

PRELIMINARILY APPROVED BY
the Board of Directors of Open Joint Stock Company
'Mining and Metallurgical Company 'NORILSK NICKEL'
Minutes No. ГМК/23-пр-сд of May20, 2011

ANNUAL REPORT
OF OJSC 'MMC 'NORISLK NICKEL'
for 2010

V. I, Strzhalkovsky
General Director, Chairman of the Management Board

L. V. Lisitsyna
Chief Accountant

Table of Content

1. Overview of the Company.....	3
2. Key Assets of the Company	6
3. Position of the Company in the Industry	10
4. Operating Performance Survey	16
5. Priority Areas in the Company's Business.....	24
6. Development Prospects of the Company	28
7. Key Risk Factors Connected with the Company's Business.....	31
8. Authorized Capital of the Company.....	35
8.1. Authorized Capital and Shareholders.....	35
8.2. Payment of Dividends on Shares of the Company.....	36
9. Managing Bodies of the Company	38
9.1. Information concerning individual members of the Board of Directors.....	40
9.2. Information concerning the Sole Executive Body of the Company and Individual Members of the Collegiate Executive Body of the Company	56
9.3. Data concerning the Total Amount of Remuneration Payable to each Management Body of the Company.....	64
9.4. Report of the Board of Directors of the Company on the Results of Developing of Business Priorities	65
10. Consumption of Energy Resources by the Company in 2010.....	66
11. Key Events of the Company in 2010.....	67
12. Information about compliance with the corporate governance code ¹	71

1. Overview of the Company

Corporate Name of the Company

Full corporate name of the Company

Open Joint-Stock Company 'Mining and Metallurgical Company 'NORILSK NICKEL'

Short corporate name of the Company:

OJSC 'MMC 'NORILSK NICKEL'

State Registration of the Company

Initial state registration

State registration number: 07

State registration date: July 4, 1997

Registration authority: Administration of the Taimyr Autonomous District

Registration of the corporate entity

Principal State Registration Number (OGRN) of the corporate entity: 1028400000298

Registration date: September 2, 2002

Registration authority: Interdistrict Inspectorate of the Ministry of Taxation of the Russian Federation No. 2 for the Taimyr (Dolgano-Nenets) Autonomous District.

Taxpayer Identification Code (INN):

8401005730

Contact Details

Registered address: Russia, Krasnoyarsk Territory, Dudinka

Address of the permanent executive authority:

Russia, Krasnoyarsk Territory, Dudinka

Moscow office: 125993, Moscow, Voznesenski per., 22

Correspondence address:

663310, Russia, Krasnoyarsk Territory, Norilsk, pl. Gvardeiskaya, 2

Phone: (495) 787-76-67

Fax: (495) 785-58-08

E-mail: gmk@nornik.ru

Name of the Company's special unit for relations with shareholders and investors: Investor Relations Department

Address of the Department: 125993, Moscow, Voznesenski per., 22

Phone: (495) 786-83-20

Fax: (495) 797-86-13

E-mail: ir@nornik.ru

Web-site: www.nornik.ru

Establishment and Development of the Company

Open Joint-Stock Company 'Norilsk Mining Company' was established in 1997 as a result of reorganization in the form of spin-off from Open Joint-Stock Company 'A. P. Zvenyagin Norilsk Mining and Metallurgical Plant' that was a part of OJSC 'RAO 'Norilsk Nickel' (Norilsk Nickel Group).

The restructuring of Norilsk Nickel Group was commenced in 2000. The restructuring was aimed at improving the performance and investment attractiveness of the Group and was intended to:

- provide shareholders with direct access to the equity of the company that is the owner of salable commodities and the main center of the Group's profit;
- materially increase the transparency of the Group's corporate structure for shareholders;
- increase the economic efficiency for distribution of dividends;
- integrate the foreign marketing network in the corporate structure;
- increase the efficiency of the management system.

In 2001, the Extraordinary General Meeting of Shareholders of OJSC 'Norilsk Mining Company' decided to rename the company as OJSC 'Mining and Metallurgical Company 'NORILSK NICKEL' (MMC 'NORILSK NICKEL' or the 'Company') and to increase the authorized capital via the issue of additional shares and their placement by closed subscription among shareholders of RAO 'Norilsk Nickel' and payment of placed shares in MMC 'NORILSK NICKEL' by shares in RAO 'Norilsk Nickel'. According to results of the restructuring in 2001, holders of 96.9% shares in RAO 'Norilsk Nickel' swapped their shares for shares in MMC 'NORILSK NICKEL'.

Shares in MMC 'NORILSK NICKEL' have been traded on the Russian Trading System (RTS) since May of 2001 and on the Moscow Interbank Currency Exchange (MICEX) since July of the same years. 15% of shares in RAO 'Norilsk Nickel' were covered by American Depository Receipts (ADRs) of the 1st level that were automatically re-registered to shares in MMC 'NORILSK NICKEL' in the course of restructuring. Further in 2004, 40% of shares in the Company were admitted to circulation outside the Russian Federation.

Auditors of the Company

The auditor responsible for independent auditing of book-keeping and financial (accounting) statements of the Company under a contract signed with it and the auditor (auditors) approved (selected) for auditing of annual financial (accounting) statements of the Company for the current or completed financial year: LLC 'ROSEXPERTIZA'.

Auditor Selection Procedure

An audit company for auditing of accounting statements of MMC 'NORILSK NICKEL' is selected in accordance with the approved Audit Company Selection Procedure (hereinafter the 'Procedure'). To select an audit company (hereinafter the 'Auditor'), the Audit Company Selection Commission (hereinafter the 'Commission') shall be established. For selection purposes, the Commission shall form lists of Auditors that have the best performance indicators in the Russian market of audit services. The Auditor that offers the best terms and conditions with respect to auditing of the Company's accounting statements in accordance with the Russian Accounting Standards in compliance with the Procedure shall be recommended to the Audit

Annual Report of OJSC 'MMC 'NORILSK NICKEL' for 2010

Committee under the Board of Directors of the Company as the Auditor of MMC 'NORILSK NICKEL' for a reporting year.

The Audit Committee shall give recommendations to the Board of Directors regarding selection of the independent Auditor and appraise the candidate for the Auditor. Under the applicable laws and as per paragraph 7.1.9 of the Articles of Association of MMC 'NORILSK NICKEL', the candidate for the Auditor shall be approved at the annual General Meeting of Shareholders of the Company. Approval of the fee payable for services of the Auditor shall fall within the competence of the Board of Directors of MMC 'NORILSK NICKEL'.

In May of 2009, the Company selected an audit company for auditing of consolidated financial statements in accordance with the International Financial Reporting Standards (IFRS). The Big Four companies were invited to take part in the tender.

Offers of the companies were considered at meetings of the audit committee. Based on the price-quality ratio, the Audit Committee recommended to the Board of Directors to approve KPMG as the auditor. The Board of Directors adopted relevant resolution in December of 2009.

2. Key Assets of the Company

The main business of MMC 'NORILSK NICKEL' (hereinafter the 'Group') is prospecting, exploration, concentration and processing of mineral resources, production, marketing and sale of non-ferrous and precious metals.

Production facilities of the Group are located on three continents in five countries: Russia, Australia, Botswana, Finland, and South Africa.

Main production facilities of the Group are vertically integrated and include:

- the Polar Division of MMC 'NORILSK NICKEL' (hereinafter the 'Polar Division');
- OJSC 'Kola Mining and Metallurgical Company', a subsidiary of MMC 'NORILSK NICKEL' (hereinafter the 'Kola MMC').

The Polar Division is located on the Taimyr Peninsular that is a part of the Krasnoyarsk Territory completely above the Polar Circle. The transport connection of the Division with other regions of the country is by the Yenisei river and the Northern Sea Route or by air.

The Kola MMC located on the Kola Peninsula is a leading production facility in the Murmansk Region completely integrated in the transport infrastructure of the North-Western Federal District.

In Australia the Group owns:

- Norilsk Nickel Cawse, a lateritic nickel ore mining and leaching facility;
- Black Swan, Lake Johnston, Waterloo, sulfide nickel ore mining and nickel concentrate production facilities;
- Honeymoon Well, a large sulfide nickel ore mining project that is at early development state.

The Group holds 85% share in Tati Nickel Mining Company, a sulfide nickel mining facility located in Botswana.

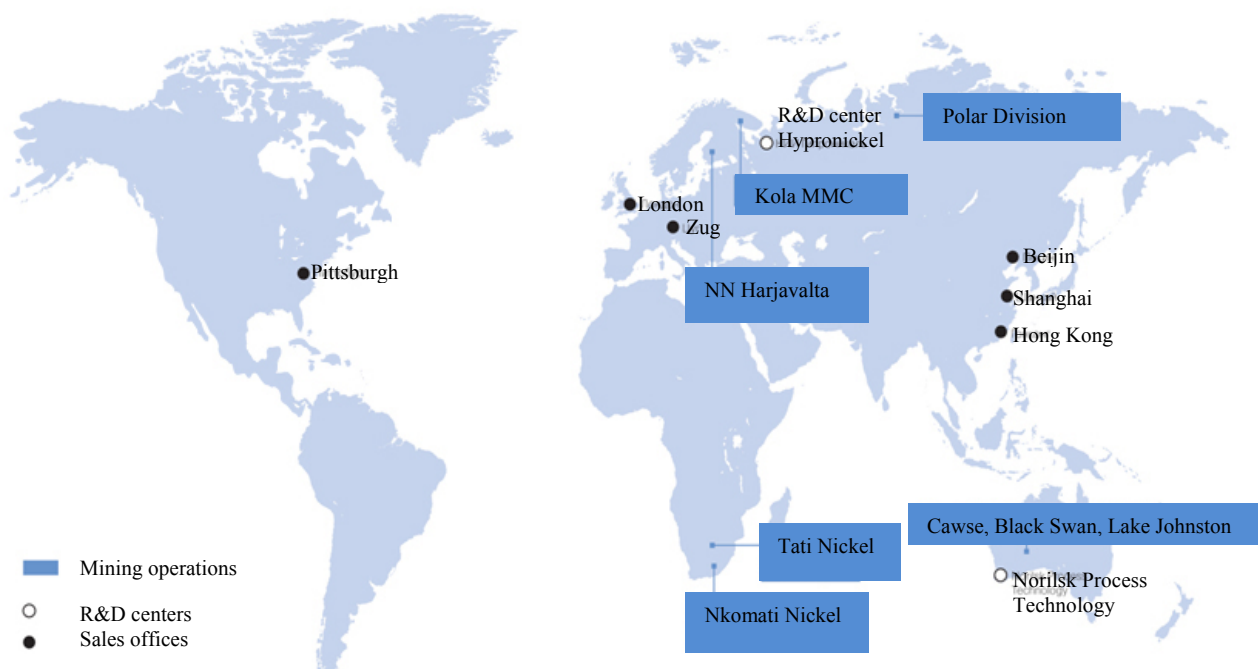
Norilsk Nickel Harjavalta, which is a part of the Group, is the only nickel refining plant in Finland.

The Group holds 50% share in Nkomati, a nickel mining facility in the South Africa developed together with African Rainbow Minerals.

The Group also includes Gipronickel Research and Project Development Institute located in Saint Petersburg with branches in Norilsk and Monchegorsk.

MMC 'NORILSK NICKEL' has its own global network of representative and distribution offices in Russia, UK, China, USA and Switzerland.

Key Assets of the Group on the World Map



Mineral Resources Base of the Company in Russia

Deposits of the Company's Polar Division (Taimyr Peninsula)

In accordance with obtained licenses, the Polar Division develops reserves of three sulfide copper and nickel ore deposits: Talnakh and Oktyabrsky forming the Talnakh Ore Cluster, and Norilsk-1.

The Talnakh Deposit is located in 25-30 km from Norilsk and is operated by the Komsomolsky underground mine consisting of three shafts: Mayak, Komsomolsky and Skalisty.

The Oktyabrsky Deposit is operated by the Komsomolsky mine (that is a part of the Komsomolsky underground mine) and by Oktyabrsky and Taimyrsky underground mines. The mines produce rich, cuprous and disseminated ores.

The Norilsk-1 deposit is located 30 km south of the Talnakh Deposit and is developed by underground operations of the Zapolyarny mine and by open operations of the Medvezhy Ruchey pit that is a part of the Zapolyarny mine.

In general, the Company has a material potential on the Taimyr Peninsula (Talnakh, Oktyabrsky and Norilsk-1 deposits) to maintain ore reserves at the relevant level using considerable mineral resources both within files of existing mining facilities and in new prospective areas. Inferred resources on flanks of operated mines are used to replenish exhausted rich and cupreous ore reserves. Prospects for the development of mining operations are connected with rich ore reserves that are not stripped yet and disseminated and cupreous ore horizons that will be gradually and intensively put into operation. Projects approved for implementation involving the preparation of new reserves and horizons of the Talnakh ore cluster and favorable results of geologic exploration operations outside delineated reserves of the Talnakh ore cluster and the Nickel-1 deposit will procure the Company with a reliable raw materials base in the foreseeable future.

Geologic exploration operations performed on the Taimyr Peninsula are intended to replenish reserves of platinum, copper and nickel ores and other mineral resources of the Polar Division with a view to maintain uninterrupted operation of the Company's mining and metallurgical facilities in the Norilsk Industrial District. Exploration operations are carried out at 4 facilities: Maslovskoye deposit, a mine allotment of the Oktyabrsky deposit, Kureisko-Gorbiachinskaya and Verkhne-Turumakitskaya areas.

Deposits of the Kola MMC (Kola Peninsula)

At present, the following deposits of the Pechengskoye ore field are being operated: Zhdanovskoye, Zapolyarnoye, Kotselvaara-Kammikivi and Semiletka.

The main direction in development of the Kola Peninsula mineral resources base is supplementary exploration of deep horizons in the operated Zhdanovskoye deposit, recalculation of its reserves in accordance with new industrial conditions and further development of the Severny mine based on this deposit.

The scope of the existing mineral resources base enables the Kola MMC to maintain the achieved metal production level in the medium-term future.

Geologic exploration operations are carried out at 4 facilities: Vuruchuaivench, Allarechenskaya, Solenoozerskaya and Yuzhno-Kovdorskaya areas.

Processing of Mineral Resources

Polar Division

Ore is enriched at the Talnakh and Norilsk Concentrators. The Talnakh Concentrator processes rich and cupreous ores mined at the Talnakh and Oktyabrsky deposits to produce nickel, copper and pyrrhotite concentrates. The Norilsk Concentrator processes the entire volume of disseminated and cupreous ores from the Oktyabrsky and Talnakh deposits and stockpiled pyrrhotite concentrate to produce nickel and copper concentrates.

Metallurgical operations of the Polar Division include the Nadezhda Metallurgical, Nickel and Copper Plants.

The Nadezhda Metallurgical Plant processes all nickel and pyrrhotite concentrates produced by the Talnakh Concentrator, a part of nickel concentrates from the Norilsk Concentrator (around 20%), a part of stockpiled pyrrhotite concentrate and all copper concentrates from the high-grade matte separation area of the Nickel Plant roasting shop to produce high-grade matte, copper anodes and elementary sulfur.

The Nickel Plant processes the largest part of nickel concentrate produced by the Norilsk Concentrator (around 80%), all enriched stockpiled pyrrhotite concentrate and some high-grade matter from the Nadezhda Metallurgical Plant to produce commodity nickel and cobalt.

The Copper Plant processes the entire volume of copper concentrates produced by the Norilsk and Talnakh Concentrators and copper anodes of the Nadezhda Metallurgical Plant to produce commodity copper, elementary sulfur and sulfuric acid. The Metallurgical Shop, which is a division of the Copper Plant, recycles sludge from the copper electrolysis and the nickel electrolysis shops to produce precious metal concentrates, metallic silver, selenium and tellurium.

Kola MMC

The extracted ore is processed at the Concentrator to produce a collective copper and nickel concentrate. The Concentrator produces copper and nickel concentrate that is further transferred to the Smelting Shop to produce high-grade matte.

Refining facilities of Kola MMC in Monchegorsk process both high-grade matte of its own production and high-grade matte from the Polar Division. The key products are electrolytic nickel and copper, carbonyl nickel, cobalt concentrate, precious metal concentrates and sulfuric acid.

3. Position of the Company in the Industry

MMC 'NORILSK NICKEL' is the largest world producer of nickel and palladium and a leading producer of platinum and copper. Besides, MMC 'NORILSK NICKEL' produces many by-products: cobalt, rhodium, silver, gold, iridium, ruthenium, as well as selenium, tellurium and sulfur.

MMC 'NORILSK NICKEL' has the following key competitors:

- in the nickel market – Vale (Canada), BHP Billiton (Australia), Xstrata Nickel (Canada), Jinchuan (China);
- in the copper market – Codelco (Chili), Freeport-McMoRan Copper & Gold (USA), BHP Billiton (Australia), Ural Mining and Metallurgical Company (Russia);
- in the platinum metal group market- Anglo Platinum (South Africa), Impala (South Africa), Lonmin (South Africa).

Core competitiveness factors of key MMC 'NORILSK NICKEL' products are:

- in the area of mineral resources base and infrastructure:
 - availability of its own raw materials base with a high content of metals;
 - availability of cost-efficient electricity;
 - availability of its own fleet;
- in the area of production:
 - high-performance production processes;
 - availability of the state-of-the-art equipment;
 - availability of its own industrial institute;
 - skilled workforce;
- in the area of sales:
 - developed system of direct relations with end consumers;
 - ability to receive complete and updated information about the market directly from market players;
 - availability of its own distribution network;
 - ability to provide to buyers the whole range of logistic and financial services;
 - reputation of the most reliable product supplier in the market.

The Company operates in the following key metal markets:

Nickel Market

Key nickel producers in the world: Canada, Russia, Japan, Australia, China, New Caledonia, Norway.

Key nickel consumers in the world: China, Japan, USA, Germany.

Key distribution markets of the Company's products: EU countries, China, USA, Japan, India, South Korea, Taiwan.

Global nickel prices are growing due to recovery after the global economic crisis in 2010. The prices varied from USD 17,035 to 27,600 per tonne. In addition to a revival of the industrial metal consumption, the prices were also supported by the investment demand, the average

Annual Report of OJSC 'MMC 'NORILSK NICKEL' for 2010

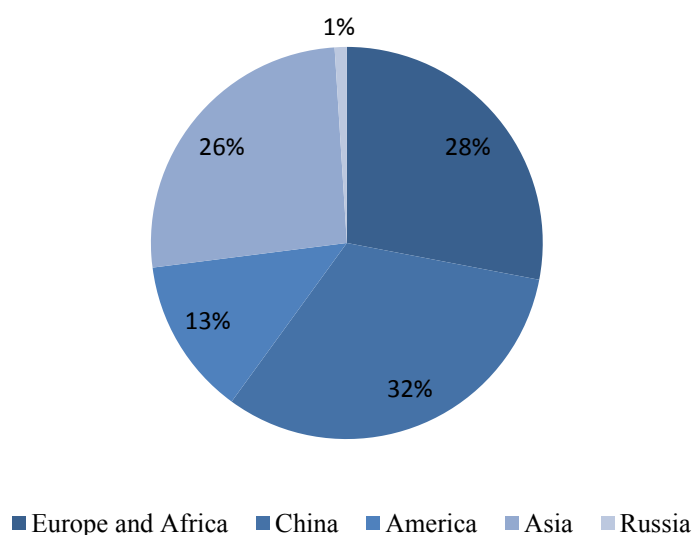
annual price of nickel increased by almost 50% compared to the previous year and reached USD 21,809 per tonne.

The growth of prices in 2010 influenced the total output of primary nickel causing a strong growth at facilities with high costs. The production of nickel pig iron demonstrated the most considerable growth (over 50% compared to 2009). However, due to a unprecedentedly long strike at Vale Inco facilities and technical problems at Australian BHP Billiton, the increase of nickel production is estimated at only 150,000 tonnes (7%) compared to 2009 .

Except for the newly produced metal, the total supply in the market increased due to deliveries from the investment stock accumulated in China.

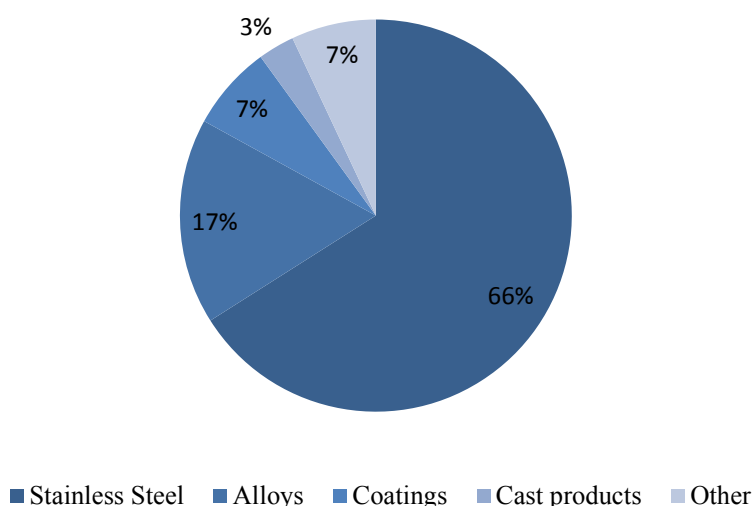
The industrial consumption of nickel changed insignificantly from quarter to quarter in 2010. The recovery of stainless steel output after the crisis was observed almost in all geographical markets. China showed the highest growth of consumption. Totally, the global consumption increased approximately by 15% compared to the previous year.

Nickel Consumption by World Region, 2010



Source: Brook Hunt Nickel Service analytic agency, January of 2011.

Nickel Consumption by Key Industry, 2010



Source: Brook Hunt Nickel Service analytic agency, January of 2011.

In general, the situation in the nickel market was favourable for producers in 2010. At the same time, the physical market of nickel was very unstable and uncertain with respect to purchases of major consumers. This was caused by the uncertainty of consumers in prospects and pace of the demand recovery. As a result, the share of short-term contracts in contractual portfolios of consumers of the Company’s products increased several-fold as compared to the pre-crisis period. Besides, sales of nickel were complicated due to a dramatic increase of the supply in the market of nickel pig iron that was offered in the market with a large discount to the world price of cathode nickel produced by the Company. However, the target to sell the whole nickel produced by the Company at prices above the world price was successfully achieved.

