

# PRESIDENT AND MANAGEMENT BOARD

The President and the Management Board are Nor Nickel's executive bodies in charge of day-to-day operations. They ensure:

- compliance with resolutions of the Board of Directors and the General Meeting of Shareholders
- implementation of Nor Nickel's key plans and programmes
- continuous operation of an effective risk management and internal control framework.

## President Management Board

The President is Nor Nickel's sole executive body in charge of day-to-day operations. The President is elected by the General Meeting of Shareholders for an indefinite term and acts as Chairman of the Management Board.

The President reports to the Board of Directors and the General Meeting of Shareholders. Since 2015, this position has been held by Vladimir Potanin (Nor Nickel's CEO in 2012–2015).

The Management Board is a collective executive body in charge of Nor Nickel's day-to-day operations within its scope of authority as set out in the Articles of Association; it ensures the implementation of resolutions passed by the General Meeting of Shareholders and the Board of Directors.

Members of the Management Board are elected by the Board of Directors for an indefinite term. The Board of Directors may at any time terminate the office of any member of the Management Board.

The Management Board had 10 members at the start of 2021, according to the composition approved by the Board of Directors on 13 August 2020. During the reporting year, the composition of the Company's Management Board changed three times:

- On 2 March 2021, the Board of Directors resolved to terminate the office and employment contract of Sergey Dyachenko due to his transfer to another job, and to establish a nine-member Management Board as from 3 March 2021
- On 16 June 2021, the Board of Directors resolved to elect Sergey Stepanov and Evgeny Fedorov to the Management Board effective 17 June 2021, and to establish an 11-member Management Board
- On 28 October 2021, the Board of Directors resolved to terminate the office and employment contract of Sergey Barbashev, effective 29 October 2021, due to his transfer to another job, and to establish a 10-member Management Board effective 30 October 2021

In 2021, the Management Board held 23 meetings, including 22 in absentia and 1 in the form of joint attendance.

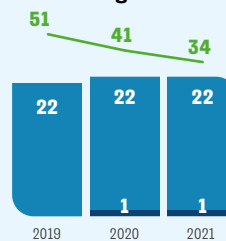
Throughout 2021, the Management Board decided to set up an Energy Division and an Investment Sub-Committee for Corporate Services, approved a proposal to amend the Company's Articles of Association, passed resolutions regarding branch directors,

reviewed the Company's capital-raising and guarantee transactions, took note of the Company's Risk Appetite Statement for 2021, approved the Environmental and Climate Change Strategy and the 2021 action plan to implement it, the scope of self-evaluation of the internal control system, and the metrics of the Long-Term Remuneration Programme for Key Employees for 2021–2023.

#### Attendance at meetings in 2021

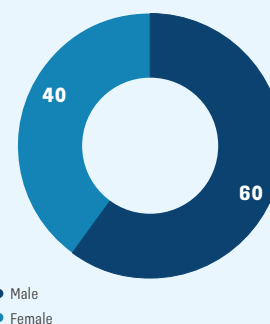
Name	Tenure on the Management Board	Meetings attended / total number of meetings
Vladimir Potanin	9	23/23
Sergey Barbashev <sup>2</sup> (until 29 October 2021)	3	19/23
Andrei Bougrov	9	23/23
Sergey Stepanov <sup>3</sup> (from 17 June 2021)	1	14/23
Evgeny Fyodorov <sup>3</sup> (from 17 June 2021)	1	14/23
Sergey Dubovitsky	3	23/23
Sergey Dyachenko <sup>1</sup> (until 2 March 2021)	8	3/23
Marianna Zakharova	6	23/23
Larisa Zelkova	9	23/23
Elena Savitskaya	8	23/23
Sergey Malyshev	8	23/23
Nina Plastinina	8	23/23

#### Number of Management Board meetings



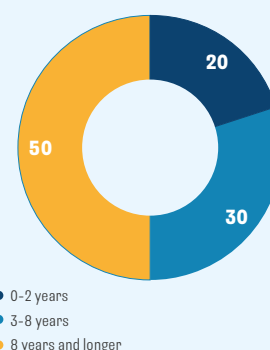
- In person
- In absentia
- Number of matters reviewed

#### Management Board composition by gender (%)



- Male
- Female

#### Tenure on the Management Board (%)



- 0-2 years
- 3-8 years
- 8 years and longer

1 Left the Management Board on 2 March 2021 as per the Board of Directors' resolution.  
 2 Left the Management Board on 29 October 2021 as per the Board of Directors' resolution.  
 3 Joined the Management Board on 17 June 2021 as per the Board of Directors' resolution.

