

**Press release: NORNICKEL PROVIDES UPDATE ON NOTEHOLDERS' CONSENT SOLICITATION**

1. General information	
1.1. Full name of the Issuer	<i>Public Joint Stock Company Mining and Metallurgical Company Norilsk Nickel</i>
1.2. Address of the issuer, listed in the Unified State Register of Legal Entities	<i>1 ul. Morozova, Dudinka, Taimyr Dolgano-Nenets District, Krasnoyarsk Krai, 647000</i>
1.3. Primary State Registration Number of the Issuer (OGRN)	<i>1028400000298</i>
1.4. Taxpayer Identification Number of the Issuer (INN)	<i>8401005730</i>
1.5. Unique code assigned to the Issuer by the Bank of Russia	<i>40155-F</i>
1.6. Internet website used by the issuer to disclose information	<i><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="https://www.nornickel.ru/investors/disclosure/nornickel-disclosure/">https://www.nornickel.ru/investors/disclosure/nornickel-disclosure/</a></i>
1.7. The date of the event (material fact) in respect of which the statement was made	<i>02/09/2022</i>

2. Subject matter

**Publishing of the press release: NORNICKEL PROVIDES UPDATE ON NOTEHOLDERS' CONSENT SOLICITATION on a foreign exchange for the purposes of disclosure to foreign investors.**

THIS ANNOUNCEMENT IS NOT FOR DISTRIBUTION TO ANY PERSON LOCATED OR RESIDENT IN ANY JURISDICTION WHERE IT IS UNLAWFUL TO DISTRIBUTE THIS ANNOUNCEMENT.

September 2, 2022 – PJSC MMC Norilsk Nickel (“Norilsk Nickel” or the “Borrower”) has announced the results of the separate meetings (the “Original Meetings”) of the holders of the USD 1,000,000,000 6.625% Loan Participation Notes due 2022 (the “2022 Notes”), USD 1,000,000,000 4.10% Loan Participation Notes due 2023 (the “2023 Notes”), USD 750,000,000 3.375% Loan Participation Notes due 2024 (the “2024 Notes”), USD 500,000,000 2.55% Loan Participation Notes due 2025 (the “2025 Notes”) and USD 500,000,000 2.80% Loan Participation Notes due 2026 (the “2026 Notes”) (together the “Notes” and each series of Notes a “Series”), each Series issued by MMC Finance Designated Activity Company (the “Issuer”) for the sole purpose of financing a loan to the Borrower.

Capitalised terms used in this announcement but not defined herein have the meanings given to them in the Consent Solicitation Memorandum dated 10 August 2022 in relation to the Notes (the “Memorandum”).

**Results of the Meetings**

Series	ISIN / Common Code (Regulation S Notes)	ISIN / CUSIP / Common Code (Rule 144A Notes)	Outstanding Principal Amount	Outcome of Meeting	
				Extraordinary Resolution One	Extraordinary Resolution Two
2022	XS1298447019 / 129844701	US55314WAC82 / 55314W AC8 / 129931051	U.S.\$1,000,000,000	Passed	Passed
2023	XS1589324075 / 158932407	US55315NAA19 / 55315N AA1 / 158932407	U.S.\$1,000,000,000	Passed	Passed
2024	XS2069992258 / 206999225	US55315NAC74 / 55315N AC7 / 206999225	U.S.\$750,000,000	Passed	Passed
2025	XS2134628069 / 213462806	US55315NAD57 / 55315N AD5 / 213450344	U.S.\$500,000,000	Adjourned Meeting	Adjourned Meeting
2026	XS2393505008 / 239350500	US55315NAE31 / 55315N AE3 / 239361927	U.S.\$500,000,000	Passed	Passed

As a result of the passing an Extraordinary Resolution One by holders of the 2022 Notes, the 2023 Notes, the 2024 Notes and the 2026 Notes, i2 Capital Trust Corporation Ltd has been appointed as new trustee of the Trust Deed in respect of each such Series. As a result of the passing an Extraordinary Resolution Two by holders of the 2022 Notes, the 2023 Notes, the 2024 Notes and the 2026 Notes, the Amendment Documents relating to each such Series have been executed and the relevant modifications to the Trust Deeds and the Loan Agreements of each such Series have become effective.

**Adjourned Meeting in respect of 2025 Notes**

Norilsk Nickel has published today a Notice of adjourned meeting in respect of the 2025 Notes.

Holders of the 2025 Notes should note that Voting Instructions given (unless validly revoked, in the limited circumstances where such revocation is permitted) for the Original Meeting of holders of the 2025 Notes shall remain valid for the adjourned meeting.

#### **Indicative Timing for the 2025 Notes Adjourned Meeting**

- Voting Deadline — 14 September 2022 (4:00 p.m. London time).
- Adjourned meeting — 16 September 2022 (10.00 a.m. London time).
- Announcement of the results — as soon as reasonably practicable after the adjourned meeting and, if applicable, satisfaction (or not) of the Consent Conditions.

#### **Consent Solicitation General Terms and Conditions**

- Detailed terms and conditions are set out in the Consent Solicitation Memorandum dated 10 August 2022.
- A copy of the Consent Solicitation Memorandum is available at the Consent Solicitation Website upon registration: <https://i2capmark.com/event-details/70/Holder/mmc-norilsk-nickel>.
- Holders of the 2025 Notes can participate in the Consent Solicitation in respect of the 2025 Notes only by delivery of a Voting Instruction to the Information and Tabulation Agent.
- Only Noteholders that were direct or beneficial owners of the 2025 Notes as of the Record Date can submit a Voting Instruction.
- No consent fee is payable with respect to the Consent Solicitation.

In case of any questions and for any further information Noteholders should contact the Information and Tabulation Agent:

#### **i2 Capital Markets Ltd. (the Information and Tabulation Agent)**

128 City Road

London, EC1V 2NX, United Kingdom

Email: [nornickel@i2capmark.com](mailto:nornickel@i2capmark.com)

Phone: +44 20 3633 1212

Questions and requests may also be directed to the Investor Relations Department of PJSC MMC Norilsk Nickel.

#### **PJSC MMC Norilsk Nickel**

Investor Relations Department

15, 1st Krasnogvardeysky Drive, Moscow, 123100, Russia

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Phone: +7 (495) 786 83 20

#### **ABOUT THE COMPANY**

MMC Norilsk Nickel is a diversified mining and metallurgical company, the world's largest producer of palladium and high-grade nickel and a major producer of platinum and copper. The company also produces silver, gold, iridium, ruthenium, selenium, tellurium, sulphur and other products.

The production units of NORILSK NICKEL Group are located in Russia (the Norilsk Industrial District, Kola Peninsula and the Trans-Baikal Territory), Finland.

MMC Norilsk Nickel shares are listed on the Moscow and on the Saint-Petersburg Stock Exchanges, ADRs are accepted for trading on the Saint-Petersburg Stock Exchange.

**Director,**  
**Corporate Relations Department**  
(Power of Attorney No. GMK-115/49-nt dd. 29/04/2021)

***N.Yu. Yurchenko***

***September 02, 2022***