Average Annual Nickel Prices for the Last 5 Years

Metal	Unit of Measurement	2006	2007	2008	2009	2010	Source
Nickel	USD/tonne	24,278	37,181	21,027	14,700	21,809	LME

Copper Market

Key producers of refined copper in the world: Chili, China, Japan, USA, Russia.

Key consumers: China, USA, Japan, Germany.

Key distribution markets of refined copper for the Company: Russia and EU countries.

The copper price varied within the range from USD 6,000 to 8,000 per tonne in H1 2010, however started its steady growth in the H2 and exceeded the level of USD 9,700 per tonne in late December. The average annual price increased by 46% compared to the previous year and amounted to USD 7,539 per tonne.

The global copper market was supported by a strong demand in China in the reporting period. The demand for physical metal on the part of consumers in developed countries continued to

recover, but has not achieved the pre-crisis level yet. In addition, the demand on the part of the investment community was among key reasons for the growing copper price.

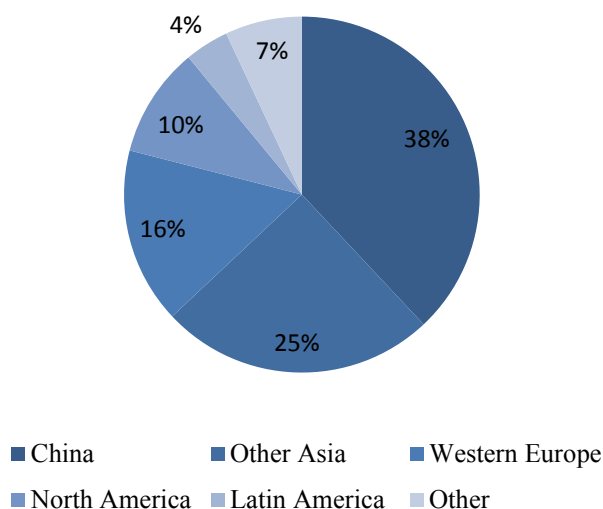
The global output of refined copper amounted to around 19.1 million tonnes in 2010, while the growth of production reached 3.9% compared to 0.1% in 2009. The fall of the copper production in North America by 5% and in Latin America by 2% was compensated by the growth in China by 11%, in Western Europe by 4% and in Africa by 21%.

Due to high prices, the collection and processing of scrap copper increased that resulted in the growth of its supply by 0.5 million tonnes (22%) in equivalent of refined copper in annual terms.

The global consumption of copper amounted to around 19.3 million tonnes in 2010. The growth of the copper consumption was 10.4% in the reporting year compared to the fall by 2.7% in 2009.

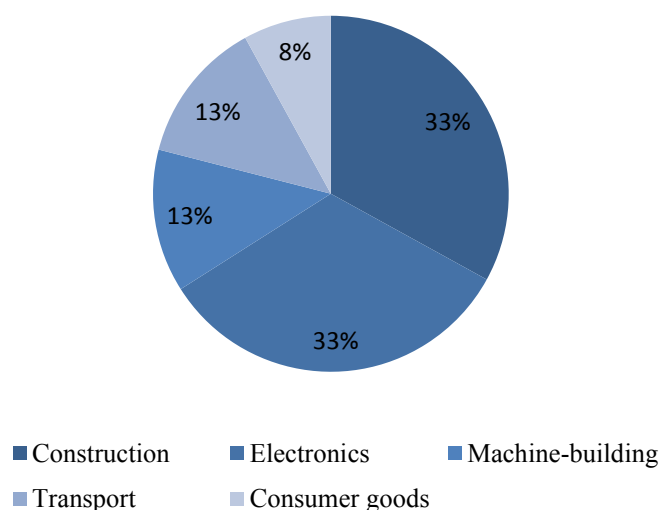
In Western Europe, which is the main export region of the Company’s copper, the consumption increased by around 12%. The same growth was also observed in other leading markets of developed countries, including the USA and China – by 6 and 20% respectively. The growth of copper consumption in China also maintained at a high level (13%). Such increase of consumption was connected with the recovery of industrial production, especially in the power and motor vehicle construction industries. The industrial growth was also observed in the Russian economy that caused a 9% increase of the copper consumption.

Copper Consumption by World Region, 2010



Source: Brook Hunt Nickel Service analytic agency, 2010.

Copper Consumption by Key Industry, 2010



Source: Brook Hunt Nickel Service analytic agency, 2010.

An additional demand for copper in 2010 was caused by purchases from China to create an additional investment and production stock, which, in the opinion of experts, exceeded 1.2 million tonnes, while the growth of state reserves ceased.

In general, the effect of the economic crisis on the copper market was overcome: the global consumption exceeded the level of 2007-2008 and the price set a new record.

Average Copper Prices for the Last 5 Years

Metal	Unit of Measurement	2006	2007	2008	2009	2010	Source
Copper	USD/tonne	6,731	7,126	6,951	5,164	7,539	LME

Market of Platinum Group Metals (PGM)

Key PGM producers: South Africa, Russia, USA, Canada.

Key PGM consumers in the world: USA, Japan, China, EU countries.

Key distribution markets of the Company’s products: EU countries, USA, Japan, China.

In 2010, trends in PGM prices demonstrated a clear tendency for growth. Prices for PGM materially increased due to continuing recovery of the industrial demand and higher investment demand for physical metal (the price of platinum reached USD 1,786 per troy ounce, which was its peak for the last 2 years, the price of palladium reached USD 769.5 per troy ounce, which was its maximum since 2001).

Average PGM Prices for the Last 5 Years

Metal	Unit of Measurement	2006	2007	2008	2009	2010	Source
Palladium	USD/troy ounce	320	354	352	263	526	LPPM

Platinum	USD/troy ounce	1,142	1,303	1,578	1,205	1,610	LPPM
----------	----------------	-------	-------	-------	-------	-------	------

Results of distribution activity of the Company

In the reporting period, the distribution system of MMC 'NORILSK NICKEL' managed to meet all challenges set to it for the period. All metal products produced in 2010 were sold at prices above the average annual market level.

The geographic diversification of sales corresponded to the changed structure of the world consumption in 2010. The geography of supplies covers over two dozens of countries. For the reporting period, the Company retained the first place in supplies of refined copper to China and India. MMC 'NORILSK NICKEL' also took measures to entrench itself in new promising regional markets, including Indonesia and Thailand.

In 2010, the course was continued towards higher industrial diversification of sales of strategic products, higher presence of the Company in high-premium market segments. For example, the share of nickel sales in the sector of special alloys, special steels and electroplating was increased. This additionally reduced the dependence on the segment of stainless steels, the industry with the highest risks that nickel cathodes would be replaced by cheaper forms of nickel.

The Company considers that its priority is to confirm to buyers its image of the most reliable supplier that is a prerequisite for successful achievement of target sales in the long-term future. MMC 'NORILSK NICKEL' remains among few companies in the industry that has no non-performances of its supply obligations for its whole history, specifically, due to the force majeure.

In 2010, the Company retained a high level of satisfaction with the quality of products and the level of services among its consumers, according to direct questioning of the Company's consumers.

4. Operating Performance Survey

Production of Metals

Key production assets of the Group in Russia are the Polar Division of MMC 'NORILSK NICKEL' and Kola MMC. The output of nickel at these production facilities increased by 1.1% in 2010 against 2009 and amounted to 235,500 tonnes. The output of copper dropped by 4.4% in 2010 against 2009 due to the expected reduction of metal content in mined ores with a limited capacity of concentration facilities. The total output of platinum and palladium increased by 2.2% compared to 2009 mainly due to 1.6-fold increase in processing of disseminated ores and 1.5-fold increase in processing of production-in-progress, mainly stockpiled pyrrhotite concentrate.

Production of Metals by the Polar Division and Kola MMC (tonnes or as otherwise specified)

	2010	2009	2008
Polar Division			
Nickel	124,200	124,250	122,000
Copper	309,320	323,705	338,511
Kola MMC			
Nickel, including			
produced of own raw materials	39,002	36,770	38,306
produced of raw materials of the Polar Division	72,316	71,793	71,996
Copper, including			
produced of own raw materials	17,321	18,023	18,777
produced of raw materials of the Polar Division	39,057	40,715	43,056
Total Group in Russia			
Nickel	235,518	232,813	232,302
Copper	365,698	382,443	400,344
Palladium ('000 ounces)	2,722	2,676	2,702
Platinum ('000 ounces)	663	636	632

Polar Division

Ore Mining

In 2010, the total quantity of ore produced by mining facilities of the Polar Division was 16.1 million tonnes that was 5.4% higher than in 2009.

The changes in the ore production compared to the previous year was caused by the following factors:

- reduction of the rich ore extraction by 46,000 tonnes or 0.7% due to lower rich ore extraction at the Oktyabrsky mine that was partially offset by a growth of production at Taimyr, Komsomolsky and Skalistsy mines;
- reduction of the cupreous ore extraction by 502,000 tonnes or 9.6% that was caused by the fact that in 2010 the total ore extraction at the Komsomolsky mine was divided in two grades of commodity ores: cupreous and disseminated ores. In 2010, the Komsomolsky mine produced 719,000 tonnes of cupreous ore less that was partially offset by a growth of the cupreous ore extraction at the Oktyabrsky mine;
- increase of the disseminated ore extraction by 1.4 million tonnes or 44.8% that was caused by the fact that in 2010 the total ore extraction at the Komsomolsky mine was divided in two grades of commodity ores: cupreous and disseminated ores. In 2010, the Komsomolsky mine produced 784,000 tonnes of disseminated ore more than in 2009. The growth of disseminated ore extraction was also supported by a higher production of disseminated ore at the Oktyabrsky, Zapolyarny and Mayak mines.

Mining Assets of the Polar Division

Deposit/Mine	Mine Type	Ore
Oktyabrsky deposit		Copper and nickel sulfide ore
Oktyabrsky mine	underground	Rich cupreous and disseminated ore
Taimyr mine	underground	Rich ore
Talnakh and Oktyabrsky mines		Copper and nickel sulfide ore
Komsomolsky mine	underground	Rich cupreous and disseminated ore
Mayak mine	underground	Disseminated ore
Skalistsy mine	underground	Rich ore
Norilsk-1 deposit		Copper and nickel sulfide ore
Medvezhy Ruchey pit	open	Disseminated ore
Zapolyarny mine	underground	Disseminated ore

In the reporting period, the construction of the Company’s mining facilities was continued as a part of the Production and Technical Development Strategy of the Company. The following ore mining facilities were constructed and commissioned in 2010:

- Taimyr mine – II launch complex for stripping and development of a part of Bolshoy Gorst deposit¹;
- Oktyabrsky mine – extension of the production capacity for mining of cupreous ore at the I launch complex;
- Taimyr mine, I launch complex – comprehensive intake shaft reconstruction and equipping.

Mined-out space backfilling:

¹ A part of the ore deposit located 70-100 meters above main reserves; the designed capacity of the section prepared for mining – 600,000-800,000 tonnes of rich ore per annum.

Annual Report of OJSC ‘MMC ‘NORILSK NICKEL’ for 2010

- Completed construction and installation operations at the I launch complex of the project involving using of rock refusal tailings of the Talnakh Concentrator to backfill the mined out space of Talnakh mines;
- Commissioned unit in the test output mode for preparation of backfilling mixture with the capacity of above 750,000 cubic meters per year at the surface backfilling facility of the Komsomolsky mine.

Besides, in 2010 engineering and economic explorations, designing and construction were continued in other strategic areas at mining operations of the Polar Division, including:

- Taimyr mine:
 - permanent mine opening to replenish exhausted rich ore mining capacity at 1,300 and 1,400 horizons;
 - reconstruction of launch complexes for stripping and development of a part of the Bolshoy Gorst deposit to replenish exhausted rich ore mining capacity;
 - intake shaft reconstruction;
 - equipment upgrading at the skip shaft lifting facilities to extend the mined ore lifting capacity;
 - ventilation unit upgrading.
- Oktyabrsky mine:
 - stripping, preparation and mining of cupreous ore to develop the cupreous ore mining facilities and extend the cupreous ore mining capacity;
 - stripping, preparation and mining of rich and disseminated ore reserves;
 - extraction of rich ore reserves in the safety pillar of the shaft without extraction of a part of the shaft.
- Skalisty mine:
 - development of rich ore mining facilities;
 - stripping, preparation and mining of rich and cupreous ores at C-2 fields of the Talnakh deposit and C-5, C-5л, C-6, C-6л of the Oktyabrsky deposit. Stripping of deep rich ore reserves using BC-10 vertical shaft to replenish exhausted rich ore capacity.
- Komsomolsky mine:
 - permanent mine opening to extend the disseminated ore mining capacity, stripping and mining of flank rich and disseminated ore reserves.
- Mayak mine:
 - stripping, preparation and mining of ore reserves at the Talnakh deposit.
- Zapolyarny mine:
 - extension of the disseminated ore mining capacity at the Norilsk-1 deposit to replenish the disseminated ore mining capacity.

Ore Mining by the Polar Division (‘000 tonnes)

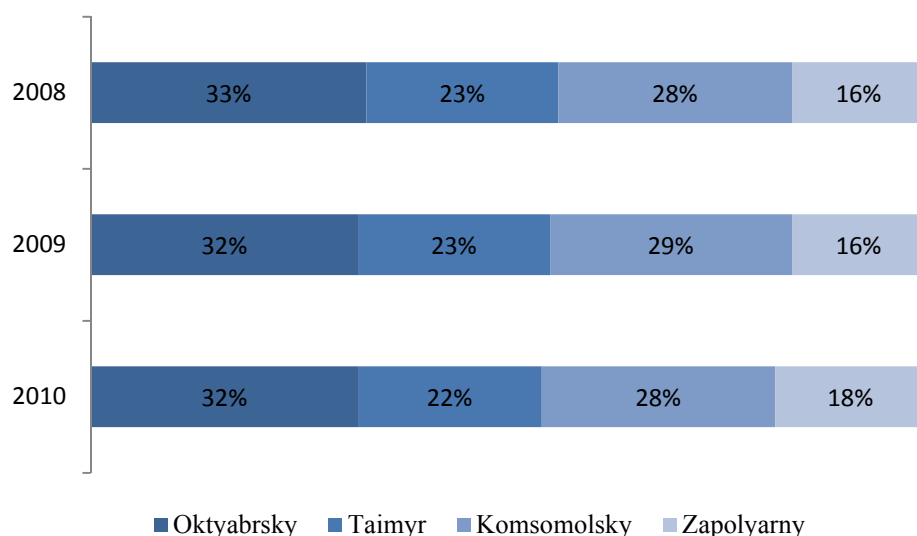
Ore type	2010	2009	2008
Rich	6,957	7,004,	7,135,
Cupreous	4,734	5,236	4,855,
Disseminated	4,427	3,058	3,043
Total ¹	16,118	15,298	15,033

Annual Report of OJSC ‘MMC ‘NORILSK NICKEL’ for 2010

Notes:

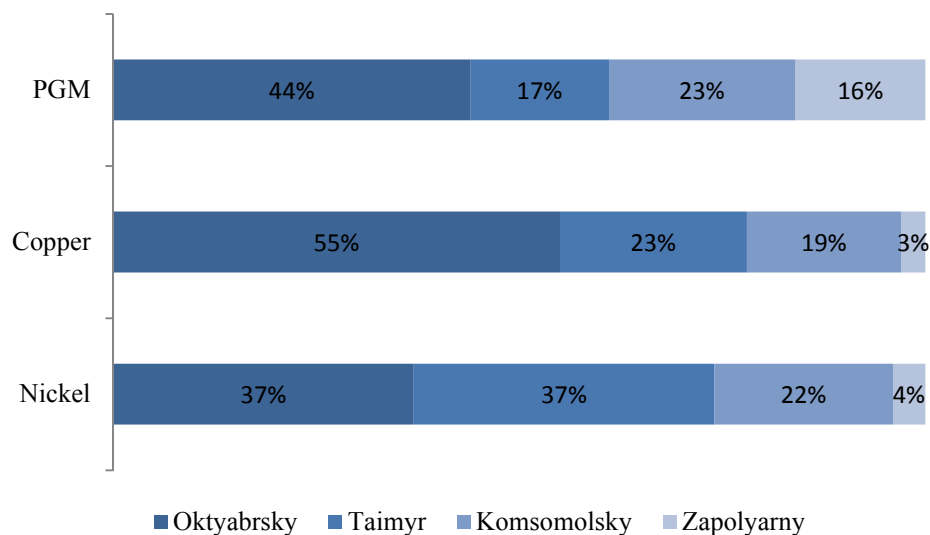
(1) In some events, certain figures may slightly differ from the values published earlier.

Ore Mining Structure at the Polar Division Mines (%)



Note: In 2010, mining facilities of the Polar Division were reorganized due to which the Komsomolsky, Skalisty and Mayak mines became a part of the Komsomolsky mine structure and the Zapolyarny underground mine and the Medvezhy Ruchey mine – a part of the Zapolyarny mine structure.

Metal Mining Structure at the Zapolyarny Division Mines in 2010 (%)



Note: In 2010, mining facilities of the Polar Division were reorganized due to which the Komsomolsky, Skalisty and Mayak mines became a part of the Komsomolsky mine structure and the Zapolyarny underground mine and the Medvezhy Ruchey mine – a part of the Zapolyarny mine structure.

Concentration

The existing production capacity of two concentrators of the Company’s Polar Division processed all types of mined ore raw materials (rich, cupreous and disseminated ores) at the level of 15.8 million tonnes per year and stockpiled pyrrhotite concentrate of up to 1.5 million tonnes per year in 2010.

Norilsk Concentrator

The volume of processed raw materials in 2010 exceeded the level of 2009 by 17.6% due to an increase in processing of stockpiled pyrrhotite concentrate by 37.3%.

The extraction of non-ferrous metals in 2010 compared to 2009 was:

- 1.0% increase in the nickel extraction from raw materials to produce collective concentrate mainly due to a higher nickel content in the stockpiled pyrrhotite concentrate;
- copper extraction from raw materials to produce collective concentrate in 2010 remained at the level of 2009.

In 2010, the Norilsk Concentrator completed the construction and commissioning of some facilities on the second joint tailing storage field of the Norilsk and Talnakh Concentrators as a part of Lebyazhye, a joint tailing storage area extension project:

- recycled water supply pipelines from the first field of Lebyazhye tailing storage area to the Norilsk Concentrator with a length of 8.5 km;
- recycled water supply pipelines from the pumping plant at the nickel settler to the Norilsk Concentrator with a length of 3.8 km;
- tailing switch units in the tailing storage areas.

Talnakh Concentrator

In 2010, the processing of ore raw materials remained at the level of 2009. The extraction of non-ferrous metals to produce a collective concentrate slightly dropped in 2010 compared to 2009 mainly due to changes in the structure of processed raw materials.

In 2010, the Company decided to resume implementation of a project involving reconstruction and re-equipping of the Talnakh Concentrator that was suspended in 2008 due to limited financing in the crisis period. The key purpose of the project is reconstruction of the Talnakh Concentrator with the gradual capacity extension to 16 million tonnes per year for all ores in connection with the expected increase in processing of rich and cupreous ores by the Polar Division of the Company. In the reporting period, industrial tests were commenced to select a future ore concentration technology.

Metallurgy

In 2010, metallurgical plants of the Company continued efforts to improve the organization of production processes and service the primary process equipment, including:

- reconstruction of oxygen stations at the Nadezhda Metallurgical Plant to replenish retired facilities for production of air separation products;
- completed preparatory stage of the tailing storage area reconstruction project at the Nadezhda Metallurgical Plant to extend the useful capacity to 40 million cubic meters. The project is implemented to ensure uninterrupted operation of hydrometallurgical shops of the Nadezhda Metallurgical Plant and safe operation of the tailing storage area;
- commenced engineering of a new concentrator to process stockpiled and current dump slag of the Copper Plant;
- continued implementation of the project to extend the pyrrhotite capacity of the Nadezhda Metallurgical Plant.

In 2010, designed documents underwent the state expert appraisal. It is planned to complete the whole project involving the pyrrrometallurgical capacity extension at the Nadezhda Metallurgical Plant by 2015.

Besides, in the reporting period to replace electric depleting furnace No. 4 with a new one at the Nadezhda Metallurgical Plant a higher capacity furnace was equipped with a gas treatment system of Tenova Pyromet (Pty) Ltd (South Africa). It is planned to complete replacement of the furnace by the end of 2011.

Kola MMC

Ore Mining

The total volume of ore mined by mining facilities of Kola MMC in the reporting period was 8.3 million tonnes that was 443,600 tonnes or 5.6% above the level of 2009.

The increase of the ore production was caused by higher output of the underground section at the Severny mine which was partially offset by lower ore output of the open work section due to exhaustion of reserves.

The construction of Kola MMC mining base facilities was continued in 2010, specifically:

- a number of ore mining facilities was commissioned that enabled the Severny-Gluboky mine to reach the designed capacity of 6 million tonnes of ore per year by the end of 2010;
- at the Severny-Gluboky mine, the construction of facilities was commenced to mine ores at the horizon of -440 meters to ensure the replenishment of exhausted production capacity of the mine and to maintain the mine operation at the designed capacity in the long-term future.

