



NORILSK NICKEL

MINING AND METALLURGICAL COMPANY
JOINT STOCK COMPANY

REPORT ON THE VOTING RESULTS OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF OPEN JOINT STOCK COMPANY MINING AND METALLURGICAL COMPANY NORILSK NICKEL

Full name of the company:	Open Joint Stock Company Mining and Metallurgical Company Norilsk Nickel
Location of the company:	Dudinka, Krasnoyarsk Territory, Russian Federation
Type of the general meeting of shareholders:	Annual
Form of the general meeting of shareholders:	Meeting
Date of the general meeting:	June 30, 2009
Place of the general meeting:	Moscow, PRESIDENT HOTEL, Bolshoi Petrovsky Hall, B. Yakimanka St. 24
Chairman of the meeting	A.S.Voloshin
Secretary of the meeting	O.V. Surikov
Meeting agenda:	<ol style="list-style-type: none">1. Approval of 2008 annual report of MMC Norilsk Nickel.2. Approval of 2008 annual accounting statements of MMC Norilsk Nickel including the profit-and-loss statement.3. Distribution of MMC Norilsk Nickel's 2008 profits and losses.4. Dividends payable on the shares of MMC Norilsk Nickel for 2008.5. Elections to the Board of Directors of MMC Norilsk Nickel.6. Elections to the Revision Commission of MMC Norilsk Nickel.7. Approval of the Auditor of the Russian accounting statements of MMC Norilsk Nickel.8. Approval of the new version of the Charter of MMC Norilsk Nickel.9. Approval of the new version of Regulations on the Board of Directors of MMC Norilsk Nickel.10. Approval of Regulations on the Management Board of MMC Norilsk Nickel.11. Remunerations and reimbursement of expenses to Independent Directors – members of OJSC MMC Norilsk Nickel Board of Directors.12. The value of property being the subject of Indemnity Agreements with members of the Board of Directors and Management Board of MMC Norilsk Nickel.13. Approval of interrelated interested party transactions whereby the members of the Board of Directors and Management Board of MMC Norilsk Nickel shall be indemnified against damages.14. The cost of liability insurance services for members of the Board of Directors and the Management Board of MMC Norilsk Nickel.15. Approval of the interested party transaction related to liability insurance for members of the Board of Directors and

On item No.1 of the Agenda: Approval of 2008 annual report of MMC Norilsk Nickel.

The number of votes held by persons eligible for participation in the General Meeting and voting on the agenda item. 190 627 747

The number of votes held by persons that took part in the General Meeting (quorum). 152 646 197

Number of votes cast for each voting option: «IN FAVOR» — 138 401 214
«AGAINST» — 7 057 483
«ABSTAINED» — 5 942 096

The wording of resolution adopted by the General Meeting on the agenda item. To approve 2008 Annual Report of MMC Norilsk Nickel.

On item No.2 of the Agenda: Approval of 2008 annual accounting statements of MMC Norilsk Nickel including the profit-and-loss statement.

The number of votes held by persons eligible for participation in the General Meeting and voting on the agenda item. 190 627 747

The number of votes held by persons that took part in the General Meeting (quorum). 152 646 197

Number of votes cast for each voting option: «IN FAVOR» — 138 218 933
«AGAINST» — 7 064 054
«ABSTAINED» — 7 287 974

The wording of resolution adopted by the General Meeting on the agenda item. To approve MMC Norilsk Nickel's 2008 Annual Accounting Statements including the Profit and Loss Statement.

On item No.3 of the Agenda: Distribution of MMC Norilsk Nickel's 2008 profits and losses.

The number of votes held by persons eligible for participation in the General Meeting and voting on the agenda item. 190 627 747

The number of votes held by persons that took part in the General Meeting (quorum). 152 646 197

Number of votes cast for each voting option: «IN FAVOR» — 139 478 549
«AGAINST» — 7 081 948
«ABSTAINED» — 6 008 459

The wording of resolution adopted by the General Meeting on the agenda item. To approve distribution of MMC Norilsk Nickel's profits and losses for 2008 pursuant to recommendations of the Board of Directors.

On item No.4 of the Agenda: Dividends payable on the shares of MMC Norilsk Nickel for 2008.

The number of votes held by persons eligible for participation in the General Meeting and voting on the agenda item. 190 627 747

The number of votes held by persons that took part in the General Meeting (quorum). 152 646 197

Number of votes cast for each voting option: «IN FAVOR» — 138 017 368
«AGAINST» — 1 612 655
«ABSTAINED» — 12 936 531

The wording of resolution adopted by the General Meeting on the agenda item. To pass 2008 dividends on the shares of OJSC MMC Norilsk Nickel.

On item No.5 of the Agenda: Elections to the Board of Directors of MMC Norilsk Nickel.

