

**Notice of material facts and insider information on conducting the General Meeting of Shareholders of the Issuer and its adopted resolutions**

1. General data	
1.1. Full company name of the issuer	<b>Public Joint Stock Company ALROSA</b>
1.2. Short company name of the issuer	<b>PJSC ALROSA</b>
1.3. Location of the issuer	<b>6, Lenina St., Mirny, Republic of Sakha (Yakutia), Russian Federation</b>
1.4. OGRN (Main State Registration Number) of the issuer	<b>1021400967092</b>
1.5. INN (Taxpayer Identification Number) of the issuer	<b>1433000147</b>
1.6. Issuer's unique code assigned by the registration authority	<b>40046-N</b>
1.7. Internet website used by the issuer for information disclosure	<b><a href="http://www.alrosa.ru/">http://www.alrosa.ru/;</a> <a href="http://www.e-disclosure.ru/portal/company.aspx?id=199">http://www.e-disclosure.ru/portal/company.aspx?id=199</a></b>
2. Content of the Notice	
2.1. Type of the General Meeting of Shareholders of the Issuer: Annual General Meeting of Shareholders of PJSC ALROSA.	
2.2. Form of the General Meeting of Shareholders of the Issuer: meeting (joint presence of the shareholders for discussion of the agenda items and adoption of resolutions on the items put to vote).	
2.3. Date, place, and time of the General Meeting of Shareholders of the Issuer: June 30, 2017 at 12:00 am at 6, Lenina St., Mirny, the Republic of Sakha (Yakutia).	
2.4. Quorum of the General Meeting of Shareholders of the Issuer: Quorum necessary for the adoption of resolutions on all the agenda items of the General Meeting of Shareholders of PJSC ALROSA was present.	
2.5. The Agenda of the General Meeting of Shareholders of the Issuer:	
<ol style="list-style-type: none"> <li>1. Approval of the Annual Report of PJSC ALROSA.</li> <li>2. Approval of the annual accounting (financial) statements of PJSC ALROSA.</li> <li>3. Approval of the profit distribution of PJSC ALROSA according to the results of 2016.</li> <li>4. Size, terms and form of dividends payment in accordance with the results of 2016, and setting the date as of which the persons entitled to receive dividends shall be determined.</li> <li>5. Payment of remuneration for work in the Supervisory Board to its members – non-public servants, in the amount established by internal regulations of PJSC ALROSA.</li> <li>6. Payment of remuneration for work in the Auditing Committee to its members – non-public servants, in the amount established by internal regulation of PJSC ALROSA.</li> <li>7. Election of the Supervisory Board members of PJSC ALROSA.</li> <li>8. Election of the Auditing Committee members of PJSC ALROSA.</li> <li>9. Approval of auditors of PJSC ALROSA.</li> <li>10. Amendments to the Charter of PJSC ALROSA.</li> <li>11. Amendments to the Regulations on the General Meeting of Shareholders of PJSC ALROSA.</li> <li>12. Amendments to the Regulations on the Supervisory Board of PJSC ALROSA.</li> <li>13. Amendments to the Code of Corporate Governance of PJSC ALROSA.</li> </ol>	
2.6. Results of the voting on the agenda of the General Meeting of Shareholders of the Issuer, at which there was a quorum, and wording of decisions adopted by the General Meeting of Shareholders of the Issuer on these issues:	
<b>1. Approval of the Annual Report of PJSC ALROSA.</b>	
<b>Results of the voting:</b>	
For – 6,180,938,307 and 34,370/100,000 (six billion one hundred and eighty million nine hundred and thirty-eight	

thousand three hundred and seven and 34,370/100,000) votes (99.9456%).

Against – 1,237,105 (one million two hundred and thirty-seven thousand one hundred and five) votes (0.0200%).

Abstain – 1,458,300 (one million four hundred and fifty-eight thousand three hundred) votes (0.0236%).

**Adopted decision:**

To approve the Annual Report of PJSC ALROSA for 2016.

**2. Approval of the annual accounting (financial) statements of PJSC ALROSA.**

**Results of the voting:**

For – 6,180,992,317 and 34,370/100,000 (six billion one hundred and eighty million nine hundred and ninety-two thousand three hundred and seventeen and 34,370/100,000) votes (99.9465%).

Against – 1,237,105 (one million two hundred and thirty seven thousand one hundred and five) votes (0.0200%).