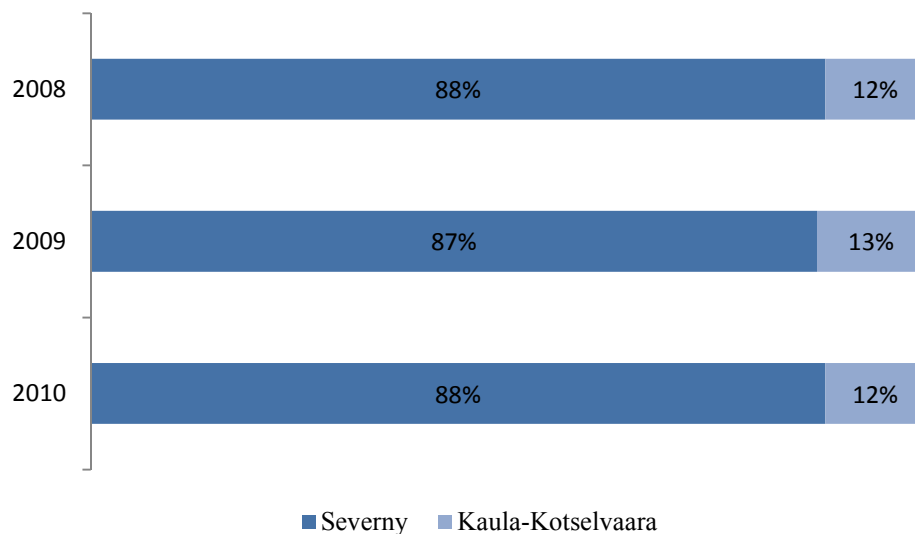
Mining Assets of Kola MMC

Deposit/Mine	Mine Type	Ore
Zhdanovskoye deposit		Copper and nickel sulfide ore
Severny mine, Southern open pit	open	Disseminated ore
Western and Central underground mines	underground	Disseminated ore
Zapolyarnoye deposit		Copper and nickel sulfide ore
Severny deposit, Northern underground mine	underground	Disseminated ore
Kotselvaara and Semiletka deposits		Copper and nickel sulfide ore
Kaula-Kotselvaara mine	underground	Disseminated ore

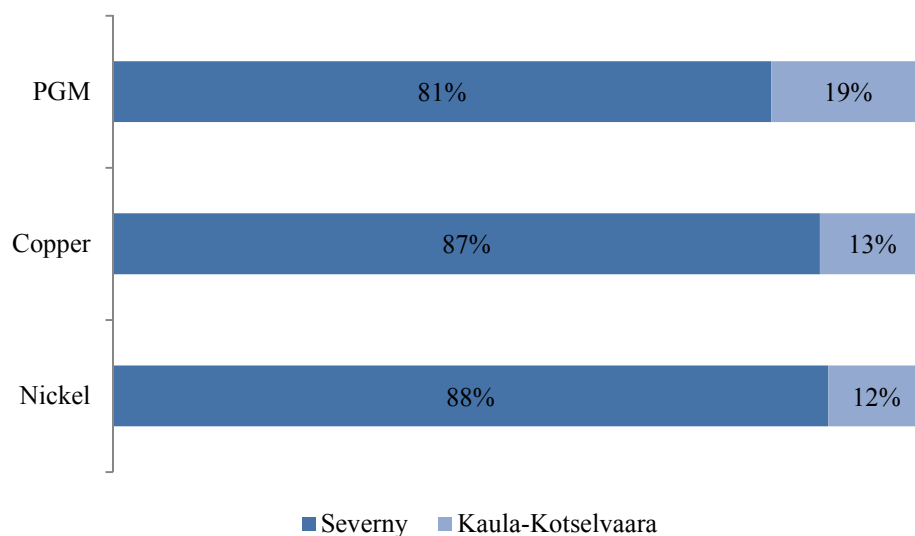
In 2010 it was decided to retrofit electric drives and control systems of shaft lifting machines No. 1 and 2 of the Severny mine and commence pre-project operations.

Due to approval of the constant exploration conditions for calculation of reserves in the underground part of the Zhdanovskoye, Tundrovoye and Bystrinskoye deposits (reserve deposits), work was commenced to recalculate and approve reserves with 0.4% nickel content (temporary operating conditions with 0.5% nickel contents were in effect until December 31, 2010). After their approval by the State Commission for Reserves, the current project involving stripping and mining of ore reserves at the horizon of -440 meters will be adjusted and the ore production capacity will be extended to 7.5 million tonnes to reflect result of the pilot operation of a part of the deposit and include reserves of the Southern section. These operations will ensure more complete ore and metal extraction from soil and improvement of the mining technology.

Ore Mining Structure at Kola MMC Mines (%)



Metal Production Structure at Kola MMC Mines in 2010 (%)



Concentration

The concentrator of Kola MMC process the whole volume of mined ores. In 2010, it processed 4.6% more of ore than in 2009.

In 2010, extraction indicators of the concentrator were changing as follows:

- nickel extraction to produce a collective concentrate – 0.58% above the level achieved in 2009;
- copper extraction to produce a collective concentrate – 0.29% below the level achieved in the previous year.

The higher nickel extraction to produce a collective concentrate in 2010 is explained by a higher nickel content in the processed ore, the stabilization of technology modes and efficient consumption of reagents.

The lower copper extraction to produce a collective concentrate in 2010 is caused by a higher share in the mixture of the Central Ore Body's ores described by fine-plate micron coalescences of copper minerals with silicates that became a reason for higher copper losses together with tailings and discharges of thickeners.

To improve technology indicators of the concentrator, the first reconstruction stage was completed in the grinding department of the concentrator involving replacement of the existing equipment with the equipment produced by Metso Minerals. Due to the complete equipment replacement in one of the three grinding cascades, it is planned to reduce production costs and raise the efficiency of metal extraction to produce a concentrate.

In 2010, it was decided to implement a project intended to retrofit electric drives and control system of large-volume mills at the concentrator and pre-project explorations were commenced.

In 2010, work was performed to define in detail the improved Pechenga copper and nickel ore concentration technology based on the analysis of previous researches. The Technology Regulations for implementation of the efficient technology at the concentrator of Kola MMC are still under development.

In addition, in 2010 design work was completed with respect to the construction of a new water intake and water discharge system of the tailing storage area at the concentrator.

Metallurgy

In 2010, within the first stage of the Pechenganickel Metallurgical Production Retrofitting Program, all primary construction and installation operations were completed under the innovative project 'Reconstruction of the Concentrator's Float Concentrate Baking Department to Produce Reinforced Briquettes'. This project is intended to replace the existing 'pelletizing – baking' technology, which is associated with high emissions of non-disposable sulfuric gases, with a non-baking concentrate briquetting technology. In Q4 2010, pre-design explorations of the second stage of the Metallurgical Production Retrofitting Program were commenced, as a result of which it is planned to reduce emissions of sulfur dioxide at melting facilities of Nickel village.

In the reporting year, design documents were supplemented for the nickel electrolysis department reconstruction project to extend the annual capacity to 120,000 tonnes of cathode nickel. This project is one of the first stages intended to switch the refining production of Severonickel to a promising chloride matte/ concentrate leaching technology. In addition, in 2010 design documents were developed for an environmental project intended to dispose of salt waste generated by the nickel electrolysis department. In 2010, Gipropoekt Institute commenced to develop design documents for the nickel electrolysis salt waste disposal project and developed design documents for a project involving the production of electrolytic cobalt on the Monchegorsk site and commenced the development of detailed design documents.

5. Priority Areas in the Company's Business

Norilsk Nickel aims to strengthen its leadership position in the global mining and metals industry and its role of a reliable producer and supplier of base and precious metals through:

- effective use of unique mineral resources and stability of operating costs;
- growth in prospecting, exploration and development of world class mineral deposits;
- promotion of end-user market development
- sustainable development in the regions where the Group operates.

Strategic Objectives

Effective use of unique mineral resources and stability of operating costs:

- effective use of the mineral resources and improved capacity utilization of the Group's mining and processing facilities;
 - modernization of production facilities in ore beneficiation and metallurgy in order to ensure the most effective processing of mined ore and better metals recovery;
 - sustaining the stable level of costs based on strong skills of continuous improvement in operations, development and implementation of effective technical solutions;
 - strengthening independence in terms of secure supply of low-cost services and resources, including energy supply, transportation and logistics services;
 - further improvements in corporate governance through restructuring of assets and optimization of management processes.
- Growth in prospecting, exploration and development of world-class mineral deposits:
 - active participation in prospecting, geological investigation and exploration of new promising world-class mineral deposits both in Russia and abroad;
 - implementation of best practice in prospecting, mining and production of base and precious metals.
 - Promotion of end-user market development
 - the Company's activities in sales markets as a supplier assuming responsibility for the consequences of its acts to each individual customer and to the entire market;
 - the highest possible security ensured for deliveries of products to customers by means of developing the Company's own distribution system;
 - stable and consistent development encouraged for demand for metals with respect to which the Company is a global leading producer.
 - Support of sustainable development in the regions where Norilsk Nickel operates:
 - personnel development, creating proper environment for professional growth of highly skilled professionals, ensuring safe labor environment, competitive staff remuneration and social benefits in accordance with scope and quality of their work;
 - compliance with both Russian and international environmental standards, implementation of technologies allowing to comply with the limitations imposed on pollutant emissions, implementation of socially advantageous environmental protection projects on the regional, national and international level; and
 - implementation of projects in social and economic development of communities in cooperation with the regional and municipal authorities.

When defining the strategy of its development and operating activities, MMC 'NORILSK NICKEL' is based on the fact that strict observance of social and environmental responsibility principles is a prerequisite for the sustainable and efficient development of its business.

Priority Business Areas of the Company

Priority business areas of the Company in 2010:

- Continue the construction of launch facilities at mines of the Polar Division and Kola MMC:
 - Oktyabrsky mine – development of cupreous ore mining and replenishment of exhausted rich ore mining capacity;
 - Taimyr mine – increase of rich ore mining and replenishment of exhausted capacity;
 - Komomolsky mine – projects involving stripping and development of flank rich and cupreous ore reserves and commencement of extraction at the first stage disseminated ore section;
 - Skalisty mine – stripping of reserves and preparation for development of rich ores at the Talnakh deposit;
 - Severny-Gluboky mine – opening and mining of disseminated ores at the Zhdanovskoye deposit.

- Upgrade and re-equipment of facilities relating to the ore concentration processes and metallurgical departments of the Polar Division and Kola MMC:
 - continue implementation of the project intended to extend the pyrrrometallurgical department capacity at the Nadezhda Metallurgical Plant;
 - continue reconstruction of the nickel refining plant in Monchegorsk to extend the cathode nickel capacity to 120,000 tonnes per year with a view to reduce operating costs, production-in-progress and metal losses.

- Take environmental measures, including the implementation of new technologies, intended to reduce emissions and improve the environment condition:
 - Continue implementation of a retrofitting project intended to reduce air emissions of sulfur dioxide in Zapolyarny due to the switch to a non-baking concentrate briquetting technology.

In 2010, capital investments of the Group on the territory of Russia amounted to USD 932 million, the main part of which equal to USD 602 million was intended to construct industrial facilities.

Ore Mining

The Company invested USD 405 million in the development of mining facilities. The most part of funds was used to construct, reconstruct and retrofit mining facilities of the Polar Division (USD 374 million).

Polar Division

In 2010, capital work was continued at core ore mining facilities.

USD 194 million was invested in the implementation of projects at the Skalisty mine, including:

- USD 124 million – implementation of projects intended to replenish exhausted rich and cupreous ore mining capacity;

- USD 70 million – implementation of a project intended to strip, prepare and mine rich and cupreous ores.

The Company invested USD 44 million in the implementation of projects at the Oktyabrsky mine, including USD 30 million – extension of the cupreous ore production capacity to 3 million tonnes and USD 8 million – replenishment of exhausted capacity and maintaining of the total production at the Oktyabrsky mine at the level of 5 million tonnes of ore per year.

USD 40 million was invested in the implementation of projects at the Taimyr mine, including USD 25 million – projects involving stripping of new horizons (-1300 meters and -1400 meters) and replenishment of exhausted capacity.

USD 31 million was invested in the implementation of a project intended to use damp tailings of the Talnakh Concentrator to backfill mined-out space of the Komsomolsky mine. The project purpose is to increase the productivity of the Komsomolsky mine stowing facilities, reduce the volume of stored tailings and gradually switch the stowing facilities to a new technology of stowing mixture preparation with a higher automation level.

USD 20 million was invested to implement a project intended to replenish exhausted capacity and maintain the production capacity of the Anhydrite mine at the level of 1.5 million tonnes per year.

USD 19 million was invested to implement projects at the Komsomolsky mine, including USD 8 million – to implement a project to extend the total production capacity of the Komsomolsky mine to 4 million tonnes of ore per year due to stripping, preparation and mining of cupreous ores in flank fields of the Talnakh and Oktyabrsky deposits and disseminated ore deposits.

USD 12 million was invested to extend the production of disseminated ore at the Norilsk-1 deposit by the Zapolyarny mine.

Kola MMC

USD 30 million was invested to develop the ore base of Kola MMC in 2010. The key investment project of Kola MMC is construction of the Severny-Gluboky underground mine to replenish exhausted capacity of the Central mine and procure optimal load of Kola MMC facilities.

Chita Project

In 2010, the Company invested over USD 10 million in exploration and design work to develop polymetal deposits of the Baikal Region (Bystrinskoye copper, gold, silver and iron ore deposit, Bugdainskoye molybdenum deposit), including the preparation of input data for designing of the Bystrinsky and Bugdainsky Concentrators, designing of the concentrators' infrastructure and organization of electricity supply for the construction period.

Concentration

Polar Division and Kola MMC

In 2010, investments in the concentration production development in the Polar Division and Kola MMC amounted to USD 14 million, including USD 13 million that were invested in continuation of the project intended to solve an issue with storage of the Polar Division tailings in order to maintain the output and meet requirements of the environmental laws.

Metallurgy

Polar Division

Capital investments of MMC 'NORILSK NICKEL' in the metallurgical production development in the Polar Division amounted to USD 12 million in 2010, including the metal exhaust stack construction project at the Nickel Plant and design work with respect to the depleting furnace reconstruction project at the Nadezhda Metallurgical Plant, that will extend the pyrrrometallurgical production capacity in the future.

Kola MMC

In 2010, investments in the metallurgical production of Kola MMC amounted to USD 47 million, including USD 43 million invested in the float concentrate baking department to produce reinforced briquettes. The implementation of this project will enable the Company to reduce sulfur dioxide and dust emissions on the construction site in Zapolyarny.

Investments in Power and Auxiliary Facilities

Investments in power and auxiliary facilities amounted to USD 124 million. The main part of investments was intended to provide the Polar Division, Kola MMC and people of the Norilsk Industrial Region with electricity and heat, water supply and disposal services, and design infrastructure facilities for the Chita project.

Non-Industrial Construction

USD 179 million was invested in the construction of non-industrial facilities to improve the infrastructure and labor and rest conditions for the Company's employees.

Equipment Not Included in Construction Cost Estimate and Supplied Instead of Worn-Out Equipment

In 2010, USD 151 million was invested in the equipment not included in construction cost estimate and supplied instead of worn-out equipment, specifically, USD 95 million was invested to purchase the equipment for needs of the Polar Division and Kola MMC.

6. Development Prospects of the Company

The priority development areas of MMC 'NORILSK NICKEL' for 2011 are maintaining the output of metal products at the achieved level, higher efficiency in all business areas of the Company, paced work of main departments in business units of the Company, its subsidiaries and affiliates.

A key objective in the achievement of these goals is to implement a large-scale investment program for the core production and infrastructure with a view to extend ore mining and maintain the current production of most metals at the level of 2010 and mitigate production risks, stable operation of the equipment and cost optimization.

It is planned to construct and commission facilities of the raw materials base to ensure that exhausted rich and cupreous ore capacity is replenished in due time and geologic exploration, transportation, logistic and social projects are implemented.

Plans for 2011:

1. Mining and metallurgical facilities:

- Continue the construction of launch facilities at mines of the Polar Division and Kola MMC:
 - Oktyabrsky mine – development of cupreous ore mining and replenishment of exhausted rich ore mining capacity;
 - Taimyr mine – increase of rich ore mining and replenishment of exhausted r capacity;
 - Komsomolsky mine – projects involving stripping and development of flank rich and cupreous ore reserves and commencement of extraction at the first stage disseminated ore section;
 - Skalisty mine – stripping of reserves and preparation for development of rich ores at the Talnakh deposit;
 - Severny-Skalisty mine – opening and mining of disseminated ores at the Zhdanovskoye deposit.
- Commissioning of production facilities in the Polar Division:
 - cupreous ore mining at the Oktyabrsky mine – 1,300,000 tonnes per year;
 - rich ore mining – 60,000 tonnes per year, cupreous ore – 540,000 tonnes per year and disseminated ore – 800,000 tonnes per year at the Komsomolsky mine.
- Complete construction and installation operations and commission at the Anhydrite mine at the level of 1,500,000 tonnes per year to replenish and maintain the production capacity;
- Complete construction and installation operations and commission depleting furnace No. 4 and commence dismantling operations at depleting furnace No. 2 intended to reconstruct the depleting furnaces that will extend the capacity of the whole nickel concentrate processing line from 2,000,000 to 2,400,000 tonnes per year in the future.
- Continue implementation of the project intended to procure the Talnakh Concentrator with an additional production capacity to process increasing volumes of mined ore. In 2011, it is planned to perform design and exploration work and purchase grinding and crushing equipment.
- Continue measure to implement the environmental program intended to reduce sulfur dioxide emissions and dispose of sulfur in the Polar Division.
- Complete and commission a production retrofitting project intended to reduce sulfur dioxide emissions in Zapolyarny due to the switch to non-baking concentrate briquetting technology.

2. Ensure the reliable power supply to industrial facilities of the Company and housing sector of the Norilsk Industrial District:

- Continue the implementation of projects to develop and arrange Pelyatkinskoye gas condensate deposit and construct pipelines for gas and condensate transportation from the deposit to Dudinka;
- Continue the implementation of projects to reconstruct power generation facilities and commence the implementation of projects to replace the retired generation equipment at Thermal Power Plant No. 2 (Talnakh) and Ust-Khantaiskaya Hydraulic Power Plant (Snezhnogorsk) to procure power safety and sustainable operation of the power system.
- Continue implementation of projects to create a single emergency automation system that allows to procure power safety and sustainable operation subject to the planned build-up of electricity consumption from a cascade of hydraulic power plants connected with the implementation of environmental measures to enable the Company to perform its obligations to reduce emissions of pollutants in the prescribed time and projects to reconstruct power grid facilities for more complete use of electricity received from Kureiskaya and Ust-Khantaiskaya Power Plants.

3. Optimize the transportation and logistic system and increase the Company's transport independence:

- Complete the first stage of the investment project involving the construction of own transshipment terminal of the Company in Murmansk. The creation of own terminal in the North-Western Region of Russia will enable the Company to accomplish the economic safety task in the area of own cargo transportation.
- Complete the construction and commission of an arctic class tanker. The project is intended to ensure that gas condensate is removed and oil products are supplied to the Norilsk Industrial District during the whole year.
- Commence the construction of an ice breaker container carrier. The project will enable the Company to refuse from services of outsourced carriers and optimize cargo flows of the Company. The ice breaker is expected to be commissioned in 2013.

4. Implement the growth potential through prospecting, exploration and development of mineral resources deposits:

- Replenishment of the mineral resources base for the prospective development of MMC 'NORILSK NICKEL' in districts of the existing deposits:
 - geologic exploration at facilities located near the existing production facilities of the Company on the Taimyr Peninsula. Key projects of the Company in 2011 in the area of geologic exploration on the Taimyr Peninsula is prospecting of rich copper and nickel ores in deep horizons and flanks of the Talnakh ore cluster and assessment work at the Maslovsky platinum, copper and nickel manifestation and prospecting and assessment work with respect to rich copper and nickel ores in the southern part of the Norilsk-1 deposit.
 - Geologic exploration at deposits of the Kola Peninsula to improve the structure and quality of the raw materials base at existing facilities, including prospecting and assessment of copper, nickel and precious metal deposit on the Allarechensk area.
- Continue implementation of the project to develop polymetal deposits of the Baikal Region (Bystrinskoye copper, gold, silver and iron deposit, Bugdainskoye molybdenum deposit). In 2011, it is planned to commence designing of the Bystrinsky and Bugdainsky Concentrators, continue designing of access railways and roads to the deposit and solve the issue relating to temporary electricity supply to the designed facilities. In addition, plans for 2011 provide for financing of the Company's obligations to construct a railway line from Naryn-1 station to Gazimursky Plant provided for by the Investment Project Passport.

5. Perform social obligations of the Company:

- Continue the reconstruction of Zapolarye sanatorium (Sochi) to raise the quality of services provided by the sanatorium, extend the room fund and reduce operating costs relating to maintenance of the sanatorium. As a result of the sanatorium reconstruction, employees of the Company will receive the whole range of services (accommodation, meal, medical treatment, entertainment, services) at the level of international standards.
- Continue implementation of the program for motivation of skilled staff to work in the Norilsk Industrial District and on the Kola Peninsula through the purchase of housing facilities 'on the main land'.
- Construct a recreation center for families with children with a capacity of up to 700 persons in Arkhipo-Osipovka village, Gelendzhik, Krasnodar Territory. Upon completion of the construction, families with children and children of the Company's employees will be able to have a rest in the advanced recreation center meeting all leading international requirements.

7. Key Risk Factors Connected with the Company's Business

Risk management is conducted in accordance with the Corporate Risk Management Concept. Risk management constitutes a systematic identification, evaluation and management of risks in all business areas. The key objectives of risk management system are:

- increasing the probability of achieving performance targets;
- more efficient allocation of resources;
- enhancement of the Company's investment potential and shareholder value.

Key elements of the risk management system:

- collecting and analyzing the information describing internal and external factors capable to affect the achievement of the Company's goals;
- defining a potential effect of unfavorable events on cash flow and achievement of the Company's strategic goals using advanced approaches and risk assessment methods (quantitative, mathematic modeling, stress-testing);
- setting admissible risk levels (the structure and values of admissible risk levels are defined by existing financial and operating reserves, strategic goals and development plans, preferences of shareholders in the efficiency and reliability of the Company's business);
- distributing risks by priority;
- making decisions regarding risk regulation in accordance with their priority (depending on the extent of risk parameter reduction, value of measures to be implemented and compliance with strategic development plans of the Company, various risk regulation methods are used intended to mitigate, eliminate, transfer or assume the risk);
- central controlling of the implementation of risk regulation measures.

Risk management is an integral part of the Company's corporate governance system. Subdivisions and employees participate actively in the process of risk identification and evaluation by continuously widening the scope of research for potential threats and hazards, with management decisions made on the basis of risk information.

The following risks can materially affect operating activities, sales, profit, assets, liquidity and capital resources of the Company. These risks must be considered in the context of all assessments and forecasts presented in this report. In addition, some risks that are not considered essential now, may become material.

Industrial Risks

MMC 'NORILSK NICKEL' is the world largest producer of palladium and nickel and a leading producer of platinum and copper.

Market prices for metals produced by the Company and the level of demand for them materially depend on the global economic conditions. Sales prices of metals produced by the Company directly influence the financial standing of the Company.

The Company is affected by the risk of changes in metal prices, as most earnings from sales are received under contracts for physical supply of fixed metal quantities at prices linked to a supply period.