The number of votes held by persons eligible for participation in the General Meeting and voting on the agenda item. votes under cumulative voting
2 478 160 711

The number of votes held by persons that votes under cumulative voting

VOTING RESULTS:

<i>Candidates to the Board of Directors</i>	<i>Number of votes</i>
German R. Aliev	125 980 163
Sergey L. Batekhin	1 130 521
Andrey E. Bougrov	128 490 210
Alexander S. Voloshin	127 082 001
Andrey A. Klishas	131 408 951
Valery V. Lukyanenko	4 721 840
Alexander Polevoy	479 530
Anton V. Cherny	127 427 172
Bradford Alan Mills	126 856 919
John Gerard Holden	113 604 243
Vasily N. Titov	127 420 448
Vladimir I. Strzhalkovsky	221 174 723
Dmitry O. Afanasyev	523 987
Anatoly B. Ballo	50 585 565
Alexander S. Bulygin	528 613
Artyom O. Volynets	400 021
Vadim V. Geraskin	425 018
Maxim A. Goldman	120 761 580
Dmitry V. Razumov	120 963 946
Maxim M. Sokov	122 550 567
Vladislav A. Soloviev	120 793 691
Igor A. Komarov	998 849
Moshiri Ardavan	190 398 160

The following candidates with the largest number of votes were elected to the Board of Directors of the Company:

1. Vladimir I. Strzhalkovsky;
2. Moshiri Ardavan;
3. Andrey A. Klishas;
4. Andrey E. Bougrov;
5. Anton V. Cherny;
6. Vasily N. Titov;
7. Alexander S. Voloshin;
8. Bradford Alan Mills;
9. German R. Aliev;
10. Maxim M. Sokov;
11. Dmitry V. Razumov;
12. Vladislav A. Soloviev;
13. Maxim A. Goldman.

On item No.6 of the Agenda: Elections to the Revision Commission of MMC Norilsk Nickel.

The number of votes held by persons eligible for participation in the General Meeting and voting on the agenda item. 190 627 747

Number of votes held by persons eligible for voting on the agenda item that participated in the General Meeting. 152 646 197

Number of votes cast for each voting option:
 «IN FAVOR» — 138 427 591
 «AGAINST» — 110 479
 «ABSTAINED» — 14 027 531

The wording of resolution adopted by the General Meeting on the agenda item.

To elect the following members of the Revision Commission:

Natalia V. Gololobova	Deputy Finance Director, Integrated Financial Systems LLC;
Alexey A. Kargachov	Director of the Internal Control Department, OJSC MMC Norilsk Nickel;
Natalia N. Panfil	Deputy Director of the Internal Control Department – Chief of the Audit Division, OJSC MMC Norilsk Nickel;

Dmitry V. Pershinkov

Chief of the Tax Planning Division of the Accounting, Taxation and Financial Reporting Department, OJSC MMC Norilsk Nickel;
Deputy Chief of the Claim Administration Division – Chief of the Administrative and Legal Disputes Sector of the Legal Department, OJSC MMC Norilsk Nickel

Tamara A. Sirotkina

On item No.7 of the Agenda: Approval of the Auditor of the Russian accounting statements of MMC Norilsk Nickel.

The number of votes held by persons eligible for participation in the General Meeting and voting on the agenda item.

190 627 747

The number of votes held by persons that took part in the General Meeting (quorum).

152 646 197

Number of votes cast for each voting option:

«IN FAVOR» — 139 525 812

«AGAINST» — 7 164 395

«ABSTAINED» — 5 831 456

The wording of resolution adopted by the General Meeting on the agenda item.

To approve Rosexpertiza LLC as the Auditor of the Russian accounting statements of OJSC MMC Norilsk Nickel for 2009.

On item No.8 of the Agenda: Approval of the new version of the Charter of MMC Norilsk Nickel.

The number of votes held by persons eligible for participation in the General Meeting and voting on the agenda item.

190 627 747

The number of votes held by persons that took part in the General Meeting (quorum).

152 646 197

Number of votes cast for each voting option:

«IN FAVOR» — 139 459 484

«AGAINST» — 76 579

«ABSTAINED» — 13 030 345

The wording of resolution adopted by the General Meeting on the agenda item.

To approve the new version of the Charter of OJSC MMC Norilsk Nickel.

On item No.9 of the Agenda: Approval of the new version of Regulations on the Board of Directors of MMC Norilsk Nickel.

The number of votes held by persons eligible for participation in the General Meeting and voting on the agenda item.

190 627 747

The number of votes held by persons that took part in the General Meeting (quorum).

152 646 197

Number of votes cast for each voting option:

«IN FAVOR» — 139 443 058

«AGAINST» — 7 104 569

«ABSTAINED» — 6 016 628

The wording of resolution adopted by the General Meeting on the agenda item.

