

**Annex 2**  
**to the Ballot for voting**  
**at the Extraordinary General Meeting**  
**of MMC Norilsk Nickel shareholders**  
**February 17, 2006**

**MODIFICATIONS AND AMENDMENTS TO THE REGULATIONS ON THE  
BOARD OF DIRECTORS**

1. In para. a). of p. 2.3 of the Regulations, instead of the words “over the last three years preceding” to put “by the date of election and during a year preceding”.
2. P. 2.3, para. c).: to strike out the words “or an affiliate of such persons”.
3. To put para. e) of p. 2.3 as follows: “is not a representative of the government, i.e. is not a representative of the Russian Federation or RF constituents in a joint stock company’s Board of Directors entitled to exercise a special right (the right of the ‘golden share’). Equally, this person cannot not be proposed to the Board of Directors by the government of the Russian Federation, or by the government of the RF constituent or municipal formation, if this members must vote on the basis of written guidelines (instructions, etc.), set by the above constituent or municipal formation”.
4. To amend p. 2.3 of the Regulations with para. j). as follows: “is not a spouse, parent, son (daughter), brother (sister) of the Company’s executives”.
5. All other articles and paragraphs of the Regulations on the Board of Directors of MMC Norilsk Nickel shall stay unchanged.