Risks relating to possible changes in prices for raw materials purchased by the Company are minimal due to the fact that the Company uses its own raw materials base. The share of

purchased raw materials is insignificant, the purchase of raw materials is covered by long-term contracts at prices linked to a supply period.

Risks relating to possible changes in prices for services of contractors provided to the Company to process metal concentrates, process finished metals to produce value-added products, transport and insure concentrate and finished metals, transport cargoes, exist, but the Company takes relevant measures to mitigate the said risks, including:

- long-term contracts for rendering of services, where the price of services is fixed and procures relevant profitability level;
- engagement of alternative contractors.

Country and Regional Risks

The business of any company, including MMC 'NORILSK NICKEL' is affected by a number of political and economic risks. The current Russian economy is described, among other things, by such phenomena as currency control, low liquidity level in capital markets and continuing inflation.

The stability and development of the Russian economy to a great extent depends on measures taken by the Government.

Severe weather conditions of the Far North and any force majeure may affect the production activities of MMC 'NORILSK NICKEL'. The transportation of materials and products may be suspended due to unfavorable weather conditions. Large accidents at power supply facilities, shafts, concentrators and metallurgical plants may affect operating activities of the Company.

The Company constantly pays attention to efforts within its influence area intended to mitigate possible consequences of unfavorable changes in the situation. To accomplish this task, the Company takes practical measures to establish long-term relations with regional authorities focused on efficient and comprehensive development of regional economies, harmonic development of the social partnership taking into consideration opinion of all employees of the Company, establishment and maintaining of sufficient stock of material and technical resources in hardly accessible districts, organization of measures intended to mitigate damage from ice drifts and floods.

The main production site of the Company, the Polar Division, is located in the Arctic area and is geographically distant from sources of material and technical resources and sales markets of metal products. The risks of interruptions in transport service of the Company's main production site is mitigated as a result of the following measures:

- the Company has its own fleet of ice breakers and transportation ships that does not need support of ice breakers due to their technical features;
- as a part of the port fleet re-equipping program, river and sea tow ships were built to raise the efficiency of mooring operation service;
- an ice class tanker is being constructed to transport gas condensate from the Norilsk Industrial District and return delivery of oil products required for production and economic activities of facilities.

Financial Risks

Financial risks of the Company include market (price, currency and interest), credit and liquidity risks. Financial risks are managed in a centralized manner and regulated by internal guidelines and methodologies approved by the management of the Company.

The Company continues to improve the quantitative risk assessment methodology and control over risk mitigation measures.

When preparing the annual budget and further every month during the year, the Company calculates the influence of the said risks on key financial indicators of the Company. For these purposes, it applies state-of-the-art technologies in the risk management area and special software. According to results of the risk management and analysis of the market situation, a decision is made to assume the risk or mitigate the risk or a part thereof.

Earnings of the Company are materially influenced by market metal prices formed on main boards of commodity exchanges in accordance with the current situation.

Most earnings of MMC 'NORILSK NICKEL' are denominated in US Dollars, while main costs of the Company are incurred in Russian rubles. In this connection, if Russian ruble strengthens compared to US Dollar, this may affect the profit from core operations. The management of the Company considers this risk together with the risk of changes in metal prices.

The risk of changes in the interest rate is connected with possible changes in the value of servicing of raised borrowed resources and may affect financial results of the Company. The current interest risk is very low.

The credit risk means that a counterparty may fail to perform its obligations to the Company in due time that will cause financial losses. The Company mitigates the credit risk via its distribution among many counterparties and establishing credit limits based on analysis of the counterparties' financial standing.

The liquidity risk means that the Company may fail to pay its liabilities in due time. The Treasury of the Company ensures that the liquidity of the Group is managed in a centralized manner. The liquidity management is carried out using detailed budgeting procedures, maintaining of the daily payment position with a time horizon of 'less than one month', monthly preparation of the cash budget implementation plan for a period of up to one year.

For liquidity management purposes, the Company also forms a provision of liquid funds and has confirmed loan facilities from some banks that are sufficient to offset possible fluctuations in earnings subject to price, currency and interest risks.

The year of 2010 was rather stable both for the metal and currency markets. Thus, risks of 2010 calculated during the budget planning subject to a high volatility of previous years did not occur.

As for the credit risk, improvements in the economy also had a positive effect on the standing of our counterparties and the credit risk decreased.

The Company regularly monitors risks with a view to take relevant measures in due time to mitigate possible unfavorable consequences.

Legal Risks

The Company sells the most part of its products in the foreign currency. Thus, amendments in currency laws may affect the financial performance of the Company.

MMC 'NORILSK NICKEL' is a good faith taxpayer that in due time and properly performs its obligations to calculate and pay taxes, levies and other charges.

Key principles of taxation in the Russian Federation and the procedure for calculation and payment of specific taxes are set forth by the Tax Code of the Russian Federation.

At present, tax reforms in the Russian Federation are at the completion stage, in which connection amendments made to the laws are mostly minor comments which relate to certain questions of tax calculation and do not result in an increase of the Company's tax burden.

As for material amendments to the tax laws of the Russian Federation, in accordance with Article 5 of the Tax Code of the Russian Federation, tax legislative acts take effect at least one month after the date of their official publication, but not earlier than on the 1st day of a regular tax period relating to the relevant tax, unless otherwise is prescribed by the Tax Code of the Russian Federation. Besides, in accordance with the Tax Code of the Russian Federation, tax legislative acts imposing new taxes and/or levies, increasing tax rates, prescribing or enhancing liability for offences of the taxation laws, imposing new obligations or otherwise worsening the position of taxpayers may not have retrospective effect.

Thus, at present the Company sees no material risks connected with global amendments to the tax laws that may take effect in the short-term future and material increase the tax burden.

Certain tax risks may arise due to different interpretation of provisions contained in the tax laws of the Russian Federation by controlling authorities and taxpayers, but the Company will continue to take all measures to mitigate such risks.

At present, there are no risks relating to amendments to requirements with respect to the core business of the Company or licensing of rights for use of restricted circulation facilities (including natural resources).

At present, the Company sees no risks relating to changes in the court practice with respect to matters connected with the business of the Company (including licensing matters) that may affect its performance and results of the current lawsuits.

Risks Relating to the Business of the Company

At present, there are no risks relating to current lawsuits where the Company is a party.

At present, there are no risks connected with inability to renew the license of the Company for a certain business or use of restricted circulation facilities (including natural resources).

The total liability of the Company for obligations of third parties, including its subsidiaries, may not materially affect the business of the Company if the said obligations are performed.

The Company has no consumers accounting for at least 10% of total earnings from sales of products of the Company. The Company is not economically dependent on a limited number of

buyers, as all goods produced by MMC 'NORILSK NICKEL' may be sold in the commodity markets.

8. Authorized Capital of the Company

8.1. Authorized Capital and Shareholders

The authorized capital of MMC 'NORILSK NICKEL' as of December 31, 2010 was RUB 190,627,747 represented by 190,627,747 ordinary shares with a par value of RUB 1.00 per share.

The Company has no privileged shares.

Shares in MMC 'NORILSK NICKEL' are traded in the Moscow Interbank Currency Exchange (MICEX) and in the Russian Trading System (RTS) in Russia.

A part of the Company's shares is circulated outside the Russian Federation in accordance with foreign laws applicable to securities of foreign issuers certifying rights to the said shares. There is a program of the 1st level American Depository Receipt (ADR) representing ordinary shares of MMC 'NORILSK NICKEL' sponsored by The Bank of New York Mellon. ADRs representing ordinary shares of the Company are traded on the over-the-counter market of USA and in the electronic trading system of over-the-counter sections of London and Berlin Stock Exchanges.

Total number of shareholders of MMC 'NORILSK NICKEL' registered with the register as of December 31, 2010: 51,123.

Total number of nominal holders of the Company's shares: 16

Shareholders of MMC 'NORILSK NICKEL' holding at least 5% of the authorized capital as of December 31, 2010

Nominal holders:

- ING BANK (Eurasia) 80,400,827 shares (42.18% of the authorized capital)
- NRD 24,739,227 shares (12.98% of the authorized capital)
- DKK 17,426,294 shares (9.14% of the authorized capital)
- Sberbank of Russia 23,828,469 shares (12.5% of the authorized capital)

Shareholders:

- UC RUSAL Investment Management 23,828,469 shares (12.5% of the authorized capital)

MMC 'NORILSK NICKEL' had two General Meetings of Shareholders in the reporting period: annual and extraordinary ones.

As of May 21, 2010 (date to draw up a list of persons entitled to take part in the annual General Meeting of Shareholders of the Company) the list of shareholders holding at least 5% of the authorized capital of the Company consisted of:

- THE BANK OF NEW YORK INTERNATIONAL NOMINEES 30.73%
- UC RUSAL Investment Management 25%
- BONICO HOLDINGS CO. LIMITED 15.03%
- MONTEBELLA HOLDINGS LIMITED 7.4%

As of September 10, 2010 (date to draw up a list of persons entitled to participate in the extraordinary General Meeting of Shareholders of the Company) the list of shareholders holding at least 5% of the authorized capital of the Company consisted of:

• THE BANK OF NEW YORK INTERNATIONAL NOMINEES	39.68%
• UC RUSAL Investment Management	25%
• BONICO HOLDINGS CO. LIMITED	13.72%
• MONTEBELLA HOLDINGS LIMITED	7.4%

MMC 'NORILSK NICKEL' has the following managerial bodies: the General Meeting of Shareholders, the Board of Directors, the Management Board, and the General Director who is the Chairman of the Management Board of MMC 'NORILSK NICKEL'. Financial and business operations of the Company are controlled by the Revisory Commission.

8.2. Payment of Dividends on Shares of the Company

In accordance with the dividend policy of MMC 'NORILSK NICKEL' approved by the Board of Directors in 2002, the Company seeks to use 20-25% of its net profit calculated in accordance with IFRS for payment of dividends.

A resolution to pay dividends on shares of the Company is adopted by the General Meeting of Shareholders, as recommended by the Board of Directors. The Company pays dividends by postal and/or bank transfers. The method of dividend receipt by a certain shareholder is specified in a registered person questionnaire that must be completed and signed by each shareholder having a personal account in the register of shareholders of the Company. The registered person questionnaire may be completed by shareholders in officers of the Registrar, Computershare Registrar.

If a shareholder selects to receive dividends by bank transfer, the registered person questionnaire must contain full details of its bank account opened in any bank of the Russian Federation. The Company declares the amount of payable dividends in rubles.

In accordance with Article 42 of the Federal Law, the dividend payment term is defined by the Articles of Association or a resolution adopted by the General Meeting of Shareholders with respect to the payment of dividends. If the dividend payment term is not set forth in the Articles of Association, their payment term may not exceed 60 days after the date of the resolution to pay dividends. The list of persons entitled to receive dividends shall be prepared on the date to draw up a list of persons entitled to take part in the General Meeting of Shareholders adopted a resolution to pay relevant dividends.

Payment of Dividends for Previous Periods

Year: 2009

Period: full year

Managerial authority of the issuer adopted a resolution to pay (to declare) dividends on shares of the Company: the General Meeting of Shareholders

Date of the meeting of the managerial authority of the issuer adopted a resolution to pay (to declare) dividends on shares of the Company: June 28, 2010

Date to draw up a list of persons entitled to receive dividends for this dividend period: May 21, 2010

Date of the minutes: August 9, 2010

Number of the minutes: without number

Category (type) of shares: ordinary shares

Amount of declared (accrued) dividends on shares of this category (type) per one share, RUB: 210

Total of declared (accrued) dividends on shares of this category (type) per one share, RUB: 40,031,826,870

Total amount of dividends paid on all shares of the issuer of one category (type), RUB: 40,023,628,177.52

Term intended to pay declared dividends on shares of the issuer: Deadline for payment of payable dividends: within 60 days after the date of the resolution to pay dividends.

Form of and other terms and conditions applicable to the payment of declared dividends on shares of the issuer: in cash.

Declared dividends on shares of the issuer have not been paid by the issuer in full.

Reasons for non-payment of declared dividends:

Dividends were paid to all persons included in the list of persons entitled to receive dividends, except for persons whose details were not submitted by nominal holders, persons failed to confirm powers of their representatives and persons specified wrong details for payment of dividends.

Dividends for 2010

According to the Company's financial and business performance for 2010, the Board of Directors recommended to the annual General Meeting of Shareholders of the Company appointed for June 21, 2011 to approve dividends for 2010 in the amount of RUB 180 per one ordinary share of the Company.

9. Managing Bodies of the Company

The General Meeting of Shareholders is the highest managing body of MMC Norilsk Nickel.

The Board of Directors of the Company is a managing body of MMC Norilsk Nickel that carries out the general management of the Company's activities, except for resolving on issues which under the Federal Law and the Charter of the Company are referred to the competence of the General Meeting of Shareholders.

Management of the Company's day-to-day operation is carried out by the Director General (sole executive body) and the Management Board (collegiate executive body).

Board of Directors

As of the beginning of 2010 members of the Board of Directors of the Company included A. S. Voloshin (Chairman of the Board of Directors), G. R. Aliev, A. E. Bougrov, M. A. Goldman, A. A. Klishas, B. A. Mills, A. Moshiri, D. V. Razumov, M. M. Sokov, V. A. Soloviev, V. I. Strzhalkovsky, V. N. Titov and A. V. Cherny.

On June 28, 2010 the annual General Meeting of Shareholders of MMC Norilsk Nickel elected the following members of the Board of Directors of the Company including B. V. Bakal, A. E. Bougrov, O. V. Deripaska, M. A. Zakharova, D. R. Kostoev, A. A. Klishas, B. A. Mills, O. M. Pivovarchuk, M. M. Sokov, V. A. Soloviev, V. I. Strzhalkovsky, V. N. Titov and J. G. Holden.

The first meeting of newly appointed members of the Board of Directors (held after the meeting of the shareholders ended) elected V. N. Titov to the position of the Chairman of the Board of Directors of the Company.

Thereafter, upon a request of a shareholder holding more than 10% of placed voting shares of the Company, on October 21, 2010 an extraordinary General Meeting of Shareholders was held to discuss an issue of early termination of powers of members of the Company's Board of Directors. A decision on the issue was not adopted.

As of December 31, 2010 the members of the Board of Directors included:

1. Vasily Nikolaevich Titov (Chairman of the Board of Directors)
2. Boris Vasilievich Bakal
3. Andrey Evgenievich Bougrov
4. Oleg Vladimirovich Deripaska
5. Marianna Aleksandrovna Zakharova
6. Andrey Aleksandrovich Klishas
7. Dmitry Ruslanovich Kostoev
8. Bradford Alan Mills
9. Oleg Modestovich Pivovarchuk
10. Maxim Mikhailovich Sokov
11. Vladislav Aleksandrovich Soloviev
12. Vladimir Igorevich Strzhalkovsky
13. John Gerard Holden

Sole executive body

Vladimir Igorevich Strzhalkovsky

Collegiate executive body (Management Board)

As of the beginning of 2010 members of the Management Board of OJSC MMC Norilsk Nickel included V. I. Strzhalkovsky, D. R. Kostoev, V. A. Matvienko⁽¹⁾, K. Yu. Parinov⁽²⁾, O. M. Pivovarchuk, V. E. Sprogis, V. P. Tomenko⁽³⁾ and E. I. Muravyov.

As of December 31, 2010 the members of the Management Board included:

1. Vladimir Igorevich Strzhalkovsky (Chairman of the Management Board)
2. Dmitry Ruslanovich Kostoev
3. Evgeny Ivanovich Muravyov
4. Oleg Modestovich Pivovarchuk
5. Vyacheslav Nikolaevich Poltavtsev
6. Sergey Veniaminovich Selyandin
7. Viktor Evgenievich Sprogis

Notes:

- (1) On August 3, 2010 the Board of Directors terminated the powers of V. A. Matvienko.
- (2) On April 5, 2010 the Board of Directors terminated the powers of K. Yu. Parinov.
- (3) On January 27, 2010 the Board of Directors terminated the powers of V. P. Tomenko.

9.1. Information concerning individual members of the Board of Directors

Full name: **Boris Vasilievich Bakal**

Year of birth: 1958

Education: higher professional

All positions occupied by the person in MMC Norilsk Nickel and other organizations over the last 5 years and current positions including part-time jobs

Period		Company	Title
from	to		
2002	2010	Citigroup Venture Capital International	Managing Director
2004	2007	Lexavart Holding Limited	Member of the Board of Directors
2005	2006	Amtel NV	Member of the Board of Directors
2005	2008	NLC International Corporation	Member of the Board of Directors
2007	2008	Open Joint-Stock Company Dixy Group	Member of the Board of Directors
2008	2009	Ferst Real Estate Holding Limited	Member of the Board of Directors
2010	present	INTERROS INTERNATIONAL INVESTMENTS LIMITED	Consultant of the Company
2010	present	Closed Joint-Stock Company APK Agros	Member of the Board of Directors
2010	present	Closed Joint-Stock Company Stavropolskiy Broiler	Member of the Board of Directors
2010	present	Closed Joint-Stock Company ProfEstate	Member of the Board of Directors
2010	present	Closed Joint-Stock Company INTERROS Holding Company	Director of the Investment Department
2010	2011	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Member of the Board of Directors

Interest in the Authorized Capital of MMC Norilsk Nickel: the person does not hold any ordinary shares

Number of the Company's shares of each category (type) that the person can acquire through exercising his rights under his options of the Company: the Company did not issue any options

Interest of the person in the authorized (joint) capital (share fund) of subsidiaries and affiliates of the Company: the person does not have such interest

Data on any close family ties to other persons who are members of management bodies and/or auditing bodies of the Company: the person does not have such close family ties

Annual Report of OJSC ‘MMC ‘NORILSK NICKEL’ for 2010

Data on any administrative sanctions imposed on the person for violation of laws on finance, taxes and levies, securities market or on convictions for economic crimes or crimes against the state power: the person has no convictions

Data on positions occupied by the person in management bodies of business organizations when bankruptcy proceedings were initiated or enforced against the business organization in accordance with laws of the Russian Federation on insolvency (bankruptcy): the person did not occupy such positions

Full name: **Andrey Evgenievich Bougrov**

Year of birth: 1952

Education: higher professional

All positions occupied by the person in MMC Norilsk Nickel and other organizations over the last 5 years and current positions including part-time jobs

Period		Company	Title
from	to		
2002	present	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Member of the Board of Directors
2002	2006	Chamber of Commerce and Industry of the Russian Federation	Member of the Management Board, member of the Chamber’s Committee for Financial Markets and Credit Organizations
2002	present	Non-governmental Public Association Council for Foreign and Defense Policy	Member of the Board
2003	2007	AIG-INTERROS ADVISOR, LTD.	Director
2003	2007	AIG-INTERROS RCF, LTD.	Director
2002	2009	Joint-Stock Commercial Bank Rosbank (Open Joint-Stock Company)	Member of the Board of Directors
2003	2006	Limited Liability Company Finkom – Investitsii i Upravlenie	Chairman of the Supervisory Board
2003	2007	Open Joint-Stock Company Open Investments	Chairman of the Board of Directors
2004	2008	Closed Joint-Stock Company INTERROS Holding Company	Member of the Board of Directors
2004	2010	Closed Joint-Stock Company INTERROS Holding Company	Managing Director
2004	2006	Closed Joint-Stock Company ProfMedia Publishing House	Chairman of the Board of Directors
2004	2008	OAO RAO “UES of Russia”	Member of the Board of Directors
2005	2007	Limited Liability Company ProfMedia Management	Chairman of the Board of Directors
2006	present	Russian Union of Industrialists and Entrepreneurs	Member of the Management Board

Annual Report of OJSC 'MMC 'NORILSK NICKEL' for 2010

2006	2010	Altpoint Capital Partners LLC	Member of the Board of Directors
2006	2007	Bureau of Economic Analysis Foundation	Member of the Management Board
2007	present	Bureau of Economic Analysis Foundation	Chairman of the Management Board
2007	2009	Autonomous Non-Profit Organization Centre for Sustainable Energy Development	Member of the Managing Board
2007	2008	Open Joint-Stock Company Territorial Generating Company 1	Member of the Board of Directors
2007	2008	Open Joint-Stock Company "Third Generation Company of the Wholesale Electricity Market"	Chairman of the Board of Directors
2007	2008	Advanced Metallurgical Group N.V.	Member of the Board of Directors
2007	2008	Limited Liability Company ProfMedia Management	Member of the Board of Directors
2008	2008	Closed Joint-Stock Company INTERROS Holding Company	Member of the Management Board
2008	2010	Closed Joint-Stock Company INTERROS Holding Company	Member of the Board of Directors
2008	present	Limited Liability Company ProfMedia Management	Chairman of the Board of Directors
2010	present	Closed Joint-Stock Company INTERROS Holding Company	Member of the Management Board
2010	present	Closed Joint-Stock Company INTERROS Holding Company	Deputy Director General

Interest in the Authorized Capital of MMC Norilsk Nickel: the person does not hold any ordinary shares

Number of the Company's shares of each category (type) that the person can acquire through exercising his rights under his options of the Company: the Company did not issue any options

Interest of the person in the authorized (joint) capital (share fund) of subsidiaries and affiliates of the Company: the person does not have such interest

Data on any close family ties to other persons who are members of management bodies and/or auditing bodies of the Company: the person does not have such close family ties

Data on any administrative sanctions imposed on the person for violation of laws on finance, taxes and levies, securities market or on convictions for economic crimes or crimes against the state power: the person has no convictions

Data on positions occupied by the person in management bodies of business organizations when bankruptcy proceedings were initiated or enforced against the business organization in accordance with laws of the Russian Federation on insolvency (bankruptcy): the person did not occupy such positions

Annual Report of OJSC ‘MMC ‘NORILSK NICKEL’ for 2010

Full name: **Oleg Vladimirovich Deripaska**

Year of birth: 1968

Education: higher professional

All positions occupied by the person in MMC Norilsk Nickel and other organizations over the last 5 years and current positions including part-time jobs

Period		Company	Title
from	to		
2003	2009	Bazovy Element Company LLC	Chairman of the Supervisory Board
2006	present	All-Russian Association of Employers “Russian Union of Industrialists and Entrepreneurs”	Member of the Management Board, Member of the Management Board Bureau, Vice President
2007	present	United Company RUSAL PLC	Director General, Member of the Board of Directors
2009	present	Closed Joint-Stock Company RUSAL Global Management B.V.	Director General
2009	present	Bazovy Element Company LLC	Director General
2009	present	Bazovy Element Company LLC	Member of the Supervisory Board
2009	present	Open Joint-Stock Company Russian Machines	Member of the Board of Directors
2009	present	Open Joint-Stock Company AKME Engineering	Member of the Board of Directors
2010	2010	Limited Liability Company En+ Management	Director General
2010	present	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Member of the Board of Directors