Abstain – 1,458,300 (one million four hundred and fifty-eight thousand three hundred) votes (0.0236%).

**Adopted decision:**

To approve the annual accounting statements including financial (P&L) statements of PJSC ALROSA for 2016.

**3. Approval of the profit distribution of PJSC ALROSA according to the results of 2016.**

**Results of the voting:**

For – 6,183,632,017 and 34,370/100,000 (six billion one hundred and eighty-three million six hundred and thirty-two thousand seventeen and 34,370/100,000) votes (99.9892%).

Against – 23,000 (twenty-three thousand) votes (0.0004%).

Abstain – 59,710 (fifty-nine thousand seven hundred and ten) votes (0.0010%).

**Adopted decision:**

To allocate net profit of PJSC ALROSA for 2016 as follows:

distributable net profit, total:

RUB 148,657,464,938

net profit less of earnings received from correction of financial investments value:  
RUB 90,915,549,938

for paying dividends:

RUB 65,769,143,075.90

profit left available for PJSC ALROSA before remuneration to the members of the Supervisory Board of PJSC ALROSA:

RUB 25,146,406,924.10

**4. Size, terms and form of dividends payment in accordance with the results of 2016, and setting the date as of which the persons entitled to receive dividends shall be determined.**

**Results of the voting:**

For – 6,183,664,722 and 34,370/100,000 (six billion one hundred and eighty-three million six hundred and sixty-four thousand seven hundred and twenty-two and 34,370/100,000) votes (99.9897%).

Against – 23,000 (twenty-three thousand) votes (0.0004%).

Abstain – 0 (0.0000%).

**Adopted decision:**

1. To pass a resolution on (declare) the dividend payment based on the results of 2016 in the amount of eight (8) rubles ninety-three (93) kopecks per one placed ordinary registered share of PJSC ALROSA with the face value of fifty (50) kopecks.

2. To fix the following dividend payment procedure based on the results of 2016:

- dividend is paid to the shareholders of PJSC ALROSA included in the list of persons entitled to a dividend by transfer of funds from ALROSA's account and in case of a paying agent, from the paying agent's account by postal or bank transfer;

- to individual shareholders that have not indicated the way for receiving dividends in the application form of a registered person, the dividends shall be paid by a postal transfer;

- the amount of accrued dividends calculated on the basis of the amount of a dividend per one share of PJSC ALROSA or in compliance with the ownership percentage of shares of PJSC ALROSA, is determined within the

accuracy of one kopeck;

- if transferred dividends are returned for the reasons of incorrect payment details and other information contained in the list of persons entitled to a dividend, the repeat payment of dividends shall be performed after submitting to the register holder of PJSC ALROSA the information on changes in the payment and other details and introducing the necessary amendments to the register of shareholders of PJSC ALROSA;

- commission fees for bank transfer and/or postal transfer of dividends shall be paid at the cost of PJSC ALROSA.

3. To determine the next date as of which the persons entitled to receive dividends shall be determined: July 20, 2017.

#### **5. Payment of remuneration for work in the Supervisory Board to its members – non-public servants, in the amount established by internal regulations of PJSC ALROSA.**

##### **Results of the vote:**

For – 5,675,659,441 and 34,370/100,000 (five billion six hundred and seventy-five million six hundred and fifty-nine thousand four hundred and forty-one and 34,370/100,000) votes (91.7753%).

Against – 506,374,546 (five hundred and six million three hundred and seventy-four thousand five hundred and forty-six) votes (8.1881%).

Abstain – 1,707,745 (one million seven hundred and seven thousand seven hundred and forty five) votes (0.0276%).

##### **Adopted decision:**

To pay remuneration for work in the Supervisory Board to the members – non-public servants of the Supervisory Board of PJSC ALROSA, for 2016-2017 corporate period (year), in the amount and in the manner determined in accordance with the Regulations on Remuneration of Members of the Supervisory Board of PJSC ALROSA.

#### **6. Payment of remuneration for work in the Auditing Committee to its members – non-public servants, in the amount established by internal regulation of PJSC ALROSA.**

##### **Results of the voting:**

For – 5,574,631,142 and 34,370/100,000 (five billion five hundred and seventy-four million six hundred and thirty-one thousand one hundred and forty-two and 34,370/100,000) votes (90.1416%).

Against – 527,372,444 (five hundred and twenty-seven million three hundred and seventy-two thousand four hundred and forty-four) votes (8.5276%).

