



# Corporate Secretary

The role of the Corporate Secretary is to ensure compliance with the procedures established by applicable laws and Nornickel’s internal documents for the protection of shareholder rights and legitimate interests, and to monitor such compliance. The Corporate Secretary is appointed by the Board of Directors for a three-year term. The Board of Directors may terminate the office of the Corporate Secretary before the end of the term. The functions, rights, and responsibilities of the Corporate Secretary, as well as the procedure for the Corporate Secretary’s appointment and activities, are governed by the [Regulations on the Corporate Secretary](#).

The Corporate Secretary reports administratively to the President while being accountable to and supervised by the Board of Directors.

In December 2024, the Board of Directors extended the Corporate Secretary’s term for another three years.

In 2025, the Academy of Independent Directors, jointly with the Russian Union of Industrialists and Entrepreneurs,

**Key functions**

- Participating in the preparation and holding of Shareholders’ Meetings / voting in absentia.
- Preparing and holding meetings of the Board of Directors and its committees.
- Contributing to the improvement of Nornickel’s corporate governance framework and practice.
- Managing the activities of the Company’s Secretariat.
- Performing other functions as set out in Nornickel’s internal documents.

awarded Nornickel’s Corporate Secretary the honorary title of Russian Corporate Governance Visionary for achievements in the development of corporate governance.

Also, at the end of 2025, the National Corporate Secretaries Association confirmed that the Company’s Corporate Secretary holds the qualification Corporate Secretary of a Business Company (Level 7).

**Informing the Board of Directors of violations:** The Company’s Corporate Secretary promptly informs the Board of Directors by e-mail, as the fastest means of communication, of any identified violations of applicable laws and the Company’s internal documents. The Audit Committee is provided with reports on the handling of complaints, as well as reports on fraud and corruption.

# Executive bodies

The President, acting as the sole executive body, and the Management Board, acting as the collective executive body, are responsible for Nornickel’s day-to-day operations. The procedures of the Management Board are determined by the [Regulations on the Management Board](#).

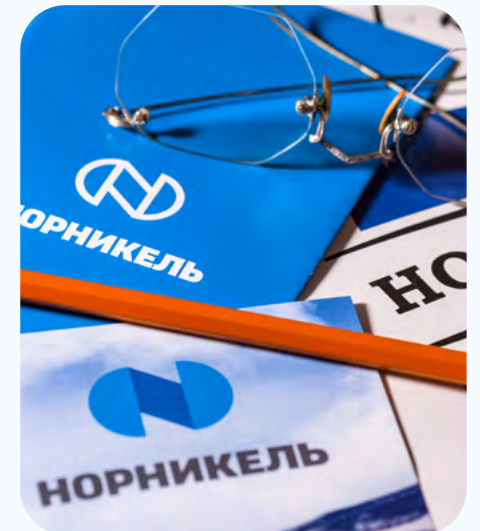
**Executive bodies ensure:**

- the implementation of resolutions passed by the Board of Directors and the General Meeting of Shareholders;
- the implementation of Nornickel’s key plans and programmes;
- the continuous operation of a robust risk management and internal control system (RMICS).

## President

The President is elected by the Shareholders’ Meeting for an indefinite term. The President reports to the Board of Directors and the Shareholders’ Meeting.

Members of the Management Board are elected by the Board of Directors for an indefinite term. Under the Company’s Articles of Association, the Board of Directors may terminate the office and employment contract of any member of the Management Board at any time.