# Biographical details of members of the Management Board<sup>1</sup>

<sup>1</sup> Positions are indicated as at the end of 2020.

For more detailed biographies of members of the Management Board, please see the [website](#). Biographical details of previous members of the Management Board are available in the [2020 Annual Report](#).

In the reporting year, Sergey Stepanov held shares in MMC Norilsk Nickel, representing 0.001599% of the authorized capital.



**Vladimir Potanin**

Chairman of the Management Board since 2012

President of the Company since 2015 (CEO in 2012–2015)

**Born in:** 1961

**Nationality:** Russian Federation

## Education

Degree in International Economics, Moscow State Institute of International Relations (MGIMO University)

## Experience in the last five years

**since 2021:** member of the Board of Trustees of the Football Union of Russia

**since 2020:** Chairman of the Board of Trustees of the Vladimir Potanin Foundation; member of the Board of Trustees of the ROZA Club for Sport Development and Support

**since 2018:** member of the Board of Trustees of the Russian–American Council for Business Cooperation trade association; member of the Board of Trustees of the Fund for the Conservation and Development of the Solovetsky Archipelago

**since 2017:** Chairman of the Supervisory Board of the Norilsk Development Agency

**since 2016:** member of the Board of the Endowment Fund for Education and Culture, Chairman of the Board of Trustees of the Night Hockey League non-profit amateur hockey foundation

**since 2013:** President of Interros Holding Company

**2014–2019:** Chairman of the Board of Trustees of the ROZA Club for Sport Development and Support

**since 2012:** positions at Nornickel: CEO (2012–2015), President (2015–present), Chairman of the Management Board (2012–present)

**since 2011:** member of the Board of Trustees of the State Hermitage Museum Endowment Fund non-profit organisation and the Moscow Church Construction Foundation

**since 2010:** member of the Board of Trustees of the Russian Geographical Society all-Russian non-governmental organisation

**since 2009:** Deputy Chairman of the Board of Trustees of the Russian International Olympic University

**2008–2020:** member of the Board of the Vladimir Potanin Foundation

**since 2007:** member of the Board of Trustees of Saint Petersburg State University, Deputy Chairman of the Board of Trustees of MGIMO Endowment Fund

**since 2006:** Deputy Chairman of the Board of Trustees of MGIMO Endowment Fund, member of the Board of Trustees and member of the Management Board of the Graduate School of Management at Saint Petersburg State University, member of the Bureau of the Board of the Russian Union of industrialists and Entrepreneurs (RSPP)

**since 2005:** member of the Board of Trustees, member of the Board of the Russian Olympians Foundation non-profit charitable organisation

**since 2004:** Chairman, member of the Presidium of the National Council on Corporate Governance non-profit partnership

**since 2003:** Chairman of the Board of Trustees of the State Hermitage Museum

**since 2001:** member of the Board of Trustees of the Solomon R. Cuggenheim Foundation (New York)

**since 2000:** member of the Bureau of the Board and member of the Management Board of the RSPP

**since 1995:** member of the Presidium of the international Foundation for the Unity of Orthodox Christian Nations



**Andrei Bougrov**

Member of the Management Board since 2013

Senior Vice President for Sustainable Development since 2020

**Born in:** 1952

**Nationality:** Russian Federation

**Education**

Degree in International Economic Relations, economist for foreign trade. PhD in Economics, Moscow State Institute of International Relations (MGIMO)