To approve the new version of Regulations on the Board of Directors of OJSC MMC Norilsk Nickel.

On item No.10 of the Agenda: Approval of Regulations on the Management Board of MMC Norilsk Nickel.

The number of votes held by persons eligible for participation in the General Meeting and voting on the agenda item.

190 627 747

The number of votes held by persons that took part in the General Meeting (quorum).

152 646 197

Number of votes cast for each voting option:

«IN FAVOR» — 139 447 482

«AGAINST» — 83 271

«ABSTAINED» — 13 031 675

The wording of resolution adopted by the General Meeting on the agenda item.

To approve the new version of Regulations on the Management Board of OJSC MMC Norilsk Nickel.

On item No.11 of the Agenda: Remunerations and reimbursement of expenses to Independent Directors – members of OJSC MMC Norilsk Nickel Board of Directors.

On item No.11.1.:

The number of votes held by persons eligible

190 627 747

for participation in the General Meeting and voting on the agenda item.

The number of votes held by persons that took part in the General Meeting (quorum).

Number of votes cast for each voting option:

The wording of resolution adopted by the General Meeting on the agenda item.

152 646 197

«IN FAVOR» — 122 184 946

«AGAINST» — 17 319 519

«ABSTAINED» — 13 063 263

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).

On item No.11.2.:

The number of votes held by persons eligible for participation in the General Meeting and voting on the agenda item.

The number of votes held by persons that took part in the General Meeting (quorum).

Number of votes cast for each voting option:

The wording of resolution adopted by the General Meeting on the agenda item.

190 627 747

152 646 197

«IN FAVOR» — 123 297 313

«AGAINST» — 16 237 463

«ABSTAINED» — 13 030 062

1. To approve the OJSC MMC Norilsk Nickel Independent Directors Remuneration Program – Options Plan.

2. To establish the validity period of the Program from July 1, 2009 to June 30, 2010.

On item No.12 of the Agenda: The value of property being the subject of Indemnity Agreements with members of the Board of Directors and Management Board of MMC Norilsk Nickel.

The number of votes held by all persons eligible for participation in the General Meeting and not interested in the transaction.

The number of votes held by all persons not interested in the transaction that participated in the General Meeting (quorum).

190 626 103

152 646 197

Number of votes cast for each voting option:

«IN FAVOR» — 139 264 958

«AGAINST» — 143 238

«ABSTAINED» — 13 159 374

The wording of resolution adopted by the General Meeting on the agenda item.

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 (one hundred fifteen million US dollars) for each transaction.

On item No.13 of the Agenda: Approval of interrelated interested party transactions whereby the members of the Board of Directors and Management Board of MMC Norilsk Nickel shall be indemnified against damages.

The number of votes held by all persons eligible for participation in the General Meeting, not interested in the transaction.

190 626 103

The number of votes held by all persons not interested in the transaction that participated in the General Meeting (quorum).

152 646 197

Number of votes cast for each voting option:

«IN FAVOR» — 139 206 833

«AGAINST» — 158 889

«ABSTAINED» — 13 202 144

The wording of resolution adopted by the General Meeting on the agenda item.

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 (one hundred fifteen million US dollars) for each member.

On item No.14 of the Agenda: The cost of liability insurance services for members of the Board of Directors and the Management Board of MMC Norilsk Nickel.

The number of votes held by all persons eligible for participation in the General Meeting and not interested in the transaction.

190 626 103

The number of votes held by all persons not interested in the transaction that participated in the General Meeting (quorum).

152 646 197

Number of votes cast for each voting option:

«IN FAVOR» — 139 227 207

«AGAINST» — 183 517

«ABSTAINED» — 13 155 489

The wording of resolution adopted by the General Meeting on the agenda item.

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).

On item No.15 of the Agenda: Approval of the interested party transaction related to liability insurance for members of the Board of Directors and Management Board of MMC Norilsk Nickel.

The number of votes held by all persons eligible for participation in the General Meeting and not interested in the transaction.

190 626 103

The number of votes held by all persons not interested in the transaction that participated in the General Meeting (quorum).

152 646 197

Number of votes cast for each voting option:

«IN FAVOR» — 139 219 222

«AGAINST» — 196 383

«ABSTAINED» — 13 151 810

The wording of resolution adopted by the General Meeting on the agenda item.

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).

**Full name and address of the Registrar;
the Registrar's authorized representatives**

Closed Joint Stock Company NATIONAL REGISTRY COMPANY,
6 Veresaeva str., 121357 Moscow;
Eliseev E.A., Galkina S.A., Potapova N.V.

Chairman of the Meeting

A.S. Voloshin

Secretary of the Meeting

O.V. Surikov