Interest in the Authorized Capital of MMC Norilsk Nickel: the person does not hold any ordinary shares

Number of the Company’s shares of each category (type) that the person can acquire through exercising his rights under his options of the Company: the Company did not issue any options

Interest of the person in the authorized (joint) capital (share fund) of subsidiaries and affiliates of the Company: the person does not have such interest

Data on any close family ties to other persons who are members of management bodies and/or auditing bodies of the Company: the person does not have such close family ties

Data on any administrative sanctions imposed on the person for violation of laws on finance, taxes and levies, securities market or on convictions for economic crimes or crimes against the state power: the person has no convictions

Data on positions occupied by the person in management bodies of business organizations when bankruptcy proceedings were initiated or enforced against the business organization in

Annual Report of OJSC 'MMC 'NORILSK NICKEL' for 2010

accordance with laws of the Russian Federation on insolvency (bankruptcy): the person did not occupy such positions

Full name: **Marianna Aleksandrovna Zakharova**

Year of birth: 1976

Education: higher professional

All positions occupied by the person in MMC Norilsk Nickel and other organizations over the last 5 years and current positions including part-time jobs

Period		Company	Title
from	to		
2004	present	Closed Joint-Stock Company INTERROS Holding Company	Director of the Legal Department, Deputy Director General for Legal Matters
2008	2008	Closed Joint-Stock Company INTERROS Holding Company	Member of the Management Board
2008	2010	Closed Joint-Stock Company INTERROS Holding Company	Member of the Board of Directors
2009	2010	Open Joint-Stock Company Joint-Stock Commercial Bank ROSBANK	Member of the Board of Directors
2010	present	Closed Joint-Stock Company ProfEstate	Member of the Board of Directors
2010	present	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Member of the Board of Directors
2010	present	Closed Joint-Stock Company INTERROS Holding Company	Member of the Management Board

Interest in the Authorized Capital of MMC Norilsk Nickel: the person does not hold any ordinary shares

Number of the Company's shares of each category (type) that the person can acquire through exercising her rights under her options of the Company: the Company did not issue any options

Interest of the person in the authorized (joint) capital (share fund) of subsidiaries and affiliates of the Company: the person does not have such interest

Data on any close family ties to other persons who are members of management bodies and/or auditing bodies of the Company: the person does not have such close family ties

Data on any administrative sanctions imposed on the person for violation of laws on finance, taxes and levies, securities market or on convictions for economic crimes or crimes against the state power: the person has no convictions

Data on positions occupied by the person in management bodies of business organizations when bankruptcy proceedings were initiated or enforced against the business organization in accordance with laws of the Russian Federation on insolvency (bankruptcy): the person did not occupy such positions

Full name: **Andrey Aleksandrovich Klishas**

Year of birth: 1972

Education: higher professional

All positions occupied by the person in MMC Norilsk Nickel and other organizations over the last 5 years and current positions including part-time jobs

Period		Company	Title
from	to		
2001	2008	Open Joint-Stock Company Russian Joint-Stock Company for the Production of Non-Ferrous and Precious Metals Norilsk Nickel	Chairman of the Board of Directors
2001	2008	Closed Joint-Stock Company INTERROS Holding Company	Director General, Chairman of the Management Board
2001	2008	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Chairman of the Board of Directors
2002	2008	Closed Joint-Stock Company APK Agros	Member of the Board of Directors
2003	2006	Limited Liability Company Finkom – Investitsii i Upravlenie	Member of the Supervisory Board
2003	present	Expert Board of the Ministry of Internal Affairs of the Russian Federation	Member of the Board
2003	present	Association of Lawyers of Russia	Member of the Board of the Supervisory Board
2004	2008	Joint-Stock Commercial Bank Rosbank (Open Joint-Stock Company)	Chairman of the Board of Directors
2004	2008	Closed Joint-Stock Company INTERROS Holding Company	Member of the Board of Directors
2005	present	National Council on Corporate Governance	Member of the Board
2006	2007	Open Joint-Stock Company Polyus Gold	Member of the Board of Directors
2006	2007	Limited Liability Company Rosa Khutor	Member of the Board of Directors
2007	2008	Open Joint-Stock Company Open Investments	Chairman of the Board of Directors
2007	2008	Closed Joint-Stock Company KM-Invest	Member of the Board of Directors
2007	present	Public Council of the Ministry of Internal Affairs of the Russian Federation	Member of the Board
2008	2008	Closed Joint-Stock Company INTERROS Holding Company	Deputy Chairperson of the Management Board
2008	2008	Closed Joint-Stock Company KM-Invest	Director General

Annual Report of OJSC 'MMC 'NORILSK NICKEL' for 2010

2008	present	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Member of the Board of Directors
2008	2009	Joint-Stock Commercial Bank Rosbank (Open Joint-Stock Company)	Member of the Board of Directors
2008	2010	Closed Joint-Stock Company INTERROS Holding Company	Chairman of the Board of Directors, Vice President
2008	2009	Open Joint-Stock Company Polyus Gold	Member of the Board of Directors
2008	2009	Open Joint-Stock Company Russian Joint-Stock Company for the Production of Non-Ferrous and Precious Metals Norilsk Nickel	Member of the Board of Directors
2010	present	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	President

Interest in the Authorized Capital of MMC Norilsk Nickel: the person does not hold any ordinary shares

Number of the Company's shares of each category (type) that the person can acquire through exercising his rights under his options of the Company: the Company did not issue any options

Interest of the person in the authorized (joint) capital (share fund) of subsidiaries and affiliates of the Company: the person does not have such interest

Data on any close family ties to other persons who are members of management bodies and/or auditing bodies of the Company: the person does not have such close family ties

Data on any administrative sanctions imposed on the person for violation of laws on finance, taxes and levies, securities market or on convictions for economic crimes or crimes against the state power: the person has no convictions

Data on positions occupied by the person in management bodies of business organizations when bankruptcy proceedings were initiated or enforced against the business organization in accordance with laws of the Russian Federation on insolvency (bankruptcy): the person did not occupy such positions

Full name: **Dmitry Ruslanovich Kostoev**

Year of birth: 1973

Education: higher professional

All positions occupied by the person in MMC Norilsk Nickel and other organizations over the last 5 years and current positions including part-time jobs

Period		Company	Title
from	to		
2004	2008	Closed Joint-Stock Company APK Agros	Member of the Board of Directors
2004	2008	Open Joint-Stock Company Open Investments	Member of the Board of Directors

Annual Report of OJSC 'MMC 'NORILSK NICKEL' for 2010

2005	2006	Open Joint-Stock Company Verkhnechonskneftegaz	Member of the Board of Directors
2005	2006	Closed Joint-Stock Company ProfMedia Publishing House	Member of the Board of Directors
2005	2007	Closed Joint-Stock Company INTERROS Holding Company	Deputy Director of the Financial Department
2005	2009	Open Joint-Stock Company RUSIA Petroleum	Member of the Board of Directors
2005	2008	Limited Liability Company ProfMedia Management	Member of the Board of Directors
2006	2008	Limited Liability Company Soglassye Insurance Company	Member of the Board of Directors
2007	2008	Closed Joint-Stock Company INTERROS Holding Company	Member of the Board of Directors
2007	2008	Closed Joint-Stock Company INTERROS Holding Company	Managing Director for Investments
2008	2008	Closed Joint-Stock Company INTERROS Holding Company	Member of the Management Board
2008	2008	Closed Joint-Stock Company INTERROS Holding Company	Member of the Board of Directors
2008	present	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Director of the Department for Investment Policy, Deputy Director General – Head of the Sector for Economy and Investment Policy, Head of the Finance Sector, Deputy Director General – Head of the Sector for Economy and Finance
2009	2010	Open Joint-Stock Company “Third Generation Company of the Wholesale Electricity Market”	Member of the Board of Directors, Chairman of the Audit Committee, member of the Budget Committee
2009	present	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Member of the Management Board
2009	2010	Open Joint-Stock Company Yenisei River Shipping Lines	Chairman of the Board of Directors, Deputy Chairman of the Board of Directors
2009	2010	Open Joint-Stock Company RusHydro	Member of the Investment Committee under the Board of Directors
2010	2011	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Member of the Board of Directors

Annual Report of OJSC 'MMC 'NORILSK NICKEL' for 2010

Interest in the Authorized Capital of MMC Norilsk Nickel: the person does not hold any ordinary shares

Number of the Company's shares of each category (type) that the person can acquire through exercising his rights under his options of the Company: the Company did not issue any options

Interest of the person in the authorized (joint) capital (share fund) of subsidiaries and affiliates of the Company: the person does not have such interest

Data on any close family ties to other persons who are members of management bodies and/or auditing bodies of the Company: the person does not have such close family ties

Data on any administrative sanctions imposed on the person for violation of laws on finance, taxes and levies, securities market or on convictions for economic crimes or crimes against the state power: the person has no convictions

Data on positions occupied by the person in management bodies of business organizations when bankruptcy proceedings were initiated or enforced against the business organization in accordance with laws of the Russian Federation on insolvency (bankruptcy): the person did not occupy such positions

Full name: **Bradford Alan Mills**

Year of birth: 1954

Education: higher professional

All positions occupied by the person in MMC Norilsk Nickel and other organizations over the last 5 years and current positions including part-time jobs

Period		Company	Title
from	to		
2004	2008	Lonmin plc.	Director General
2008	present	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Member of the Board of Directors
2009	present	Plinian Capital Plc.	Managing Director
2009	present	Mandalay Resources	Director General

Interest in the Authorized Capital of MMC Norilsk Nickel: the person does not hold any ordinary shares

Number of the Company's shares of each category (type) that the person can acquire through exercising his rights under his options of the Company: the Company did not issue any options

Interest of the person in the authorized (joint) capital (share fund) of subsidiaries and affiliates of the Company: the person does not have such interest

Data on any close family ties to other persons who are members of management bodies and/or auditing bodies of the Company: the person does not have such close family ties

Annual Report of OJSC ‘MMC ‘NORILSK NICKEL’ for 2010

Data on any administrative sanctions imposed on the person for violation of laws on finance, taxes and levies, securities market or on convictions for economic crimes or crimes against the state power: the person has no convictions

Data on positions occupied by the person in management bodies of business organizations when bankruptcy proceedings were initiated or enforced against the business organization in accordance with laws of the Russian Federation on insolvency (bankruptcy): the person did not occupy such positions

Full name: **Oleg Modestovich Pivovarchuk**

Year of birth: 1953

Education: higher professional

All positions occupied by the person in MMC Norilsk Nickel and other organizations over the last 5 years and current positions including part-time jobs

Period		Company	Title
from	to		
2002	2006	Closed Joint-Stock Company Dinamo Managing Company	Deputy Director General for Business Issues
2006	2006	Open Joint-Stock Company AutoVAZ	Deputy Director for External Economic Activities
2007	2008	Closed Joint-Stock Company Dinamo-Telecom	Executive Director
2008	present	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	First Deputy Director General
2008	present	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Member of the Management Board
2009	present	Closed Joint-Stock Company Taimyr Fuel Company	Chairman of the Board of Directors
2009	2011	Open Joint-Stock Company “Third Generation Company of the Wholesale Electricity Market”	Member of the Board of Directors, Chairman of the Board of Directors
2010	2011	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Member of the Board of Directors

Interest in the Authorized Capital of MMC Norilsk Nickel: the person does not hold any ordinary shares

Number of the Company’s shares of each category (type) that the person can acquire through exercising his rights under his options of the Company: the Company did not issue any options

Interest of the person in the authorized (joint) capital (share fund) of subsidiaries and affiliates of the Company: the person does not have such interest

Data on any close family ties to other persons who are members of management bodies and/or auditing bodies of the Company: the person does not have such close family ties

Data on any administrative sanctions imposed on the person for violation of laws on finance, taxes and levies, securities market or on convictions for economic crimes or crimes against the state power: the person has no convictions

Data on positions occupied by the person in management bodies of business organizations when bankruptcy proceedings were initiated or enforced against the business organization in accordance with laws of the Russian Federation on insolvency (bankruptcy): the person did not occupy such positions

Full name: **Maxim Mikhailovich Sokov**

Year of birth: 1979

Education: higher professional

All positions occupied by the person in MMC Norilsk Nickel and other organizations over the last 5 years and current positions including part-time jobs

Period		Company	Title
from	to		
2004	2007	Limited Liability Company United Company RUSAL – Investment Management	Head of the Department for Mergers & Acquisitions
2007	2008	Closed Joint-Stock Company RUSAL Global Management B.V.	Director of the Department for Strategic Projects
2008	2010	Closed Joint-Stock Company RUSAL Global Management B.V.	Director for Investment Management
2008	present	Limited Liability Company United Company RUSAL – Investment Management	Director General
2008	present	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Member of the Board of Directors
2009	2011	Open Joint-Stock Company “Third Generation Company of the Wholesale Electricity Market”	Member of the Board of Directors
2010	present	Closed Joint-Stock Company RUSAL Global Management B.V.	Director for Strategy and Corporate Development

Interest in the Authorized Capital of MMC Norilsk Nickel: the person does not hold any ordinary shares

Number of the Company’s shares of each category (type) that the person can acquire through exercising his rights under his options of the Company: the Company did not issue any options

Interest of the person in the authorized (joint) capital (share fund) of subsidiaries and affiliates of the Company: the person does not have such interest

Data on any close family ties to other persons who are members of management bodies and/or auditing bodies of the Company: the person does not have such close family ties

Annual Report of OJSC ‘MMC ‘NORILSK NICKEL’ for 2010

Data on any administrative sanctions imposed on the person for violation of laws on finance, taxes and levies, securities market or on convictions for economic crimes or crimes against the state power: the person has no convictions

Data on positions occupied by the person in management bodies of business organizations when bankruptcy proceedings were initiated or enforced against the business organization in accordance with laws of the Russian Federation on insolvency (bankruptcy): the person did not occupy such positions

Full name: **Vladislav Aleksandrovich Soloviev**

Year of birth: 1973

Education: higher professional

All positions occupied by the person in MMC Norilsk Nickel and other organizations over the last 5 years and current positions including part-time jobs

Period		Company	Title
from	to		
2003	2007	Limited Liability Company United Company RUSAL – Investment Management	Deputy Director General for Finance
2007	2007	Branch of Closed Joint-Stock Company RUSAL Global Management B.V.	Chief Financial Officer
2007	present	United Company RUSAL PLC	Director (Executive Director since 2010)
2008	2010	Limited Liability Company En+ Management	Director General
2008	present	En+ Group Limited	Director
2008	2011	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Member of the Board of Directors
2009	present	Open Joint-Stock Company “Third Generation Company of the Wholesale Electricity Market”	Member of the Board of Directors
2010	present	Branch of Closed Joint-Stock Company RUSAL Global Management B.V.	First Deputy Director of the Branch, member of the Management Board

Interest in the Authorized Capital of MMC Norilsk Nickel: the person does not hold any ordinary shares

Number of the Company’s shares of each category (type) that the person can acquire through exercising his rights under his options of the Company: the Company did not issue any options

Interest of the person in the authorized (joint) capital (share fund) of subsidiaries and affiliates of the Company: the person does not have such interest

Data on any close family ties to other persons who are members of management bodies and/or auditing bodies of the Company: the person does not have such close family ties

Data on any administrative sanctions imposed on the person for violation of laws on finance, taxes and levies, securities market or on convictions for economic crimes or crimes against the state power: the person has no convictions

Data on positions occupied by the person in management bodies of business organizations when bankruptcy proceedings were initiated or enforced against the business organization in accordance with laws of the Russian Federation on insolvency (bankruptcy): the person did not occupy such positions

Full name: **Vladimir Igorevich Strzhalkovsky**

Year of birth: 1954

Education: higher professional, Ph.D. in Economics

All positions occupied by the person in MMC Norilsk Nickel and other organizations over the last 5 years and current positions including part-time jobs

Period		Company	Title
from	to		
2001	2008	Intergovernmental commissions for trade and economic cooperation with Indonesia, Greece, Spain, Bulgaria, Holland and Cyprus	Head, Deputy Head of the Intergovernmental Commissions on behalf of Russia
2004	2008	Federal Tourism Agency	Director
2008	present	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Director General – Chairman of the Management Board
2008	present	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Member of the Board of Directors

Interest in the Authorized Capital of MMC Norilsk Nickel: the person does not hold any ordinary shares

Number of the Company's shares of each category (type) that the person can acquire through exercising his rights under his options of the Company: the Company did not issue any options

Interest of the person in the authorized (joint) capital (share fund) of subsidiaries and affiliates of the Company: the person does not have such interest

Data on any close family ties to other persons who are members of management bodies and/or auditing bodies of the Company: the person does not have such close family ties

Data on any administrative sanctions imposed on the person for violation of laws on finance, taxes and levies, securities market or on convictions for economic crimes or crimes against the state power: the person has no convictions

Data on positions occupied by the person in management bodies of business organizations when bankruptcy proceedings were initiated or enforced against the business organization in accordance with laws of the Russian Federation on insolvency (bankruptcy): the person did not occupy such positions

Full name: **Vasily Nikolaevich Titov**, Chairman of the Board of Directors

Year of birth: 1960

Education: higher professional

All positions occupied by the person in MMC Norilsk Nickel and other organizations over the last 5 years and current positions including part-time jobs

Period		Company	Title
from	to		
2001	present	State Academic Bolshoi Theater of Russia	Member of the Executive Committee of the Board of Trustees
2002	present	Closed Joint-Stock Company Interfax-China	Member of the Board of Directors
2003	present	International Board of Trustees of Koktebel Republican Ecological, Historical and Cultural Park ‘M. A. Voloshin Cimmeria’	Member of the International Board of Trustees
2004	2007	VTB-Bank (Open Joint-Stock Company)	Member of the Management Board, Senior Vice President
2005	present	Fund for Development of the Russian State Museum ‘Friends of the Russian Museum’	Member of the Board of Trustees
2005	present	Moscow School of Economics, M. V. Lomonosov Moscow State University.	Member of the Board of Trustees
2006	present	Board of the Bolshoi Theater Fund	Chairman of the Board
2006	present	Non-Commercial Partnership ‘The CIS Financial and Bank Council’	Member of the Coordination Committee
2006	present	Russian Public Organization ‘Federation of Artistic Gymnastics of Russia’	Vice President
2007	2009	VTB-Bank (Open Joint-Stock Company)	Deputy President – Chairman of the Management Board
2007	present	Open Joint-Stock Company VTB-Bank (Ukraine)	Member of the Supervisory Board
2007	present	Social Council of the Federal Security Service of the Russian Federation	Chairman of the Social Council
2007	present	Early Music Renaissance Fund	Member of the Board of Trustees
2008	present	Association of Regional Banks	Member of the Board
2008	present	International Federation of Gymnastics	Member of the Executive Committee

Annual Report of OJSC ‘MMC ‘NORILSK NICKEL’ for 2010

2008	present	Charity Fund for Restoration of Voskresensky Novy Jerusalem Dominican Friary	Member of the Management Board
2009	present	Closed Joint-Stock Company Dynamo Moscow Football Club	Chairman of the Board of Directors
2009	present	Open Joint-Stock Company MRSK Holding	Member of the Board of Directors
2009	2010	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Member of the Board of Directors
2009	present	Open Joint-Stock Company VTB-Bank	First Deputy President – Chairman of the Management Board
2009	present	Interregional Banking Council of the Federation Council of the Russian Federation	Member of the Board
2009	present	International Fund for Humanitarian Cooperation of CIS states	Member of the Board of Trustees, Representative of the Russian Federation
2010	present	Development Fund “Friends of the State Museum Peterhof”	Member of the Board of Trustees
2010	present	Bank VTB-Austria	Chairman of the Supervisory Board
2010	present	Open Joint-Stock Company Joint-Stock Commercial Bank Evrofinance Mosnarbank	Member of the Supervisory Board
2010	present	Closed Joint-Stock Company VTB-Bank (Belarus)	Chairman of the Board of Directors
2010	2011	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Chairman of the Board of Directors
2010	present	Advisory Board of the Asian-Pacific Economic Forum	Deputy Chairperson
2010	present	Board of Trustees of the Russian Basketball Federation	Member of the Board of Trustees
2010	present	Board of Trustees “Stroganov Fund”	Member of the Management Board

Interest in the Authorized Capital of MMC Norilsk Nickel: the person does not hold any ordinary shares

Number of the Company’s shares of each category (type) that the person can acquire through exercising his rights under his options of the Company: the Company did not issue any options

Interest of the person in the authorized (joint) capital (share fund) of subsidiaries and affiliates of the Company: the person does not have such interest

Data on any close family ties to other persons who are members of management bodies and/or auditing bodies of the Company: the person does not have such close family ties

Annual Report of OJSC ‘MMC ‘NORILSK NICKEL’ for 2010

Data on any administrative sanctions imposed on the person for violation of laws on finance, taxes and levies, securities market or on convictions for economic crimes or crimes against the state power: the person has no convictions

Data on positions occupied by the person in management bodies of business organizations when bankruptcy proceedings were initiated or enforced against the business organization in accordance with laws of the Russian Federation on insolvency (bankruptcy): the person did not occupy such positions

Full name: **John Gerard Holden**

Year of birth: 1964

Education: higher professional

All positions occupied by the person in MMC Norilsk Nickel and other organizations over the last 5 years and current positions including part-time jobs

Period		Company	Title
from	to		
1999	2006	Barclays Capital	Managing Director and Head of the International Department for Mining and Metallurgical Industry
2006	2007	Lonrho Africa Plc	Executive Co-Chairman
2006	2008	Brinkley Mining Plc.	Executive Chairman
2006	present	GCM Ressources Plc.	Non-Executive Chairman
2008	2009	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Member of the Board of Directors
2008	present	Rockbury Capital FZ LLC	Consultant
2009	present	Verivox Holdings Ltd.	Non-Executive Chairman
2010	2011	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Member of the Board of Directors

Interest in the Authorized Capital of MMC Norilsk Nickel: the person does not hold any ordinary shares