**Experience in the last five years**

**since 2021:** member of the RSPP Coordination Council on Sustainable Development, member of the International Advisory Panel of the Asian Infrastructure Investment Bank (AIIB)

**since 2020:** member of the RSPP Climate Policy and Carbon Regulation Committee

**since 2018:** member of the Advisory Council of the Russo-British Chamber of Commerce (RBCC) and Chairman of the RSPP Council on Non-Financial Reporting

**since 2016:** Chairman of the Share Issuers Committee of Moscow Exchange

**since 2015:** member of the National Council on Corporate Governance non-profit partnership

**since 2013:** Vice President of the RSPP and LLC Interros Holding Company (until 7 April 2015 – CJSC Interros Holding Company)

**since 2006:** member of the Management Board of the RSPP

**since 2002:** member of the Council on Foreign and Defence Policy non-governmental association

**since 2002:** positions at Nor Nickel – member of the Board of Directors, Chairman of the Board of Directors (2010–2022), Deputy Chairman of the Board of Directors (2013–2020), Senior Vice President (since 2016)



### Sergey Dubovitsky

Member of the Management Board since 2018

Senior Vice President – Head of Strategy and Strategic Projects, Logistics and Procurement since 2020

**Born in:** 1978

**Nationality:** Russian Federation

#### Education

Public Relations Specialist with Foreign Language Skills, Moscow State Institute of International Relations (MGIMO)

#### Experience in the last five years

**since 2021:** member of the boards of directors of MPI Nickel Pty Ltd, Norilsk Nickel Africa Pty Ltd and Norilsk Nickel Mauritius, member of the Executive Committee of Nkomati

**2019–2020:** Vice President – Head of Strategy and Strategic Projects at MMC Norilsk Nickel

**2016–2019:** Vice President for Strategic Planning at MMC Norilsk Nickel



### Marianna Zakharova

Member of the Management Board since 2016

Member of the Board of Directors since 2010

First Vice President – Head of Corporate Governance, Asset Management and Legal Affairs since 2015

**Born in:** 1976

**Nationality:** Russian Federation

#### Education

Peoples' Friendship University of Russia (RUDN University)

1998 – Bachelor in Law

2000 – Master in Law

#### Experience in the last five years

**since 2020:** member of the Board of Trustees of the Vladimir Potanin Foundation



**Larisa Zelkova**

Member of the Management Board since 2013

Senior Vice President – Head of HR, Social Policy and Public Relations

**Born in:** 1969

**Nationality:** Russian Federation

**Education**

Journalist, Literature Editor at a Newspaper, Lomonosov Moscow State University, 1991

**Experience in the last five years**

**since 2020:** Chairwoman of the management boards of the Second School centre for community initiatives in the Pechenegsky District and the Monchegorsk Development Agency

**since 2019:** member of the councils of the endowment funds for the replenishment of the Tretyakov Gallery's collection and development of its small museums at the State Tretyakov Gallery Foundation

**since 2017:** Chairwoman of the Management Board and member of the Supervisory Board of the Norilsk Development Agency autonomous non-profit organisation

**2016–2021:** Chairwoman of the Board of Trustees of the Endowment Fund for Education and Culture

**since 2015:** member of the Board of Trustees of the Russian Academy of Education, member of the Board of Trustees of the Hermitage Foundation UK

**since 2014:** Chairwoman of the Board of the Vladimir Potanin Foundation

**2014–2018:** President of the Vladimir Potanin Foundation

**2012–2018:** member of the Russian Presidential Council for Culture and Art

**2011–2020:** member of the Board of Directors of Rosa Khutor Ski Resort Development Company

**since 2011:** Chairwoman of the Management Board of the State Hermitage Museum Endowment Fund

**since 2009:** member of the Board of Trustees of the Pavlovsk Gymnasium private autonomous non-profit organisation

**since 2007:** member of the Presidium of MGIMO Endowment Fund



**Sergey Malyshev**

Member of the Management Board since 2013

Senior Vice President – Chief Financial Officer

**Born in:** 1969

**Nationality:** Russian Federation

#### **Education**

Mechanical Engineer, degree in Machines and Devices for the Textile and Light Industries, the Kosygin State University of Russia

