up to 240,000 tons, copper and copper products in the volume of up to 450,000 tons, cobalt and cobalt products in the volume of up to 5,000 tons, platinum and platinum products in the volume of up to 25,000 kilograms, palladium and palladium products in the volume of up to 100,000 kilograms, rhodium and rhodium products in the volume of up to 3,000 kilograms, iridium in the volume of up to 100 kilograms, ruthenium in the volume of up to 700 kilograms, osmium in the volume of up to 5 kilograms, gold in the volume of up to 4,500 kilograms, silver in the volume of up to 75,000 kilograms, selenium in the volume of up to 100 tons, tellurium in the volume of up to 1 ton, serum in the volume of up to 200,000 tons, on the conditions preliminary agreed upon with OJSC MMC Norilsk Nickel. Information on the scope, price and other material terms of the transactions subject to approval is available in assignments (Annex 1-2), main Company property export and internal sales pricing conditions (Annex 3) to Agency Agreement №HH/581-2009 from 28.08.2009 (Annex 4), Commission Agreement №HH/1001-2009 from 21.12.2009 (Annex 5)» — ADOPTED.**

**2.6. Date of the Protocol of the general meeting: July 1, 2010.**

2. Subject matter of the “**INFORMATION ON ACCRUED AND (OR) PAID INCOME ON THE ISSUER’S SECURITIES**”

- 2.1. Class, category (type), issue and other identifying attributes of the securities: **ordinary registered non-documentary shares.**
- 2.2. State registration number of the issue (additional issue) of securities, state registration date: **State registration number of the issue 1-01-40155-F registered on December 12, 2006.**
- 2.3. The name of the authority, which registered the issue (additional issue) of securities: **FSFM of Russia.**
- 2.4. The Issuer’s governing body which resolved to pay (declare) dividends upon the Issuer’s shares: **Extraordinary General Meeting of shareholders.**
- 2.5. Date on which the resolution to pay (declare) dividends upon the Issuer’s securities was adopted: **June 28, 2010.**
- 2.6. Date of the Protocol of the shareholders’ meeting when the resolution on dividend payment (declaring) upon the Issuer’s securities was adopted: **July 1, 2010.**
- 2.7. Total amount of dividends accrued upon the certain category (type) of the Issuer’s shares, and per share dividend accrued upon the certain category (type) of the Issuer’s shares: **total amount of dividends accrued on ordinary registered shares of the Issuer for 2009 is – RUB 40,031,826,870; per share dividend for 2009 is –RUB 210**
- 2.8. The form of payment (cash, other kind of property): **cash**
- 2.9. The date when the Issuer’s obligation is to be fulfilled; or if there is a certain period of time for fulfilling this obligation by the Issuer, the final date of this period is to be shown : **dividend payment period expires on August 27, 2010 (not later than 60 days after adoption of the resolution to pay dividends).**
- 2.10. Total amount of dividend paid on the Issuer’s shares of a specific category (type): **for current date dividends for 2009 have not yet been paid out.**

**Director of the Investor Relations Department**  
(Power of Attorney № ГМК-115/34Д of 26.03.2010)

**A.V. Ivanov**

**July 2, 2010**