Number of the Company’s shares of each category (type) that the person can acquire through exercising his rights under his options of the Company: the Company did not issue any options

Interest of the person in the authorized (joint) capital (share fund) of subsidiaries and affiliates of the Company: the person does not have such interest

Data on any close family ties to other persons who are members of management bodies and/or auditing bodies of the Company: the person does not have such close family ties

Data on any administrative sanctions imposed on the person for violation of laws on finance, taxes and levies, securities market or on convictions for economic crimes or crimes against the state power: the person has no convictions

Data on positions occupied by the person in management bodies of business organizations when bankruptcy proceedings were initiated or enforced against the business organization in accordance with laws of the Russian Federation on insolvency (bankruptcy): the person did not occupy such positions

9.2. Information concerning the Sole Executive Body of the Company and Individual Members of the Collegiate Executive Body of the Company

Full name: **Vladimir Igorevich Strzhalkovsky**

Year of birth: 1954

Education: higher professional, Ph.D. in Economics

All positions occupied by the person in MMC Norilsk Nickel and other organizations over the last 5 years and current positions including part-time jobs

Period		Company	Title
from	to		
2001	2008	Intergovernmental commissions for trade and economic cooperation with Indonesia, Greece, Spain, Bulgaria, Holland and Cyprus	Head, Deputy Head of the Intergovernmental Commissions on behalf of Russia
2004	2008	Federal Tourism Agency	Director
2008	present	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Director General – Chairman of the Management Board
2008	present	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Member of the Board of Directors

Interest in the Authorized Capital of MMC Norilsk Nickel: the person does not hold any ordinary shares

Number of the Company’s shares of each category (type) that the person can acquire through exercising his rights under his options of the Company: the Company did not issue any options

Interest of the person in the authorized (joint) capital (share fund) of subsidiaries and affiliates of the Company: the person does not have such interest

Data on any close family ties to other persons who are members of management bodies and/or auditing bodies of the Company: the person does not have such close family ties

Data on any administrative sanctions imposed on the person for violation of laws on finance, taxes and levies, securities market or on convictions for economic crimes or crimes against the state power: the person has no convictions

Data on positions occupied by the person in management bodies of business organizations when bankruptcy proceedings were initiated or enforced against the business organization in accordance with laws of the Russian Federation on insolvency (bankruptcy): the person did not occupy such positions

Full name: **Dmitry Ruslanovich Kostoev**

Year of birth: 1973

Education: higher professional

All positions occupied by the person in MMC Norilsk Nickel and other organizations over the last 5 years and current positions including part-time jobs

Period		Company	Title
from	to		
2004	2008	Closed Joint-Stock Company APK Agros	Member of the Board of Directors
2004	2008	Open Joint-Stock Company Open Investments	Member of the Board of Directors
2005	2006	Open Joint-Stock Company Verkhnechonskneftegaz	Member of the Board of Directors
2005	2006	Closed Joint-Stock Company ProfMedia Publishing House	Member of the Board of Directors
2005	2007	Closed Joint-Stock Company INTERROS Holding Company	Deputy Director of the Financial Department
2005	2009	Open Joint-Stock Company RUSIA Petroleum	Member of the Board of Directors
2005	2008	Limited Liability Company ProfMedia Management	Member of the Board of Directors
2006	2008	Limited Liability Company Soglassye Insurance Company	Member of the Board of Directors
2007	2008	Closed Joint-Stock Company INTERROS Holding Company	Member of the Board of Directors
2007	2008	Closed Joint-Stock Company INTERROS Holding Company	Managing Director for Investments
2008	2008	Closed Joint-Stock Company INTERROS Holding Company	Member of the Management Board
2008	2008	Closed Joint-Stock Company INTERROS Holding Company	Member of the Board of Directors
2008	present	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Director of the Department for Investment Policy, Deputy Director General – Head of the Sector for Economy and Investment Policy, Head of the Finance Sector, Deputy Director General – Head of the Sector for Economy and Finance
2009	2010	Open Joint-Stock Company “Third Generation Company of the Wholesale Electricity Market”	Member of the Board of Directors, Chairman of the Audit Committee, member of the Budget Committee

Annual Report of OJSC 'MMC 'NORILSK NICKEL' for 2010

2009	present	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Member of the Management Board
2009	2010	Open Joint-Stock Company Yenisei River Shipping Lines	Chairman of the Board of Directors, Deputy Chairman of the Board of Directors
2009	2010	Open Joint-Stock Company RusHydro	Member of the Investment Committee under the Board of Directors
2010	2011	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Member of the Board of Directors

Interest in the Authorized Capital of MMC Norilsk Nickel: the person does not hold any ordinary shares

Number of the Company's shares of each category (type) that the person can acquire through exercising his rights under his options of the Company: the Company did not issue any options

Interest of the person in the authorized (joint) capital (share fund) of subsidiaries and affiliates of the Company: the person does not have such interest

Data on any close family ties to other persons who are members of management bodies and/or auditing bodies of the Company: the person does not have such close family ties

Data on any administrative sanctions imposed on the person for violation of laws on finance, taxes and levies, securities market or on convictions for economic crimes or crimes against the state power: the person has no convictions

Data on positions occupied by the person in management bodies of business organizations when bankruptcy proceedings were initiated or enforced against the business organization in accordance with laws of the Russian Federation on insolvency (bankruptcy): the person did not occupy such positions

Full name: **Evgeny Ivanovich Muravyov**

Year of birth: 1961

Education: higher professional, Ph.D. in Economics

All positions occupied by the person in MMC Norilsk Nickel and other organizations over the last 5 years and current positions including part-time jobs

Period		Company	Title
from	to		

Annual Report of OJSC 'MMC 'NORILSK NICKEL' for 2010

2003	2009	Administration of the Krasnodar Territory	Vice Governor of the Krasnodar Territory for Education, Culture, Public Health, Social Welfare of the Population, Resort Facilities and Tourism; Vice Governor of the Krasnodar Territory for Economic Development; First Deputy Governor of the Krasnodar Territory
2009	2010	Open Joint-Stock Company Kola Mining and Metallurgical Company	Director General
2009	present	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Member of the Management Board
2009	present	Open Joint-Stock Company Kola Mining and Metallurgical Company	Member of the Board of Directors
2009	present	Open Joint-Stock Company Kola Heat Supply Company	Member of the Board of Directors
2010	present	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Director of the Polar Division of MMC Norilsk Nickel
2010	present	Open Joint-Stock Company A. P. Zavenyagin Norilsk Mining and Smelting Works	Member of the Board of Directors
2010	present	Open Joint-Stock Company Taimyrgas	Member of the Board of Directors

Interest in the Authorized Capital of MMC Norilsk Nickel: the person does not hold any ordinary shares

Number of the Company's shares of each category (type) that the person can acquire through exercising his rights under his options of the Company: the Company did not issue any options

Interest of the person in the authorized (joint) capital (share fund) of subsidiaries and affiliates of the Company: the person does not have such interest

Data on any close family ties to other persons who are members of management bodies and/or auditing bodies of the Company: the person does not have such close family ties

Data on any administrative sanctions imposed on the person for violation of laws on finance, taxes and levies, securities market or on convictions for economic crimes or crimes against the state power: the person has no convictions

Data on positions occupied by the person in management bodies of business organizations when bankruptcy proceedings were initiated or enforced against the business organization in accordance with laws of the Russian Federation on insolvency (bankruptcy): the person did not occupy such positions

Annual Report of OJSC ‘MMC ‘NORILSK NICKEL’ for 2010

Full name: **Oleg Modestovich Pivovarchuk**

Year of birth: 1953

Education: higher professional

All positions occupied by the person in MMC Norilsk Nickel and other organizations over the last 5 years and current positions including part-time jobs

Period		Company	Title
from	to		
2002	2006	Closed Joint-Stock Company Dinamo Managing Company	Deputy Director General for Business Affairs
2006	2006	Open Joint-Stock Company AutoVAZ	Deputy Director for External Economic Activities
2007	2008	Closed Joint-Stock Company Dimano-Telecom	Executive Director
2008	present	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	First Deputy Director General
2008	present	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Member of the Management Board
2009	present	Closed Joint-Stock Company Taimyr Fuel Company	Chairman of the Board of Directors
2009	2011	Open Joint-Stock Company “Third Generation Company of the Wholesale Electricity Market”	Member of the Board of Directors, Chairman of the Board of Directors
2010	2011	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Member of the Board of Directors

Interest in the Authorized Capital of MMC Norilsk Nickel: the person does not hold any ordinary shares

Number of the Company’s shares of each category (type) that the person can acquire through exercising his rights under his options of the Company: the Company did not issue any options

Interest of the person in the authorized (joint) capital (share fund) of subsidiaries and affiliates of the Company: the person does not have such interest

Data on any close family ties to other persons who are members of management bodies and/or auditing bodies of the Company: the person does not have such close family ties

Data on any administrative sanctions imposed on the person for violation of laws on finance, taxes and levies, securities market or on convictions for economic crimes or crimes against the state power: the person has no convictions

Data on positions occupied by the person in management bodies of business organizations when bankruptcy proceedings were initiated or enforced against the business organization in accordance with laws of the Russian Federation on insolvency (bankruptcy): the person did not occupy such positions

Full name: **Vyacheslav Nikolaevich Poltavtsev**

Year of birth: 1950

Education: higher professional

All positions occupied by the person in MMC Norilsk Nickel and other organizations over the last 5 years and current positions including part-time jobs

Period		Company	Title
from	to		
2004	2008	Main Department for Housing and Social Services of the Department for Presidential Affairs of the Russian Federation	Deputy Head
2008	2008	Ministry of Information Technologies and Communications of the Russian Federation	Counselor of the Minister
2008	2009	Open Joint-Stock Company Siberian Coal Energy Company	Deputy Director for Communications
2009	2010	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Director of the Department for Cooperation with Federal Authorities and Remuneration
2010	present	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Deputy Director General – Head of the Sector for Cooperation with Federal Authorities, Social and Compensation Policy, Deputy Director General - Head of the Sector for Cooperation with Federal Authorities, Social and Corporate Policy, member of the Management Board

Interest in the Authorized Capital of MMC Norilsk Nickel: the person does not hold any ordinary shares

Number of the Company’s shares of each category (type) that the person can acquire through exercising his rights under his options of the Company: the Company did not issue any options

Interest of the person in the authorized (joint) capital (share fund) of subsidiaries and affiliates of the Company: the person does not have such interest

Data on any close family ties to other persons who are members of management bodies and/or auditing bodies of the Company: the person does not have such close family ties

Annual Report of OJSC ‘MMC ‘NORILSK NICKEL’ for 2010

Data on any administrative sanctions imposed on the person for violation of laws on finance, taxes and levies, securities market or on convictions for economic crimes or crimes against the state power: the person has no convictions

Data on positions occupied by the person in management bodies of business organizations when bankruptcy proceedings were initiated or enforced against the business organization in accordance with laws of the Russian Federation on insolvency (bankruptcy): the person did not occupy such positions

Full name: **Sergey Veniaminovich Selyandin**

Year of birth: 1955

Education: higher professional

All positions occupied by the person in MMC Norilsk Nickel and other organizations over the last 5 years and current positions including part-time jobs

Period		Company	Title
from	to		
2003	2009	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Director of Nadezhda Metallurgical Plant of the Polar Division of MMC Norilsk Nickel
2009	2010	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Deputy Director – Chief Engineer of the Polar Division of MMC Norilsk Nickel
2010	present	Open Joint-Stock Company Kola Mining and Metallurgical Company	Director General
2010	present	Open Joint-Stock Company Kola Mining and Metallurgical Company	Member of the Board of Directors
2010	present	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Member of the Management Board
2010	present	Open Joint-Stock Company Kola Heat Supply Company	Member of the Board of Directors

Interest in the Authorized Capital of MMC Norilsk Nickel: the person holds 0.0152% of ordinary shares

Number of the Company’s shares of each category (type) that the person can acquire through exercising his rights under his options of the Company: the Company did not issue any options

Interest of the person in the authorized (joint) capital (share fund) of subsidiaries and affiliates of the Company: the person does not have such interest

Data on any close family ties to other persons who are members of management bodies and/or auditing bodies of the Company: the person does not have such close family ties

Annual Report of OJSC 'MMC 'NORILSK NICKEL' for 2010

Data on any administrative sanctions imposed on the person for violation of laws on finance, taxes and levies, securities market or on convictions for economic crimes or crimes against the state power: the person has no convictions

Data on positions occupied by the person in management bodies of business organizations when bankruptcy proceedings were initiated or enforced against the business organization in accordance with laws of the Russian Federation on insolvency (bankruptcy): the person did not occupy such positions

Full name: **Viktor Evgenievich Sprogis**

Year of birth: 1961

Education: higher professional

All positions occupied by the person in MMC Norilsk Nickel and other organizations over the last 5 years and current positions including part-time jobs

Period		Company	Title
from	to		
2001	2005	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Deputy Director General for Sales, Deputy Director General, Deputy Director General - Head of the Sales Industry Department
2005	present	Open Joint-Stock Company Mining and Metallurgical Company Norilsk Nickel	Deputy Director General – Head of the Sales Industry Department, Member of the Management Board

Interest in the Authorized Capital of MMC Norilsk Nickel: the person does not hold any ordinary shares

Number of the Company's shares of each category (type) that the person can acquire through exercising his rights under his options of the Company: the Company did not issue any options

Interest of the person in the authorized (joint) capital (share fund) of subsidiaries and affiliates of the Company: the person does not have such interest

Data on any close family ties to other persons who are members of management bodies and/or auditing bodies of the Company: the person does not have such close family ties

Data on any administrative sanctions imposed on the person for violation of laws on finance, taxes and levies, securities market or on convictions for economic crimes or crimes against the state power: the person has no convictions

Data on positions occupied by the person in management bodies of business organizations when bankruptcy proceedings were initiated or enforced against the business organization in accordance with laws of the Russian Federation on insolvency (bankruptcy): the person did not occupy such positions

9.3. Data concerning the Total Amount of Remuneration Payable to each Management Body of the Company

Data on the amount of remuneration payable to each management body (except for the individual discharging the duties of the sole executive body of the Company). All types of remuneration shall be listed including salary, bonuses, commission fees, benefits and (or) compensations, and other property contributions made by the Company over the last fiscal year:

Board of Directors: 1,488,994,000 rubles, including remuneration and compensations in the amount of 602,624,000 rubles and option agreements in accordance with the Company's performance in the amount of 886,307,000 rubles

Data on applicable agreements on the payments in the current fiscal year:

- during the period from 01.01.2010 to 28.06.2010 remuneration was paid to the members of the Board of Directors in accordance with the Decision of the Annual General Meeting of Shareholders of OJSC MMC Norilsk Nickel of June 30, 2009
- during the period from 29.06.2010 to 31.12.2010 - in accordance with the Decision of the Annual General Meeting of Shareholders of OJSC MMC Norilsk Nickel of June 28, 2010.

Amount of remuneration that is payable to the body based on the performance in the last fiscal year and was approved by the authorized management body of the Company but was not actually paid as of the end of the reporting period: none.

Collegiate executive body: 284,374,000 rubles

Data on applicable agreements on the payments in the current fiscal year:

- In accordance with the Charter of OJSC MMC Norilsk Nickel amounts of remuneration and compensations payable to the members of the Company's Management Board shall be determined by the Board of Directors of the Company.

Amount of remuneration that is payable to the body based on the performance in the last fiscal year and was approved by the authorized management body of the Company but was not actually paid as of the end of the reporting period: none.

9.4. Report of the Board of Directors of the Company on the Results of Developing of Business Priorities

In 2010 the Company’s Board of Directors held 51 meetings:

- 11 in-person meetings;
- 40 absentee meetings.

The Board of Directors had 4 in-person and 20 absentee meetings before the annual General Meeting of Shareholders held on June 28, 2010.

Number of individual members of the Company’s Board of Directors: 13 persons.

Participation of directors of the Company in meetings of the Board of Directors in 2010

Director	Participated in in-person meetings	Participated in absentee meetings
A. E. Bougrov	11	40
A. A. Klishas	11	40
O. V. Deripaska ⁽¹⁾	5	2
A. S. Voloshin ⁽²⁾	4	20
A. Moshiri ⁽²⁾	4	20
J. G. Holden ⁽¹⁾	7	20
B. A. Mills	11	40
V. A. Soloviev	10	37
D. R. Kostoev ⁽¹⁾	7	16
M. M. Sokov	10	37
V. I. Strzhalkovsky	11	40
O. M. Pivovarchuk ⁽¹⁾	7	19
B. V. Bakal ⁽¹⁾	7	20
M. A. Zakharova ⁽¹⁾	7	20
V. N. Titov	11	40
D. V. Razumov ⁽²⁾	4	20
M. A. Goldman ⁽²⁾	4	20
G. R. Aliev ⁽²⁾	4	20

Note:

(1) Appointed to the position of the member of the Board of Directors elected by the Annual General Meeting of Shareholders on June 28, 2010.

(2) Not appointed to the position of the member of the Board of Directors elected by the annual General Meeting of Shareholders on June 28, 2010.

During 2010 the Board of Directors of MMC Norilsk Nickel considered various issues concerning the business of the Company that fall within its competence including:

- acquisition and sale of assets;
- related party transactions (a list of negotiated transactions is included in this Annual Report);
- approving of financial statements of the Company;
- convening of annual and extraordinary General Meetings of Shareholders of the Company;
- other issues.

10. Consumption of Energy Resources by the Company in 2010

Energy Source	Units of Measurement	In Kind	In Monetary Terms (Rubles in Thousands, VAT Exclusive)
Electricity	thousand kWh	6,208,175	4,288,498
Heat	Gcal	5,734,545	3,428,885
Diesel fuel	metric tonnes	58,577	1,347,951
Natural gas	thousand cubic meters	605,276	910,371
Coal	metric tonnes	104,427	38,974
Gasoline	metric tonnes	718	16,409
Motor fuel	metric tonnes	857	3,255
Jet fuel	metric tonnes	9	305

11. Key Events of the Company in 2010

February

OJSC MMC NORILSK NICKEL obtained the certificates of compliance of the Corporate Integrated Quality Management and Environmental Management System with the requirements of the international standards ISO 9001:2008 and ISO 14001:2004. Certificates were issued upon completion of the audit of Moscow Headquarters and Polar Division, Norilsk, conducted in November 2009 by Bureau Veritas Certification, an independent certification authority.

March

OJSC MMC NORILSK NICKEL and Nordic Yards, a German company, entered into a contract for the construction of an Arctic-class tanker Arc7. Construction is expected to be finalized and the Company's vessel is expected to be commissioned in late September 2011. Investments will be about EUR 100 million. The tanker is designed to deliver fuel and lubricants to Dudinka and transport to the "continent" gas condensate extracted in the Pelyatkinsky Deposit, Taymyr. This will ensure uninterrupted supplies of the necessary types of hydrocarbons to the Norilsk Industrial Area and a number of Northern territories of Russia.

OJSC MMC NORILSK NICKEL began the implementation of phase one of the project for the construction of the company-owned transshipment terminal in the Port of Murmansk. The Port of Murmansk annually transships about 580 thousand metric tonnes of the Company's cargos, including the nickel matte transported from the Company's Polar Division for processing to Kola MMC, other cargos of Polar Division and the ferrous metal produced by Kola MMC and dispatched by sea for export to European ports. Upon completion of the expansion project, the total volume of cargos to be transshipped through the company-owned transshipment terminal in the Port of Murmansk will be 755 thousand MT. The overall planned costs associated with the project implementation are RUB 1.1 billion. The duration of the project implementation is 22 months.

April

OJSC MMC NORILSK NICKEL in cooperation with the Green Party of Russia held a practical scientific conference titled "Development of Mechanisms for Interaction Among Industrial Enterprises, Specially Protected Natural Reservations (SPNRs) and Regions." This is already the third forum held by the Company since last year in collaboration with the Green Party.

The shares in OJSC MMC NORILSK NICKEL are included in A-level quotation list of MICEX. The transfer of the shares in A1 quotation list allowed the Company to broaden the base of its potential investors, specifically by adding public and non-public pension funds and insurance companies, for which a condition for investing funds into securities is their inclusion into A1 quotation list by a trade institutor in the securities market.

Norilsk hosted the VI Regional Corporate Forum of OJSC MMC NORILSK NICKEL. The event was attended by more than 500 people representing the employees and management of the Company.

May

OJSC MMC NORILSK NICKEL held the Investor Day in London, during which the Company's top management presented to investors and analysts its vision of the Company's prospects and directions of growth in the field of production, sales and finance up to 2025.

Annual Report of OJSC 'MMC 'NORILSK NICKEL' for 2010

OJSC MMC NORILSK NICKEL announced its financial performance in 2009 in accordance with IFRS.

June

The Corporate Social Responsibility Report of Norilsk Nickel received public assurance. The meeting of the Council of the Russian Union of Industrialists and Entrepreneurs (RSPP) on non-financial reports adopted a resolution on the public assurance of the Corporate Social Responsibility Report of OJSC MMC NORILSK NICKEL for 2009.

OJSC MMC NORILSK NICKEL ensured that the Severny-Gluboky underground mine was up and running at full capacity of 500 thousand metric tonnes per month or 6 million metric tonnes per year. The Severny-Gluboky underground mine construction is the largest industrial project in the post-Soviet history of the Murmansk Region.

It has been 75 years since Norilsk Mining and Metallurgical Integrated Works named after A.P.Zavenyaghin was founded. On June 23, 1935, the Council of People's Commissars of the USSR adopted a Resolution on the Construction of Norilsk Integrated Works and the assignment of Norilskstroy to NKVD of USSR, thus laying the foundation for the construction of the country's largest mining and metallurgical integrated works in Taymyr.

July

OJSC MMC NORILSK NICKEL repaid a syndicated loan totaling USD 1.5 billion. Payment was made on June 29, 2010, without raising new external borrowings. The loan was extended in June 2007 in two tranches: a nonrevolving credit line of USD 1 billion and a revolving credit line of USD 500 million. The raising of funds was part of acquisition of LionOre Mining International Ltd. in 2007.

August

OJSC MMC NORILSK NICKEL placed three-year exchange-traded bonds series BO-03 with a par value of RUB 15 billion at the lowest coupon rate among all market offerings of corporate bonds since spring 2009. Upon completion of marketing, OJSC MMC NORILSK NICKEL set the coupon interest rate of bonds at 7% per annum, the lowest coupon rate value among all market offerings of corporate bonds with a 3-year maturity since the opening of the initial offerings market in spring 2009.