Economist, degree in Public and Municipal Administration, Institute of Advanced Training at the Russian Presidential Academy of National Economy and Public Administration

Finance Academy under the Government of the Russian Federation, Public and Municipal Administration retraining programme, with the State Attestation Commission certifying the right (compliance with qualification requirements) to carry out professional activities related to public and municipal administration

#### **Experience in the last five years**

**since 2016:** Senior Vice President – Chief Financial Officer at MMC Norilsk Nickel



**Nina Plastinina**

Member of the Management Board since 2013

Vice President – Head of Internal Control and Risk Management

**Born in:** 1961

**Nationality:** Russian Federation

#### **Education**

Mechanical Engineer, degree in Chemical Machine and Fixture Building, Moscow Chemical Machine Building Institute

Post-graduate degree in Economics and Production Management, Bauman Moscow State Technical University

#### **Experience in the last five years**

**since 2013:** at Nornickel – Member of the Management Board, Director of the Internal Control Department (2013–2015), Vice President – Head of Internal Audit (2015–2016), Vice President – Head of Internal Control and Risk Management (2016–present)



**Elena Savitskaya**

Member of the Management Board since 2014

Vice President – Chief of Staff since 2015

**Born in:** 1972

**Nationality:** Russian Federation

**Education**

Psychologist, Psychology Teacher, degree in Psychology, Moscow Pedagogical State University

**Experience in the last five years**

since 2015: Advisor (part-time) to the President of Interros Holding Company



**Sergey Stepanov**

Member of the Management Board since 2021

Senior Vice President – Operational Director since 2021

**Born in:** 1977

**Nationality:** Russian Federation

Shareholding: 0.001599%

Made no transactions with shares in MMC Norilsk Nickel in the reporting year

**Education**

Lomonosov Moscow State University: 1998: Bachelor in Economics (with distinction)

2000: Master in Economics (with distinction)

**Experience in the last five years**

2020–2021: CEO of VSMPO-AVISMA Corporation

2014–2020: CEO of Raspadskaya

2012–2020: Vice President, Head of Evraz’s Coal Division





**Evgeny Fyodorov**

Member of the Management Board since 2021

Vice President for Energy since 2021

**Born in:** 1978

**Nationality:** Russian Federation

#### Education

Economist/Manager, degree in Economics and Enterprise Management, Bauman Moscow State Technical University, 2001

PhD in Economics, Moscow Power Engineering Institute (Technical University), 2003

#### Experience in the last five years

**2018–2020:** member of the Board of Directors, Advisor to the CEO of TRUST SM

**since 2018:** member of the Board of Directors of Unitile Holding

**since 2017:** member of the Board of Directors, Advisor to the CEO of Rosvodokanal Management Company

## CORPORATE SECRETARY

The role of the Corporate Secretary is to ensure compliance with the procedures for the protection of shareholder rights and legitimate interests, as prescribed by applicable laws and Nornickel's internal documents, and to monitor such compliance. According to the Company's Articles of Association, 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 Corporate Secretary's key functions:

- Involvement in preparing and holding the General Meeting of Shareholders
- 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 Secretariat
- Other functions in accordance with Nornickel's internal documents

The Corporate Secretary reports administratively to the President and is accountable to the Board of Directors.

At present, Pavel Platov is Nornickel's Corporate Secretary. In December 2021, the Board of Directors extended Pavel Platov's term as Corporate Secretary by another three years.



**Pavel Platov**

Corporate Secretary since 2011

**Born in:** 1975

**Nationality:** Russian Federation

In the reporting year, he held no shares in MMC Norilsk Nickel and made no transactions with them.

#### Education

Linguistics University of Nizhny Novgorod

Academy of National Economy under the Government of the Russian Federation

#### Experience in the last five years

**2017–present:** Corporate Secretary of MMC Norilsk Nickel (2011–2017: Company Secretary)