Abstain – 81,792,156 (eighty-one million seven hundred and ninety-two thousand one hundred and fifty-six) votes (1.3226%).

##### **Adopted decision:**

To pay remuneration for work in the Auditing Committee to the members – non-public servants of the Auditing Committee of PJSC ALROSA, for 2016-2017 corporate period (year), in the amount and in the manner determined in accordance with the Regulations on Remuneration of Members of the Supervisory Board of PJSC ALROSA.

#### **7. Election of the Supervisory Board members of PJSC ALROSA.**

##### **Results of the vote:**

For – 92,512,781,227 (Ninety-five billion five hundred and twelve million seven hundred and eighty-one thousand two hundred and seventy-seven) cumulative votes.

At vote counting, votes “FOR” were distributed as follows:

No.	Nominee’s full name	Number of cumulative votes
1.	Petr Vyacheslavovich ALEKSEEV	157,584,448
2.	Sergey Vladimirovich BARSUKOV	5,589,436,182

3.	Georgy Karlovich BASHARIN	6,233,279,313
4.	Yegor Afanasyevich BORISOV	6,240,654,094
5.	Alexander Sergeevich GALUSHKA	5,650,119,337
6.	Maria Vladimirovna GORDON	6,016,463,707
7.	Evgenia Vasilievna GRIGORIEVA	6,233,774,393
8.	Andrey Andreevich GURYEV	1,597,926,049
9.	Galina Innokentievna DANCHIKOVA	6,234,316,165
10.	Kirill Alexandrovich DMITRIEV	5,995,956,031
11.	Sergey Sergeevich IVANOV	6,238,639,337
12.	Valentina Iliinichna KONDRATYEVA	157,016,789
13.	Dmitry Vladimirovich KONOV	4,746,638,219
14.	Valentina Ivanovna LEMESHEVA	6,489,219,362
15.	Galina Maratovna MAKAROVA	774,344,431
16.	Sergey Vasilyevich MESTNIKOV	6,233,225,309
17.	Andrey Anatolievich PANOV	157,292,748
18.	Anton Germanovich SILUANOV	6,020,031,826
19.	Oleg Romanovich FEDOROV	6,000,940,284
20.	Evgeny Alexeevich CHEKIN	157,146,716
21.	Alexey Olegovich CHEKUNKOV	5,588,776,537

Against – 2,370,375 (two million three hundred and seventy thousand three hundred and seventy-five) cumulative votes.

Abstain – 219,022,650 (two hundred and nineteen million twenty-two thousand six hundred and fifty) cumulative votes.

**Adopted decision:**

To elect the following members to the Supervisory Board of PJSC ALROSA:

No.	The member's full name
1.	Valentina Ivanovna LEMESHEVA
2.	Yegor Afanasyevich BORISOV
3.	Sergey Sergeevich IVANOV
4.	Galina Innokentievna DANCHIKOVA

5.	Evgenia Vasilievna GRIGORIEVA
6.	Georgy Karlovich BASHARIN
7.	Sergey Vasilyevich MESTNIKOV
8.	Anton Germanovich SILUANOV
9.	Maria Vladimirovna GORDON
10.	Oleg Romanovich FEDOROV
11.	Kirill Alexandrovich DMITRIEV
12.	Alexander Sergeevich GALUSHKA
13.	Sergey Vladimirovich BARSUKOV
14.	Alexey Olegovich CHEKUNKOV
15.	Dmitry Vladimirovich KONOV

#### 8. Election of the Auditing Committee members of PJSC ALROSA.

##### Results of the voting:

No.	Nominee's full name	For	Against	Abstain	Number of votes invalid or not included in the tally on other grounds
1.	Anna Ivanovna VASILYEVA	6,166,924,852 and 34,370/100,000 (99.7190%)	27,005 (0.0004%)	14,789,845 (0.2392%)	2,560,115
2.	Alexander Sergeevich VASILCHENKO	6,166,843,837 and 34,370/100,000 (99.7177%)	27,005 (0.0004%)	14,843,855 (0.2400%)	2,587,120
3.	Dmitry Gennadyevich VLADIMIROV	6,167,032,872 and 34,370/100,000 (99.7208%)	0 (0.0000%)	14,816,850 (0.2396%)	2,452,095
4.	Viktor Nikolayevich PUSHMIN	6,166,978,862 and 34,370/100,000 (99.7199%)	0 (0.0000%)	14,816,850 (0.2396%)	2,506,105

##### Adopted decision:

To elect the following members to the Auditing Committee of PJSC ALROSA:

No.	The member's full name
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1.	Anna Ivanovna VASILYEVA
2.	Alexander Sergeevich VASILCHENKO
3.	Dmitry Gennadyevich VLADIMIROV
4.	Viktor Nikolayevich PUSHMIN

## **9. Approval of auditors of PJSC ALROSA.**

### **Results of the vote:**

For – 6,167,046,192 and 34,370/100,000 (six billion one hundred and sixty-seven million forty-six thousand one hundred and ninety-two and 34,370/100,000) votes (99.7210%).