The Board of Directors adopted a resolution on the convocation of the Extraordinary General Meeting of Shareholders on October 21, 2010. On August 6, 2010, OJSC MMC NORILSK NICKEL received a request for convening an extraordinary General Meeting of Shareholders (EGMS). The request was submitted by OOO UC Rusal Investment Management, owning more than 10% of the Company's outstanding voting shares. The Board of Directors considered the request and adopted a resolution on the convocation of in-person EGMS on October 21, 2010. The agenda of EGMS approved by the Board of Directors included the following issues: early termination of authority of members of the Board of Directors of OJSC MMC NORILSK NICKEL and election of members of the Board of Directors of OJSC MMC NORILSK NICKEL. The Board of Directors set September 10, 2010, as the date of preparation of the list of entities and individuals entitled to participate in the Meeting.

September

OJSC MMC NORILSK NICKEL supplied products to customers from Southeast Asia via new routes. Ice-strengthened Monchegorsk diesel-electric ship, owned by OJSC MMC NORILSK NICKEL, left the Port of Murmansk on the Company's maiden trip in the eastern part of the Northern Sea Route, following the route Murmansk-Dudinka-Pusan-Shanghai.

October

OJSC MMC NORILSK NICKEL announced its preliminary financial performance for the six months ended June 30, 2010, prepared in accordance with the International Financial Reporting Standards.

OJSC MMC NORILSK NICKEL finalized the project for the implementation of a typical industrial information system on the base of SAP solution package and announced its successful commissioning at two entities of the Norilsk Nickel Group and further plans of system replication to all Company entities.

The Extraordinary General Meeting of Shareholders of OJSC MMC NORILSK NICKEL, held on October 21, 2010, was pre-summarized. Most shareholders, following the recommendations of the Board of Directors, voted "Against," when voting on the first issue on the agenda of EGMS, having decided not to terminate early the authority of the valid members of the Board of Directors elected at the annual General Meeting of Shareholders on June 28, 2010. Therefore, the composition of the Board of Directors remained unchanged.

November

OJSC MMC NORILSK NICKEL launched a concentrator at Nkomati, South Africa. The concentrator was commissioned earlier than scheduled. As a result of upgrading, the concentrator's capacity increased from 100 thousand metric tonnes to 250 thousand metric tonnes per month. The aggregate design capacity of the two concentrators of Nkomati is 7.5 million metric tonnes of ore per year.

OJSC MMC NORILSK NICKEL started the next phase of the investment project implemented in collaboration with the government as part of development of mineral resources of the Zabaikalye Territory. OJSC MMC NORILSK NICKEL finalized all necessary exploration operations and is actively preparing for developing the deposits. Pursuant to Directive of the Government of the Russian Federation No. 1872-p of October 25, 2010, the Company and the government represented by the Investment Fund of the Russian Federation will allocate more than USD 104 billion for the project implementation purposes. The funds of OJSC MMC NORILSK NICKEL will exceed RUB 80 billion, of which RUB 72.4 billion will be spent to develop two deposits (Bystrinsky and Bugdainsky); RUB 8.1 billion, to build a 223-km railway line between Naryn-1, Borzaya, and Gazimur Zavod. The Investment Fund will finance the railway construction by investing RUB 24.2 billion.

The railway construction is planned to be completed by 2012. The construction of mining and processing integrated works in the deposit will begin in 2012-2013 and finish with the gradual commissioning of facilities in 2015-2016.

OJSC MMC NORILSK NICKEL announced secondary offering of the shares in Stillwater Mining Company. As part of work aimed at overall inspection of the activities of the international assets of OJSC MMC NORILSK NICKEL Group, the Company's Board of Directors adopted a resolution on the sale of its stake in Stillwater Mining Company. The sale of the block of shares in Stillwater Mining Company meets the objectives of OJSC MMC NORILSK NICKEL for the optimization of international operations and concentration of efforts on developing key production assets with a view to strengthen the Company's positions as a leading global mining and metallurgical company.

December

OJSC MMC NORILSK NICKEL obtained new licenses in Botswana. For the purposes of expanding the resource base of the Tati Nickel project, the management performed work to

obtain licenses on the sites bordering the existing mining sites of Tati Nickel. The Ministry of Mineral, Energy and Water Resources of the Republic of Botswana issued a license to the entity for three out of four earlier requested sites. Intensive exploration program for 2011 was shaped in order to update the ore body model of the existing deposits Phoenix and Selkirk and to detailed study of the adjacent promising territories as part of long-term development of resource base.

OJSC MMC NORILSK NICKEL successfully passed a supervisory audit of compliance of the Corporate Integrated Quality Management and Environmental Management System with the requirements of the international standards ISO 9001:2008 and ISO 14001:2004. The audit was conducted by Bureau Veritas Certification, an independent certification authority, in the Headquarter s(Moscow), Polar Division (Norilsk) and Polar Transport Branch (Dudinka). The audit manager emphasized in the final report improvements in a number of areas of the Company's activity and the ability of the management system to achieve the goals and to conform, in general, to the quality assurance and environmental protection policy of OJSC MMC NORILSK NICKEL.

OJSC MMC NORILSK NICKEL declared the launch of its Australian entity, Lake Johnston. Upon completion of the internal audit, the Company's management adopted a decision on the feasibility of production renewal in Australia. Lake Johnston will be launched under the project for a step-by-step re-entry of a number of the Company's entities in Australia. The entity performed restoration work. The beginning of production is scheduled for the first half of 2011.

OJSC MMC NORILSK NICKEL submitted to UC Rusal a proposal for the acquisition of 25% of the Company's shares for USD 12 billion. This proposal was discussed at the in-person meeting of the Company's Board of Directors and was supported by independent directors.

OJSC MMC NORILSK NICKEL announced the start of execution of share purchase agreements with Trafigura Beheer BV on the sale of ADRs of OJSC MMC NORILSK NICKEL, held by its wholly-owned indirect subsidiaries and accounting for approximately 8% of the Company's equity. As a result of the transaction, OJSC MMC NORILSK NICKEL generated significant profit from investments in securities.

The budget for 2011 was approved.

The Board of Directors adopted a resolution on the convocation of the extraordinary General Meeting of the Board of Directors on March 11, 2011. A request was submitted by OOO UC Rusal Investment Management, owning more than 10% of the Company's outstanding voting shares. The agenda of EGM, approved by the Board of Directors, included the following issues: early termination of authority of members of the Board of Directors of OJSC MMC NORILSK NICKEL and election of members to the Board of Directors of OJSC MMC NORILSK NICKEL. The Board of Directors set February 14, 2011, as the date of preparation of the list of entities and individuals entitled to participate in the Meeting.

The Board of Directors of OJSC MMC NORILSK NICKEL approved the transaction for the disposal of OAO OGK-3 in exchange for the shares in OAO INTER RAO.

The Board of Directors of OJSC MMC NORILSK NICKEL approved a long-term program for increasing capitalization. Phase one of the program is the launch of mid-term plan of capital recovery by the shareholders, which allows repurchasing the shares and/or ADRs in the Company totaling up to USD 4.5 billion within the next 12 months.

12. INFORMATION ABOUT COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE¹

Item No	Provision of the Corporate Governance Code	In compliance or Not in compliance ²	Notes
General Meeting of Shareholders			
1.	Notice given to shareholders not less than 30 days prior to the General Meeting regardless of the issues on the agenda, unless legislation provides for a longer period of notice.	In compliance	According to Clause 7 of the Regulation on the General Meeting, "Notice of the meeting shall be given to shareholders in the manner and in time determined by the Federal law and the Company's Charter". According to paragraph 1 of Clause 6.4 of the Charter: "notice of the Meeting shall be published in Rossiyskaya Gazeta newspaper and in Taimyr newspaper not later than 30 days prior to the date of the Meeting. If a General Meeting is held by correspondence, notice of the Meeting shall be given in the above publications at least 30 days prior to the deadline for the collection of ballots".
2.	Access of the shareholders to the list of the persons entitled to attend the General Meeting, starting from the date of announcement of the General Meeting held in person, and in the case of the General Meeting held by correspondence – until the deadline for the collection of ballots	In compliance	In accordance with Article 51 of the Federal Law "On Joint Stock Companies", Clause 12 of the Regulation on the General Meeting stipulates that the access to the list of persons authorized to participate in the Meeting shall be made available by the Company at the request of persons included in such list and having at least 1% of votes.
3.	Access of the shareholders to information (materials) to be provided during the preparation for the General Meeting via electronic media, including the Internet.	In compliance	The shareholders have access to such materials 20 days before the date of the General Meeting at the shareholder assistance offices or on the corporate Internet site (in Russian and English).
4.	Ability of a shareholder to put an issue on the agenda of the General Meeting or require a General Meeting to be called without presenting an extract from the shareholder register if title to shares is recorded in the shareholders register system, and by presenting only a statement from the depot account is title to shares is recorded in a depot account.	In compliance	When collecting proposals for the agenda of the General meeting, including those regarding the candidates to the Board of Directors, the Company requests confirmation from the shareholders register on its own.

Item №	Provision of the Corporate Governance Code	In compliance or Not in compliance ²	Notes
5.	The Charter or internal By-laws of the company contain a requirement for the obligatory presence of the General Director, members of the Management Board, members of the Board of Directors, members of the audit commission and the auditor of the company at the General Meeting.	Not in compliance	Such persons are usually present at the General Meetings held by the Company; however the Charter and By-laws have no provisions stipulating their responsibility to be present at the General Meeting.
6.	Obligatory presence of the nominees for the positions of members of the Board of Directors, the General Director, members of the audit commission and external auditor during consideration by the General Meeting of their election and appointment.	In compliance	According to Article 29 of the Company's Regulation on the General Meeting "if the agenda of the Meeting includes the election of directors and/or the approval of the auditor, the persons included in the list of nominees for director voting and/or authorized representatives of the auditors (auditor) proposed for approval by the Meeting should be necessarily invited to the Meeting". According to Clause 9.3.9 of the Charter, the formation and termination of authorities of the executive bodies of the Company are included in the competence of the Board of Directors.
7.	The By-laws of the company establish a registration procedure for the participants in the General Meeting	Compliance	According to Clause 19 of the Company's Regulation on the General Meeting "the Registrar of the Company exercising the functions of the Counting Commission, verifies the authorities and registers persons participating in the Meeting" and the time of the start of the registration is determined by the Board of Directors (Regulation on the General Meeting, Clause 4).
Board of Directors			
8.	The company's Charter provides for the authority of the Board of Directors to approve annual financial and operating plans.	In Compliance	Charter of the Company, Clause 9.3.1
9.	The company has a risk management procedure approved by the Board of Directors	In Compliance	Existing edition of the Charter (Clause 9.3.34). Risks are managed in accordance with Corporate Risk Management Framework approved by the Board of Directors of OJSC MMC NORILSK NICKEL (the minutes of meeting No. ГМК/27-пп-сд dated 16 December, 2005). This document regulates risk management procedures which include the following elements:

Item №	Provision of the Corporate Governance Code	In compliance or Not in compliance ²	Notes
			<p>risk classification and definitions; methodological approaches to risk definition and assessment; acceptable levels of risk (tolerance levels); risk management methods; distribution of responsibility in risk management; control and reporting. The Board of Directors of OJSC MMC NORILSK NICKEL considers the materials on the risk identification, assessment and mitigation on a regular basis. Currently the Program of Mitigating Technical and Production Risks Related to the Category of Critical Risks is under way. Insurance Program to cover the risks related to the production operations of the Company has been developed and implemented.</p>
10.	The company's Charter provides for the right of the Board of Directors to adopt a decision on suspending the powers of the General Director appointed by the General Meeting.	In compliance	Charter of the Company, Clause 9.3.9.
11.	The Charter of the company provides for the right of the board of directors to establish requirements for qualifications and the level of compensation of the General Director, members of the Management Board and managers of the key structural divisions of the company.	In compliance	Charter of the Company, Clauses 9.3.9., 9.3.27., 9.3.30., 9.3.31. The Board of Directors has such authorities in respect of the General Director, members of the Management Board, Internal audit staff and the Corporate Secretary.
12.	The company's Charter provides for the right of the Board of Directors to approve the terms of contracts with the General Director and members of the Management Board.	In Compliance	Charter of the Company, Clause 9.3.9.
13.	The Charter and By-laws of the company contain a requirement that votes of the members of the Board of Directors who act as the General Director and members of the Management Board should not be taken into account when the terms of the contracts with the General Director (managing entity, manager) and members of the Management Board are approved.	In compliance	Charter of the Company, Clause 8.11.

Annual Report of OJSC 'MMC 'NORILSK NICKEL' for 2010

Item №	Provision of the Corporate Governance Code	In compliance or Not in compliance ²	Notes
14.	The Board of Directors includes at least 3 independent directors meeting the requirements of the Corporate Governance Code.	In compliance	As of December 31, 2010, the Board of Directors includes 3 independent Directors. The company uses most conservative criteria to determine the independence of the members of the Board of Directors.
15.	There are no persons on the Board of Directors recognized as guilty of committing offences in the sphere of economic activity; against the government or against the interests of the federal, regional and local government service; or that have been subject to administrative penalties for offences in the sphere of entrepreneurial activities or in the sphere of finance, taxes and levies and the securities market.	In Compliance	According to Clause 6.8 of the Charter, proposals made by the shareholders regarding candidates to the Board of Directors should include, among others, the following information about the candidates: – previous criminal records of crimes in the economic sphere and crimes against the government.
16.	There are no persons on the Board of Directors who serve as members, the General Director (manager), members of the management body or employees of any competitor to the company.	In compliance	Regulation on the Board of Directors, Clause 1.5.
17.	The company's Charter contains a requirement that the Board of Directors should be elected by cumulative vote.	In compliance	According to Clause 8.2 of the Charter "Members of the Board of Directors shall be elected by the Annual Meeting in the manner defined by the Federal Law". In accordance with Clause 4 of Article 66 of the Federal Law "On Joint Stock Companies" members of the Board of Directors are elected by cumulative vote.
18.	By-laws of the company include the obligation of the members of the Board of Directors to refrain from any actions that may lead to a conflict of interests of the Board of Directors and affiliates (on the one hand) and the Company and affiliates thereof (on the other hand), and in case of such conflict existing or possible – their obligation to report thereon to the Secretary of the Company in writing.	In compliance	Regulation on the Board of Directors, Clause 2.1.
19.	By-laws of the company provide for the obligation of the members of the Board of Directors to refrain from purchasing or alienation of the Company's securities in any periods of time when a member of the Board of Directors is in possession of material privileged information about activities of the company, shares,	In compliance	Regulation on the Board of Directors, Clause 2.1.

Annual Report of OJSC 'MMC 'NORILSK NICKEL' for 2010

Item №	Provision of the Corporate Governance Code	In compliance or Not in compliance ²	Notes
	securities of the company and transactions therewith; report in writing on the securities of the company held, and about any securities of the company purchased or disposed of as soon as possible or at the request of the Secretary of the Company.		
20.	By-laws of the company contain a requirement that a meeting of the Board of Directors should be held at least once every six weeks.	In compliance	Charter of the company, Clause 8.8. Regulation on the Board of Directors, Clause 5.1.
21.	Meetings of the Board of Directors are held at least once every six weeks in the year for which the annual report is presented.	In compliance	During the reporting year 51 meetings of the Board of Directors were held.
22.	By-laws of the company establish a procedure for the conducting of the meetings of the Board of Directors.	In compliance	Regulation on the Board of Directors, Section 5 "Meetings of the Company's Board of Directors".
23.	By-laws of the company include a provision requiring that the Board of Directors approve transactions of the company amounting to 10% or more of the company's asset value, other than transactions performed in the ordinary course of business.	In compliance	According to Clause 9.3.33 of the Charter, the Board of Directors approves decisions on any transactions, involving an amount of 2 (two) or more percent of the carrying value of the company's assets.
24.	By-laws of the company provide for the right of the members of the Board of Directors to receive information (materials) and details about activities of the Company, necessary for making the best decision within the competence of the Board of Directors from executive bodies of the company and executives of the Company.	Compliance	Regulation on the Board of Directors, Clause 6.1.
25.	There is a Strategy Planning Committee of the Board of Directors or functions of such committee are assigned to some other committee (other than the Audit Committee or the Nomination and Compensation Committee).	In compliance	According to the Charter of the company, Clause 8.17, the Board of Directors sets up Committees of the Board of Directors including members of the Board of Directors for the preliminary review of the most important issues and preparation of recommendations to the Board of Directors for making decisions thereon. Resolution of the Board of Directors (minutes No. ГМК/4-пр-сд dated February 26, 2009) approved Regulation on the Strategy Committee of the Board of Directors. The first Meeting of the Board of Directors held

Item №	Provision of the Corporate Governance Code	In compliance or Not in compliance ²	Notes
			<p>in person after the Annual General Meeting of Shareholders on June 30, 2009 (minutes No.ГМК/17-пр-сд) elected the Chairman of the Committee, Bradford Mills. Resolution of the Board of Directors of September 22, 2009 (minutes No. ГМК/22-пр-сд), following proposal of the Chairman of the Strategy Committee, Bradford Mills approved the members of the Committee. The Committee included: Vladislav Soloviev and Anton Cherniy. The Board of Directors meeting held on February 2, 2010 resolved to re-elect the Strategy Committee. The Committee included Bradford Mills (independent director), Chairman of the Committee, Andrey Klishas and Vladislav Soloviev.</p> <p>The Board of Directors meeting held on June 28, 2010 (minutes No. ГМК/25-пр-сд) again elected Bradford Mills (independent director) as the Chairman of the Committee. Resolution of the Board of Directors dated August 3, 2010 (minutes №ГМК/29-пр-сд), following proposal of Bradford Mills, the Chairman of the Committee, approved the new membership of the Committee. The Committee included: Vladislav Soloviev, Boris Bakal and John Gerard Holden (independent director).</p>
26.	There is a committee of the Board of Directors (Audit Committee), that recommends an external auditor to the Board of Directors and communicates with the external auditor and Internal Audit Commission of the company.	In compliance	<p>According to the Charter of the company, Clause 8.17, the Board of Directors sets up Committees of the Board of Directors including members of the Board of Directors for the preliminary review of the most important issues and preparation of recommendations for the Board of Directors to make decisions thereon. Resolution of the Board of Directors of October 8, 2004 approved Regulation on the Audit Committee of the Board of Directors of OJSC MMC Norilsk Nickel.</p> <p>The edition of the Regulation on the Audit Committee of the Board of</p>

Item №	Provision of the Corporate Governance Code	In compliance or Not in compliance ²	Notes
			<p>Directors of OJSC MMC Norilsk Nickel, currently in effect, was approved by the Board of Directors on September 8, 2009 (minutes No. ГМК/21-пр-сд).</p> <p>The Board of Directors held on September 8, 2009 (minutes No. ГМК/21-пр-сд) resolved including into the Audit Committee:</p> <p>Vasily Titov (independent director), the Chairman; Andrey Bougrov (non-executive director), Ardavan Moshiri (independent director), Maxim Sokov (non-executive director).</p> <p>The Board of Directors held on June 28, 2010 (minutes No.ГМК/25-пр-сд) elected the Chairman of the Audit Committee – John Gerard Holden (independent director). The Board of Directors held on August 3, 2010 (minutes No. ГМК/29-пр-сд) approved the new membership of the Committee: Andrey Bougrov (non-executive director), Bradford Alan Mills (independent director), Maxim Sokov (non-executive director).</p> <p>In accordance with Section 2 of the Regulation on the Committee of the Board of Directors on Audit, the competence thereof (among others) covers:</p> <p>development of recommendations for the Board of Directors on the selection of an independent auditor;</p> <p>interaction with the Company's Auditing Commission.</p>
27.	The Audit Committee includes only independent and non-executive directors.	In compliance	In accordance with para. 2, Section 3 of the Regulation on the Audit Committee of the Board of Directors, "the Audit Committee may include only independent (meeting independence criteria set out in Clause 8.15 of the Company's Charter) and non-executive (those who are not the sole executive body) of the Company and (or) members of the Company's collective executive body) members of the Board of Directors".

