



NORILSK NICKEL

MINING AND METALLURGICAL COMPANY
JOINT STOCK COMPANY

NOTICE

on convening an Extraordinary General Meeting of MMC Norilsk Nickel shareholders

Dudinka, Krasnoyarsk Territory, Russian Federation.

DEAR SHAREHOLDERS,

In accordance with a request of Coverico Holdings Co. Limited, the holder of 16,232,696 ordinary shares in MMC Norilsk Nickel, and Dimosenco Holdings Co. Limited, the holder of 4,260,858 ordinary shares in MMC Norilsk Nickel, jointly owning more than 10% of the placed voting shares of the Company, the Board of Directors of MMC Norilsk Nickel decided (Protocol No. ГМК/1-пр-сд of 23.01.08) to convene an Extraordinary General Meeting of shareholders of MMC Norilsk Nickel on **April 8, 2008**.

The meeting will be held in Moscow at the following address: Financial Academy of the Government of the Russian Federation, Leningradsky Prospect, 55 ("Aeroport" metro station).

All items for the EGM agenda were proposed by the shareholders whose aggregate holdings exceed 10% of the placed voting shares of MMC Norilsk Nickel: Coverico Holdings Co. Limited and Dimosenco Holdings Co. Limited.

The Extraordinary General Meeting of shareholders will be held in the form of in-person meeting.

Registration of shareholders will begin at 9:00 (local time).

The Extraordinary General Meeting of shareholders will begin at 13:00 (local time).

AGENDA:

1. **Amendments to the Charter of MMC Norilsk Nickel.**
2. **Pre-term termination of powers of members of the Board of Directors of MMC Norilsk Nickel.**
3. **Election to the Board of Directors of MMC Norilsk Nickel.**

The Board of Directors of MMC Norilsk Nickel hereby notifies as follows:

- In compliance with Art. 56, par.1 of the Federal Law *On Joint Stock Companies* and resolution of the Extraordinary General Meeting of shareholders of the Open Joint-Stock Company MMC Norilsk Nickel dated April 24, 2001, CJSC National Registry Company will perform the functions of the Counting Commission of the Company.
- The list of persons eligible to participate in the Extraordinary General Meeting is compiled upon the Registrar's information as of January 23, 2008;

- Registration of shareholders and their proxies will start at 9:00 (local time) on April 8, 2008 at the following address: Financial Academy of the Government of the Russian Federation, Leningradsky Prospekt 55, Moscow;
- The Company does not provide for shareholders' traveling to the place of meeting;
- If a shareholder cannot attend the meeting at the place where it is to be held, such shareholder may participate in voting as follows:
 - ⇒ **by sending a completed and signed voting ballot to the following address:**
 - ★ Closed Joint-Stock Company National Registry Company, p.o. box 82, Moscow, 121108
 - ⇒ **or by delivering it in person to one of the following addresses:**
 - ★ Closed Joint-Stock Company National Registry Company, 6 ul. Veresayeva, Moscow 121357, ph. (495) 440-6345;
 - ★ Norilsk branch of the Closed Joint-Stock Company National Registry Company, 16 Leninsky pr., Norilsk, Krasnoyarsk region, 663301, ph. (3919) 42-21-51;
 - ★ St.-Petersburg branch of the Closed Joint-Stock Company National Registry Company, 4a Izmailovsky pr., office 314, Saint Petersburg, 190005, ph. (812) 346-7408;
 - ★ Krasnoyarsk representative office of the Open Joint-Stock Company MMC Norilsk Nickel, 15 ul. Bograda, Krasnoyarsk, 660049, ph. (3912) 59-1809;
 - ★ Monchegorsk Subsidiary Office of AKB ROSBANK 45a, bldg.2, pr. Metallurgov, Monchegorsk, Murmansk region, 184500, ph. (81536) 7-2801, 7-2313;
 - ★ Zapolarny Subsidiary Office of AKB ROSBANK, 1a ul. Lenina, Zapolarny, Murmansk region, 184430, ph. (81554) 7-3830.
- Only ballots received by the Company (at the above addresses) at least two days prior to the meeting shall be counted in establishing the quorum of the Extraordinary General Meeting of shareholders and in the vote count.
- When registering for participation in the meeting, a shareholder should present his/her passport or another identification document allowed by the current law of the Russian Federation, and the proxy of the shareholder should additionally present a duly executed power of proxy; the person representing the interests of a corporate shareholder of the Company at the General Meeting of the shareholders shall confirm his/her powers by presenting at the time of registration a notarized copy of the Articles of Association of the relevant legal entity, originals or duly certified copies of documents confirming the election (appointment) of the head manager of the legal entity, the power of attorney signed by the head manager of the legal entity (for representatives);
- The documents (notarized copies), certifying the powers of the successors and proxies of persons included in the list of persons eligible to participate in the General Meeting, shall be enclosed with the voting ballots mailed by such persons for the purpose of voting or submitted to the Counting Commission when such persons are registered for participation in the General Meeting.
- In compliance with the applicable law, the shareholders shall be given an opportunity to review the materials subject to consideration at the Extraordinary General Meeting of shareholders at all addresses specified for personal delivery of the ballots between 10.00 and 17.00 (local time) on every working day after March 19, 2008.

Board of Directors of MMC Norilsk Nickel