Against – 1,214,105 (one million two hundred and fourteen thousand one hundred and five) votes (0.0196%).

Abstain – 13,617,130 (thirteen million six hundred and seventeen thousand one hundred and thirty) votes (0.2202%).

### **Adopted decision:**

1. To approve PricewaterhouseCoopers Audit Joint-Stock Company as the statutory auditor of PJSC ALROSA for the mandatory auditing of accounting (financial) statements of PJSC ALROSA, prepared in accordance with the Russian laws and under the Russian Accounting Standards based on the results of 2016-2018.

2. To approve PricewaterhouseCoopers Audit Joint-Stock Company as the statutory auditor of PJSC ALROSA for the mandatory auditing of consolidated financial statements of ALROSA Group, prepared in accordance with the International Financial Reporting Standards based on the results of 2016-2018.

## **10. Amendments to the Charter of PJSC ALROSA.**

### **Results of the voting:**

For – 6,180,090,467 and 34,370/100,000 (six billion one hundred and eighty million ninety thousand four hundred and sixty-seven and 34,370/100,000) votes (99.9319%).

Against – 0 (zero) votes (0.0000%).

Abstain – 1,759,955 (one million seven hundred and fifty-nine thousand nine hundred and fifty-five) votes (0.0285%).

### **Adopted decision:**

To approve amendments to the Charter of PJSC ALROSA (Annex 1).

## **11. Amendments to the Regulations on the General Meeting of Shareholders of PJSC ALROSA.**

### **Results of the vote:**

For – 6,180,203,087 and 34,370/100,000 (six billion one hundred and eighty million two hundred and three thousand eighty-seven and 34,370/100,000) votes (99.9337%).

Against – 54,010 (fifty-four thousand ten) votes (0.0009%).

Abstain – 1,620,330 (one million six hundred and twenty thousand three hundred and thirty) votes (0.0262%).

### **Adopted decision:**

To approve amendments to the Regulations on the General Meeting of Shareholders of PJSC ALROSA (Annex 2).

## **12. Amendments to the Regulations on the Supervisory Board of PJSC ALROSA.**

### **Results of the voting:**

For – 6,180,144,477 and 34,370/100,000 (six billion one hundred and eighty million one hundred and forty-four thousand four hundred and seventy-seven and 34,370/100,000) votes (99.9328%).

Against – 54,010 (fifty-four thousand ten) votes (0.0009 %).

Abstain – 1,678,940 (one million six hundred and seventy-eight thousand nine hundred and forty) votes (0.0271%).

### **Adopted decision:**

To approve amendments to the Regulations on the Supervisory Board of PJSC ALROSA (Annex 3).

## **13. Amendments to the Code of Corporate Governance of PJSC ALROSA.**

### **Results of the voting:**

For – 6,180,122,072 and 34,370/100,000 (six billion one hundred and eighty million one hundred and twenty-two thousand seventy-two and 34,370/100,000) votes (99.9324%).

Against – 54,010 (fifty-four thousand ten) votes (0.0009%).

Abstain – 1,701,345 (one million seven hundred one thousand three hundred and forty-five) votes (0.0275%).

### **Adopted decision:**

To approve the Code of Corporate Governance of PJSC ALROSA (Annex 4).

2.7. Date and number of the minutes of the Issuers' General Meeting of Shareholders: July 05, 2017, No 35.

2.8. Identification characteristics of the shares whose holders are entitled to participate in the general meeting of shareholders of the Issuer: Ordinary uncertified registered shares (state registration number 1-03-40046-N of August 25, 2011, ISIN code: RU0007252813).

### 3. Signature

3.1 Head of Corporate Governance Department –

Corporate Secretary of PJSC ALROSA

Acting on the basis of the Power of Attorney No 180 of December 30, 2016

3.2. Date: July 06, 2017

**A.G. Lekarev**