Item №	Provision of the Corporate Governance Code	In compliance or Not in compliance ²	Notes
28.	The Audit Committee is chaired by an independent director.	In compliance	<p>In accordance with para. 4, Section 3 of the Regulation on the Audit Committee of the Board of Directors, “the Audit Committee may be chaired only by an independent director.” The first Meeting of the Board of Directors held in person after the Annual General Meeting of Shareholders on June 30, 2009 (minutes No.ГМК/17-пр-сд) elected the Chairman of the Audit Committee, Vasily Titov (independent director).</p> <p>Resolution of the Board of Directors dated June 28, 2010 (minutes No. ГМК/25-пр-сд) elected the Chairman of the Audit Committee of the Board of Directors, John Gerard Holden, an independent director.</p>
29.	By-laws of the company provide for an access for all members of the Audit Committee to any corporate documents and information subject to non-disclosure of confidential information.	In compliance	<p>Regulation on the Board of Directors, Clause 6.1, provides for the following: the right of all members of the Board of Directors to obtain any information relating to the activities of the company from any divisions and functions of the company, and for the obligation of the members of the Board of Directors (Clause 6.6) to keep confidential and not to use for the personal interests, for the interests of any third parties and for the interests of affiliates the information that became known to them about the activities of the company and not to disclose any insider information.</p> <p>The Regulation on the Audit Committee of the Board of Directors (Section 6) provides for the right of the members of the Committee to request information and documents pertaining to the matters within the competence of the Committee from the Board of Directors, the Management Board, the General Director, the Audit Commission and the auditor of the company.</p>
30.	There is a committee (Nomination and Compensation Committee) of the Board of Directors that is responsible for the determination of the criteria for the selection of candidates to the Board of	In compliance	The Charter, Clause 9.3.38 and Regulation on the Board of Directors, Clause 3.5 provide for the possible setting up of Committees of the Board of Directors including members of the

Item №	Provision of the Corporate Governance Code	In compliance or Not in compliance ²	Notes
	Directors and development of the company's compensation policies.		<p>Board of Directors.</p> <p>According to the Charter of the company, Clause 8.17, the Board of Directors sets up Committees of the Board of Directors including members of the Board of Directors, for the preliminary review of the most important issues and preparation of recommendations for the Board of Directors to make decisions thereon.</p> <p>Resolution of the Board of Directors (minutes No.ГМК/4-пр-сд of February 26, 2009) approved Regulation on the Corporate Governance, Nomination and Remuneration Committee of the Board of Directors. The first Meeting of the Board of Directors held in person after the Annual General Meeting of Shareholders on June 30, 2009 (minutes No.ГМК/17-пр-сд) elected the Chairman of the Committee on the Corporate Governance, Nomination and Remuneration, Andrey Klishas, and resolution of the Board of Directors of September 29, 2009 (minutes No. ГМК/23-пр-сд) following recommendations of the Chairman of the Committee on the Corporate Governance, Nomination and Remuneration, Andrey Klishas, approved the membership of the Committee: Bradford Mills (independent director), Andrey Bougrov, Maxim Sokov and Maxim Goldman.</p> <p>Resolution of the Board of Directors of August 3, 2010 (minutes No. ГМК/29-пр-сд) approved the membership of the Committee: Marianna Zakharova, the Chairman of the Committee, Bradford Mills (independent director), Maxim Sokov.</p>
31.	Nomination and Compensation Committee is headed by an independent director.	Not in compliance	In accordance with Clause 3.5 of the Regulation of the Board of Directors, "...Committees of the Board of Directors shall be chaired by members of the Board of Directors who are not members of the executive bodies of the company, and they shall include

Item №	Provision of the Corporate Governance Code	In compliance or Not in compliance ²	Notes
			independent directors”.
32.	There are no executives of the company in the Nomination and Compensation Committee.	In compliance	In accordance with Clause 3.2 of the Regulation of the Committee of the Board of Directors on Corporate Governance, Nomination and Remuneration, members of the Committee may only be the members of the Board of Directors who do not hold executive positions in the company.
33.	Existence of a risk committee of the Board of Directors or the assignment of the functions thereof to another committee (other than Audit Committee or the Nomination and Compensation Committee).	Not in compliance	The Charter (Clause 9.3.38) and Regulation on the Board of Directors (Clause 3.5) provides for possible creation of Committees of the Board of Directors including members of the Board of Directors. The company does not have a Risk Committee of the Board of Directors.
34.	Existence of a committee for the settlement of corporate conflicts of the Board of Directors or the assignment of the functions thereof to another committee (other than Audit Committee or the Nomination and Compensation Committee).	Not in compliance	The Charter (Clause 9.3.38) and Regulation on the Board of Directors (Clause 3.5) provides for possible creation of Committees of the Board of Directors including members of the Board of Directors. Currently the company does not have a Committee of the Board of Directors for the settlement of corporate conflicts.
35.	There are no executives of the company in the committee for the settlement of corporate conflicts	Not applicable	Currently the company does not have a Committee of the Board of Directors for the settlement of corporate conflicts.
36.	The committee for the settlement of corporate conflicts is headed by an independent director.	Not applicable	Currently the company does not have a Committee of the Board of Directors for the settlement of corporate conflicts. Meanwhile, in accordance with Clause 3.5 of the Regulation of the Board of Directors, “...Committees of the Board of Directors shall be chaired by members of the Board of Directors who are not members of the executive bodies of the company, and they shall include independent directors”.
37.	The company has internal By-laws approved by the Board of Directors providing for the procedure of formation and operation of the Committees of the Board of Directors.	In compliance	Procedures for the formation and operation of the Committee of the Board of Directors for Audit, the Committee of the Board of Directors for Strategy, the Committee of the Board of Directors for Corporate

Item №	Provision of the Corporate Governance Code	In compliance or Not in compliance ²	Notes
			<p>Governance and Remuneration and the Committee of the Board of Directors for the Budget are regulated in accordance with the Regulations approved by respective resolutions of the Board of Directors:</p> <p>Resolution of August 3, 2010 (minutes No.ГМК/29-пр-сд) approved the new edition of the Regulation on the Committee for the Budget;</p> <p>Resolution of February 26, 2009 (minutes No.ГМК/4-пр-сд) approved the Regulation on the Committee for Audit, Regulation on the Committee for Corporate Governance, Nomination and Remuneration, Regulation on the Strategy Committee;</p> <p>Resolution of September 8, 2009 (minutes No.ГМК/21-пр-сд) approved the new edition of the Regulation on the Committee of the Board of Directors on Audit.</p>
38.	Existence of the Committee of the Board of Directors (Budget Committee) for the assistance of the Board of Directors through the preliminary review of the issues and development of recommendations on the issues related to financial, budget and business planning policies.	In compliance	<p>According to the Charter of the company, Clause 8.17, the Board of Directors sets up Committees of the Board of Directors including members of the Board of Directors for the preliminary review of the most important issues and preparation of recommendations for the Board of Directors to make decisions thereon.</p> <p>The first Meeting of the Board of Directors held in person after the Meeting of June 30, 2009 (minutes No.ГМК/17-пр-сд) elected the Chairman of the Budget Committee, Vladislav Soloviev, and resolution of the Board of Directors of September 24, 2009 (minutes No. ГМК/23-пр-сд), following proposal of the Chairman of the Strategy Committee Vladislav Soloviev, approved the following membership of the Committee: Bradford Mills (independent director) and Anton Cherniy.</p> <p>The first Board of Directors meeting held in person after the meeting of June 28, 2010 (minutes No. ГМК/25-пр-сд) again elected Vladislav Soloviev as the</p>

Item №	Provision of the Corporate Governance Code	In compliance or Not in compliance ²	Notes
			<p>Chairman of the Budget Committee and resolution of the Board of Directors dated August 3, 2010 (minutes №ГМК/29-пр-сд), following proposal of Vladislav Soloviev, the Chairman of the Budget Committee, approved the following members of the Committee: Andrey Bougrov, Marianna Zakharova, Maxim Sokov and John Gerard Holden (independent director).</p> <p>Resolution of the Board of Directors dated August 3, 2010 (minutes №ГМК/29-пр-сд) approved the new edition of the Regulation on the Budget Committee of the Board of Directors.</p>
39.	The company's Charter provides for a procedure to determine the quorum of the Board of Directors that would ensure obligatory participation of independent directors at the Board of Directors meetings.	In compliance	Charter of the Company, Clause 8.14
Executive Bodies			
40.	The company has a collegiate executive body (Management Board).	In compliance	Charter of the Company, Section 10 "Executive Bodies of the Company".
41.	The Charter or By-laws of the company contain provisions on the need to have approval of the Management Board for real estate transactions and loans received by the company, unless said transactions are major deals or performed in the ordinary course of business.	In compliance	Charter, Clause 10.8.3. The Clause of the Charter implies that the deals presented for the approval of the Board of Directors have preliminary been considered by the Management Board. The competence of the Board of Directors does not cover approval of the deals defined in Clause 41.
42.	By-laws of the company establish procedures for the approval of transactions which are outside the scope of the company's financial and operational plan.	Not in compliance	<p>Virtually all operations outside the scope of the company's financial and operational plan are considered by the company's Board of Directors.</p> <p>In accordance with Clause 9.3.33 of the company's Charter, the competence of the company's Board of Directors includes decisions on the transactions in the amount of 2 (two) and more percent of the book value of the company's assets according to the accounting data as of the latest reporting date.</p>
43.	There are no persons on the executive bodies who serve as members, the General Director (manager), members of the management body or employees of any competitor to the company.	In compliance	The recommendation is complied with; however, the Charter and By-laws of the Company contain no provision that would require compliance with the limitations established by the

Item №	Provision of the Corporate Governance Code	In compliance or Not in compliance ²	Notes
			recommendations for the members of the company's executive bodies.
44.	There are no persons on the executive bodies of the company recognized as guilty of committing offences in the sphere of economic activity; against the government or against the interests of the federal, regional and local government service; or that have been subject to administrative penalties for offences in the sphere of entrepreneurial activities or in the sphere of finance, taxes and levies and the securities market. If the functions of the sole executive body are performed by a managing entity or a manager, the General Director and members of the Management Board of the managing entity or manager shall meet requirements established for the General Director and members of the Management Board of the company.	In compliance	The recommendation is complied with; however, the Charter and By-laws of the Company contain no provision that would require compliance with the limitations established by the recommendations for the members of the company's executive bodies.
45.	The Charter or By-laws of the company contain a prohibition for the managing organization (manager) to perform similar functions for a competitor or have any other property relations with the company other than the provision of management services.	Not applicable	The functions of the sole executive body of the company have not been transferred to a managing organization (manager).
46.	By-laws of the company include the obligation of the members of the executive bodies to refrain from any actions that will or may potentially lead to a conflict of interests with the Company and in case of such conflict – their obligation to report thereon to the Board of Directors.	Not in compliance	By-laws of the company do not provide for such an obligation. Meanwhile, according to the Charter, Clause 10.9, "the General Director and members of the Management Board, in exercising their rights and responsibilities, shall act in the interests of the company, and exercise their rights and responsibilities in respect of the company faithfully and reasonably..." According to the Regulation on the Management Board, Clause 2.1, a member of the Management Board shall refrain from any actions that may lead to or potentially imply a conflict of interests with the affiliates (on the one hand) and the Company and affiliates thereof (on the other hand), and in case of such conflict existing or possible

Item №	Provision of the Corporate Governance Code	In compliance or Not in compliance ²	Notes
			member of the Management Board shall report thereon to the Secretary of the Company in writing.
47.	The Charter or By-laws of the company contain criteria for the selection of the managing organization (manager).	Not applicable	The functions of the sole executive body of the company have not been transferred to a managing organization (manager).
48.	Executive bodies provide monthly reports on their activities to the Board of Directors.	Not in compliance	Reports on the company's operations are provided to the Board of Directors on a quarterly basis.
49.	The contracts made by the company with the General Director (managing organization, manager) and members of the Management Board stipulate liability for violation of the provisions on the use of confidential and insider information.	In compliance	<p>In accordance with Clause 13.5 of the Charter, members of the executive bodies of the company "are hold liable for the disclosure of confidential and insider information under the applicable laws of the Russian Federation".</p> <p>According to Clause 10.9 of the Charter, the General Director and members of the Management Board are hold liable to the company for the losses incurred by the company as a result of their wrongful acts (omissions), unless the federal laws define other grounds for the liability.</p> <p>According to Clause 6.1 of the Regulation on the Insider Information, the General Director and members of the Management Board "shall be held liable for unlawful disclosure and use of insider information in accordance with the current legislation, By-laws of the company and the terms of agreements concluded with the company."</p>
Secretary of the Company			
50.	There is a special official in the company (company secretary) whose function is to ensure that the company's bodies and officials comply with procedural requirements that guarantee the exercise of the lawful rights and interests of the company's shareholders.	In compliance	Charter of the company, Clause 11. Resolution of the Board of Directors of December 6, 2010 (minutes No. ГМК/46-пр-сд) re-elected Malov A.A. as the Secretary of the company.

Item №	Provision of the Corporate Governance Code	In compliance or Not in compliance ²	Notes
51.	The Charter or By-laws of the company establish a procedure for the appointment (election) of the company secretary and responsibilities of the company secretary.	In compliance	Charter of the company, Clause 11.
52.	The company's Charter contains requirements for the candidate for the position of the company secretary.	Not in compliance	These qualifications are not defined in the Charter.
Major corporate actions			
53.	The Charter or By-laws contain a requirement on the approval of any major deal before it is concluded.	In compliance	Charter of the company, Clause 9.3.16.
54.	Obligatory engagement of an independent appraiser to determine the market value of any property that is subject to major transactions.	In compliance	The recommendation is complied with. However, the issue is not regulated by the company's Charter and By-laws.
55.	In the event of acquisition of any large stakes in the company (takeover), the Charter of the company prohibits any actions aimed at the protection of interests of the executive bodies (members of such bodies) and members of the Board of Directors, and also such actions that make the position of shareholders worse than their current position (in particular, prohibition of a decision by the Board of Directors to issue additional shares, securities convertible into shares or securities granting the right to acquire shares in the company before the end of expected time of the acquisition of shares, even if the right to make such decision is provided by the Charter).	Not in compliance	These qualifications are not defined in the Charter. At the same time, according to the Charter (Clause 10.9) "the General Director and members of the Management Board, in exercising their rights and responsibilities, shall act in the interests of the company, and exercise their rights and responsibilities in respect of the company faithfully and reasonably..."
56.	Obligatory engagement of an independent appraiser to determine the current market value of shares and potential changes in their market value as a result of takeover.	Not in compliance	Shares of the company are traded on the leading Russian stock exchanges: on the Moscow Inter-Bank Currency Exchange (MICEX) and in the Russian Trading System (RTS), and in the form of ADRs over-the-counter in the United States, on the over-the-counter section of the London Stock Exchange and Berlin StockExchange, which determine their current market value.
57.	The absence in the Charter of a provision releasing a purchaser from an obligation to offer other shareholders selling the ordinary shares of the company they hold (issued securities convertible into ordinary shares) in case of takeover.	In compliance	Resolution of the Annual General Meeting of Shareholders of June 24, 2004 deleted from the Charter the provision releasing the purchaser (of 30 or more percent of shares) from the obligation to offer other shareholders selling the shares they hold.

Item №	Provision of the Corporate Governance Code	In compliance or Not in compliance ²	Notes
58.	Provision of the Charter or By-laws requiring obligatory engagement of an independent appraiser to determine the ratio of shares conversion in case of reorganization.	Not in compliance	The requirement is defined neither in the Charter nor in the By-laws of the company.
Information disclosure			
59.	There is an internal document approved by the Board of Directors determining policies and procedures used by the company for the disclosure of information (Regulation on Information Policies).	In compliance	The Regulation was approved by the resolution of the Board of Directors of the company No. ГМК/11-пр-сд dated May 21, 2009.
60.	The By-laws of the company contain a requirement for the disclosure of the purposes of a placement of shares, persons that intend to acquire shares placed, including large stakes, and participation of company officials in the acquisition of the shares placed.	Not in compliance	The requirement is not defined in the By-laws of the company.
61.	By-laws of the company contain a list of information, documents and materials that should be provided to shareholders to make decisions on the issues considered at the General Meeting.	In compliance	Charter of the company, Clause 6.7, Regulation on the General Meeting of Shareholders, Clause 9.
62.	Shareholders of the company have a web site in the Internet and regularly disclose the information about the company through the web site.	In compliance	Charter of the Company, Clause 6.4.
63.	By-laws of the company contain a requirement to disclose information about any deal carried out by the company with persons who are senior executives of the company in accordance with the Charter, and deal of the company with the entities, where senior executives of the company directly or indirectly hold 20% or more of the share capital or upon which such persons may otherwise exercise significant influence.	Not in compliance	This requirement is not defined by the By-laws of the company. In accordance with requirements of Clause 8.6.1 (para. d) of the Regulation on Information Disclosure by the Issuers of Issued Securities, approved by Resolution of FCSM of Russia No. 06-117/ПЗ-Н of October 10, 2006, the company discloses information about related party transactions, subject to the approval of the authorized body of the company, as defined by the laws of the Russian Federation, if the value thereof is equal or more than 5% of the carrying value of assets of the company as per financial statements for the last reporting date before the deal is approved by the authorized body of the company.

Item №	Provision of the Corporate Governance Code	In compliance or Not in compliance ²	Notes
64.	By-laws of the company contain a requirement to disclose information on all transactions that may affect the market value of the company's shares.	Not in compliance	<p>This requirement is not defined by the By-laws of the company.</p> <p>In accordance with requirements of Clause 8.6.1 (para. d) of the Regulation on Information Disclosure by the Issuers of Issued Securities, approved by Resolution of FCSM of Russia No. 06-117/ПЗ-Н of October 10, 2006, the company discloses information that may affect the market value of the company's shares and information in the form of material events reports.</p> <p>In addition, the company discloses, on a regular basis, information on all significant transactions through the dissemination of press-releases and posting the information on the corporate Internet site.</p>
65.	There is an internal document approved by the Board of Directors on the use of significant information on the activity, shares and other securities of the company and transactions with such shares and other securities, which is not publicly available and disclosure of which may have material impact on the market value of shares and other securities of the company.	In compliance	The Regulation on Insider Information approved by the Board of Directors on December 30, 2004 is in effect in the Company.
Control of financial and economic operations			
66.	There are internal procedures governing control over financial and operational activities of the company approved by the Board of Directors of the company.	In compliance	Clause 1.3.4 of the Regulation on internal control over financial and operating activities of OJSC MMC Norilsk Nickel approved by the Board of Directors of the company on July 14, 2006.
67.	There is a special division in the company ensuring compliance with internal control procedures (internal control service).	In compliance	<p>In accordance with Clause 2.2 of the Regulation on Internal Control over the Company's Financial and Operational Activity, control over compliance with the internal control procedures is the responsibility of the Department for Internal Control.</p> <p>This special Department does not fully comply with the requirements defined by the Corporate Governance Code for Control and Audit Service, however it fully complies with the listing</p>

Item №	Provision of the Corporate Governance Code	In compliance or Not in compliance ²	Notes
			requirements of the leading Russian stock exchanges (RTS, MICEX) based on the requirements of the Regulation on the Organization of Trade in the Securities Market approved by the Resolution of FCSM of Russia No. 07-102/ПЗ-Н of October 9, 2007.
68.	By-laws of the company contain a requirement that the structure and members of the Control and Audit Service should be determined by the Board of Directors.	In compliance	In accordance with Clauses 9.3.27, 9.3.28 and 9.3.29 of the Charter, approval of the Regulation on the Control and Audit Service, requirements for the candidates to the positions of employees of the Service, approval of decisions on the appointment of the Service Head fall within the competence of the Board of Directors. The structure and membership of the Control and Audit Service set up within the company are defined by the Regulation on the Internal Control Department and job descriptions of the employees of the Department.
69.	There are no persons in the Control and Audit Service recognized as guilty of committing offences in the sphere of economic activity; against the government or against the interests of the federal, regional and local government service; or that have been subject to administrative penalties for offences in the sphere of entrepreneurial activities or in the sphere of finance, taxes and levies and the securities market.	In compliance	The recommendation is complied with; however, By-laws of the Company contain no provision that would require compliance with the limitations established by the recommendations for the employees of the Internal Control Department.
70.	There are no persons in the Control and Audit Service who are members of executive bodies of the company, as well as members, the General Director (manager), members of the management bodies or employees of any competitor to the company.	In compliance	The recommendation is complied with; however, By-laws of the Company contain no provision that would require compliance with the limitations established by the recommendations for the employees of the Internal Control Department.
71.	By-laws of the company define the deadlines for submitting the documents and materials to the Control and Audit Service for the assessment of financial and operational transactions performed, and liability of officials and employees of the company for failure to provide them in time.	Not in compliance	This requirement is not defined by the By-laws of the Company.

Annual Report of OJSC 'MMC 'NORILSK NICKEL' for 2010

Item №	Provision of the Corporate Governance Code	In compliance or Not in compliance ²	Notes
72.	By-laws of the company provide for the obligation of the Control and Audit Service to report the violations found to the Audit Committee and where there is no such committee – to the Board of Directors of the company.	In compliance	In accordance with Clauses 3.4 and 3.5 of the Regulation on internal control over financial and operating activities of OJSC MMC Norilsk Nickel approved by the Board of Directors of the company on July 14, 2006, the Head of the Internal Control Department shall report to the Audit Committee of the Board of Directors and the General Director on all breaches of the internal control procedures identified.
73.	The Charter of the company contains a requirement on preliminary feasibility assessment of the transactions not envisaged in the company's financial and operational plan (unusual transactions) by the Control and Audit Service.	Not in compliance	This requirement is not defined by the Charter of the company.
74.	By-laws of the company establish a procedure for the approval of any unusual transactions with the Board of Directors.	Not in compliance	Actually all unusual transactions are considered by the Board of Directors of the company.
75.	There is an internal document determining the procedure of audits of the financial and operating activities by the Audit Commission approved by the Board of Directors.	In compliance	Regulation on the Audit Commission, Section 5 "Procedure for Audits (Inspections)".
76.	The Audit Committee performs an assessment of the auditor's report before it is presented to the shareholders in the General Meeting of Shareholders.	In compliance	In accordance with Clause 2 (para.д) of the Regulation on the Audit Committee of the Board of Directors, the competence of the Audit Committee is to "review financial statements and results of audits, discuss them with external auditors and management of the company before they are presented to the Board of Directors of the company". In accordance with Clause 6.7 of the Charter, assessment of the Auditor's Report, developed by the Audit Committee constitutes the information (materials) to be made available to the persons eligible to participate in the Meeting in the course of preparation for the Meeting.
Dividends			
77.	There is an internal document approved by the Board of Directors used as guidance by the Board of Directors in developing recommendations on the size	In compliance	Minutes of the Board of Directors No. ГМК/18-пр-сд of June 4, 2002.

Annual Report of OJSC 'MMC 'NORILSK NICKEL' for 2010

Item №	Provision of the Corporate Governance Code	In compliance or Not in compliance ²	Notes
	of dividends (Regulation on Dividend Policies).		
78.	The Regulation on Dividend Policies contains a procedure for the determination of the minimum share of the net profit of the company used for the payment of dividends, and conditions under which dividends are not paid or are not paid in full on preferred shares for which the size of dividends is determined in the company's Charter.	In compliance	Minutes of the Board of Directors No. ГМК/18-пр-сд of June 4, 2002. The recommendations regarding the terms of dividends paid on the preferred stock are not applicable to the company due to the absence of said class of shares.
79.	Publication of the information on dividend policies of the company and any amendments thereto in a periodical stipulated in the company's Charter for the publication of announcements on the General Meetings and on the web site of the company on the Internet.	In compliance	The information on dividend policies is provided in annual reports, social reports, quarterly reports, on the corporate web site and in other media.

Notes:

(1) The Annual Report on the compliance with the Corporate Governance Code was prepared in accordance with the Methodical Recommendations approved by the Directive of the FCSM of Russia No. 03-849/p dated April 30, 2003.

(2) For the purposes of the Annual Report, "in compliance/not in compliance" answers in respect of a specific provision of the Corporate Governance Code should be interpreted as compliance/non compliance by the company with the principal (material) part of the provision in accordance with the company's Charter or by-laws of the company applicable at the time of preparation of the Annual Report and/or based on the existing corporate governance practices of the company. For the purposes of the Annual Report, "not applicable" in respect of a specific provision of the Corporate Governance Code should be understood as non-applicability of the recommendation for the Company due to the absence of the respective institute/procedure in the Company.