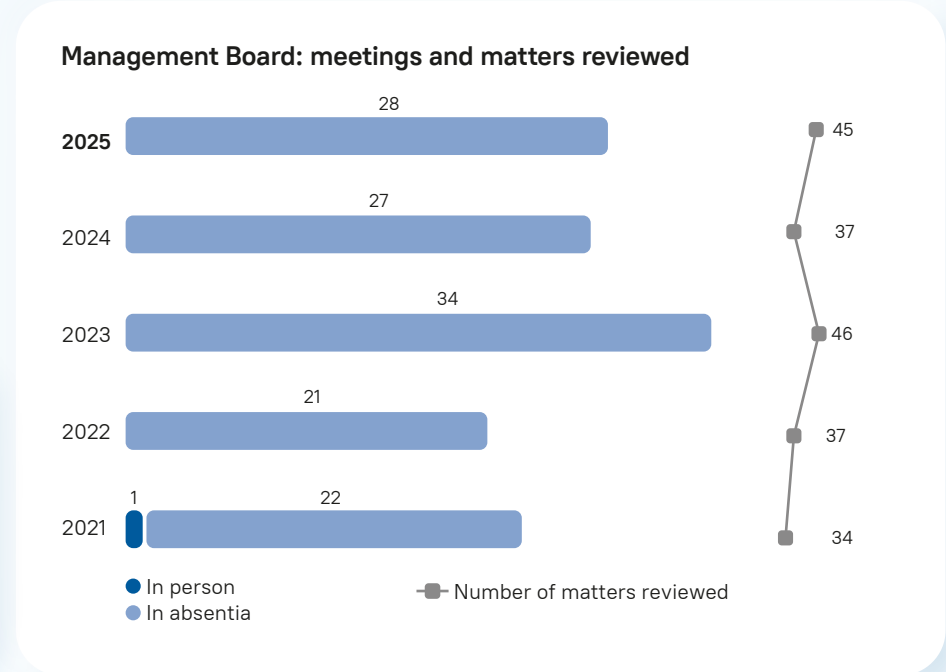
## Management Board

In 2025, the Company’s Management Board began the year with 14 members. At year-end, the Management Board comprised 13 members.

In 2025, the Company’s Management Board held 28 meetings in absentia and reviewed 45 matters.

28 meetings

held in 2025





### Activities of the Management Board during the reporting year

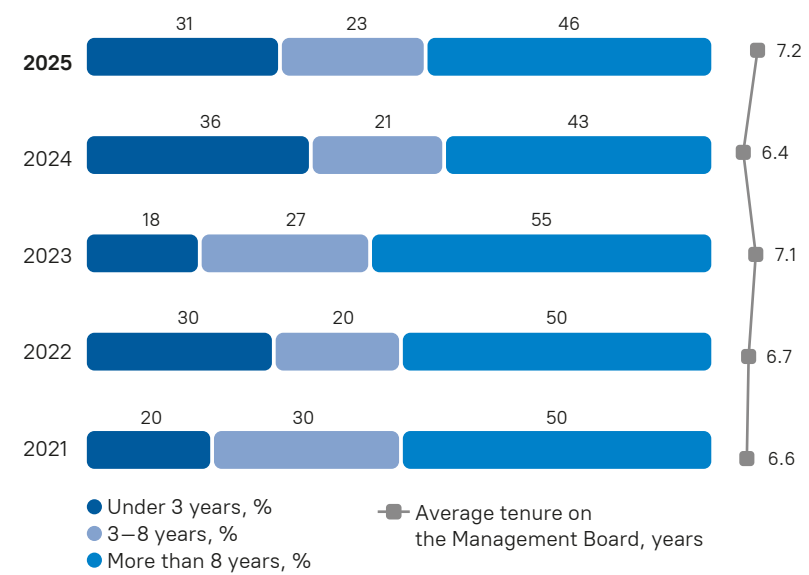
To improve management efficiency, the Management Board made a number of decisions during 2025 regarding the Company's branch leaders and amendments to their employment contracts; reviewed the Company's capital-raising transactions, including those related to the placement of exchange-traded bonds. To improve the economic efficiency of allocating funds to initiatives, including innovation and investment projects and programmes of the Company and Russian entities within the Norilsk Nickel Group that do not have a defined source of funding, the Efficiency and Innovation Committee was established under the Budget Committee of the Management Board in the reporting year, with its Regulations approved by the Management Board. Following the establishment of a new collective body under the Budget Committee of the Company's Management Board, the Management Board approved a revised version of the Regulations on the Budget Committee under the Management Board of PJSC MMC NORILSK NICKEL. The Management Board also approved the scope of the Group's annual self-assessment of internal controls for 2025. In addition to the above decisions, in 2025, the Management Board pre-reviewed and recommended that the Board of Directors approve the Company's Annual Report, Sustainability Report, Human Rights Report, Responsible Supply Chain Report, and the new version of the Company's Articles of Association (Version 11).



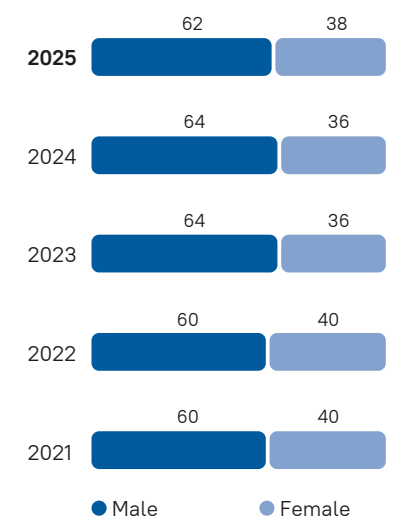
Management Board's skill mix, people

Expertise	2021	2022	2023	2024	2025
Strategy	3	3	3	3	3
Law and corporate governance	1	1	1	2	4
Finance and audit	3	3	4	4	5
Metals and mining / engineering	2	3	3	3	5
International economic relations	3	2	2	2	1
ESG	3	2	2	3	3

Tenure on the Management Board



Management Board composition by gender, %



Age range of Management Board members

