

**Notice of material facts and insider information  
on resolutions adopted by the Supervisory Board of the Issuer**

| 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>;<br/><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   |   |
| <p>2.1. Quorum for the meeting of the Supervisory Board of the Issuer:<br/>10 (ten) members of 15 (fifteen) elected members of the Supervisory Board of PJSC ALROSA participated in the meeting.</p> <p>The members of the Supervisory Board of PJSC ALROSA Galina Danchikova, Kirill Dmitriev and Alexey Chekunkov presented proxy voting decisions with the respect to the agenda items of the meeting of the Supervisory Board of PJSC ALROSA, which are considered in the event of determination of the quorum and voting results in accordance with the clause 12.4.5 of the Charter of PJSC ALROSA.</p> <p>Quorum for conducting the meeting and adopting resolutions on the agenda items was present.</p> <p>At the suggestion of the President of PJSC ALROSA Sergey Ivanov and in accordance with the clause 9.3 of the Regulation on the Supervisory Board of PJSC ALROSA, the Supervisory Board was suggested to include in the agenda of the meeting an item "On increasing the PJSC ALROSA's stake in Catoca Mining Company (the Republic of Angola)".</p> <p><b>Results of the voting:</b><br/>For – 10: Barsukov S.V., Basharin G.K., Borisov E.G., Gordon M.V., Ivanov S.S., Konov D.V., Lemesheva V.I., Mestnikov S.V., Siluanov A.G., Fedorov O.R.<br/>Against – none.<br/>Abstain – none.<br/>The resolution was adopted unanimously.</p> <p><b>Adopted decision:</b><br/>To include in the agenda of the meeting of the Supervisory Board of PJSC ALROSA the item "On increasing the PJSC ALROSA's stake in Catoca Mining Company (the Republic of Angola)".</p> |   |
| <p>2.2. Results of the voting on the issues of the agenda and content of resolutions adopted by the Supervisory Board of the Issuer:</p> <p><b>1. On preliminary analysis results of reasons and measures to eliminate consequences of the accident at MIR underground mine of Mirny Mining and Processing Division of PJSC ALROSA.</b></p> <p><b>Results of the voting:</b><br/>For – 10: Barsukov S.V., Basharin G.K., Borisov Y.A., Gordon M.V., Ivanov S.S., Konov D.V., Lemesheva V.I., Mestnikov S.V., Siluanov A.G., Fedorov O.R.<br/>Against – none.<br/>Abstain – none.</p> <p>Proxy voting decisions of the members of the Supervisory Board of PJSC ALROSA Danchikova G.I., Dmitriev K.A. and Chekunkov A.O. are not considered in the event of summarization of votes with the respect to the particular</p>   |   |

agenda item due to the wording distinction between the draft resolution of the meeting and the draft resolution of the presented proxy voting decisions.

The resolution was adopted unanimously.

**Adopted decision:**

1. To agree with the decision of the independent directors of the Supervisory Board of PJSC ALROSA of August 24, 2017 and with the decision of the Audit Committee of the Supervisory Board of PJSC ALROSA of September 13, 2017, the Minutes N 52, on conducting an external audit (evaluation) of causes of the accident on August 4, 2017 at MIR underground mine of Mirny Mining and Processing Division of PJSC ALROSA.

2. To recommend the President of PJSC ALROSA to ensure:

2.1. conclusion of the contract for conduction of the external audit (evaluation) of causes of the accident which occurred on August 4, 2017 at MIR underground mine of Mirny Mining Processing Division of PJSC ALROSA by the independent consultant – SRK Consulting Ltd (SRK) in accordance with the clause 13.6.3. of the Procurement policy of PJSC ALROSA, approved by the Supervisory Board of PJSC ALROSA on September 29, 2017 (Minutes N A01/247 – PR – NS), with the subsequent consideration of results of the particular external audit (evaluation) at the meeting of the Supervisory Board of PJSC ALROSA.

2.2. development of Terms of reference for conduction of the external audit (evaluation) of causes of the accident at MIR underground mine of Mirny Mining Processing Division of PJSC ALROSA in accordance with the List of issues prepared with the assistance of subject matter specialists of the Company and determined by the decision of the independent directors of the Supervisory Board of PJSC ALROSA of August 24, 2017, supplemented by an additional issue “Comparison of PJSC ALROSA’s planning and designing processes with the leading world practices”.

2.3. development of the industrial safety system improvement plan of PJSC ALROSA at the conclusion of the comprehensive audit of PJSC ALROSA’s activity by the Federal Environmental, Industrial and Nuclear Supervision Service of Russia and the external audit of the existing industrial safety system arranged by the decision of the Supervisory Board of PJSC ALROSA of May 30, 2017 (Minutes N A01/257 – PR – NS) for up to December 1, 2017.

2.4. development and implementation of the plan of measures to ensure the safety of the operating mines of PJSC ALROSA designed to prevent the development of situations similar to those which occurred at MIR underground mine by December 1, 2017.

2.5. implementation of job-creating measures for the maximum possible amount of production workers of MIR underground mine of Mirny Mining Processing Division of PJSC ALROSA who became unemployed due to the accident occurred on August 4, 2017 and to inform the Supervisory Board of PJSC ALROSA of the implementation results by April 1, 2018.

**2. On proposals to establish limits on social expenditures of PJSC ALROSA.**

**Results of the voting:**

For – 10: Barsukov S.V., Basharin G.K., Borisov Y.A., Gordon M.V., Ivanov S.S., Konov D.V., Lemesheva V.I., Mestnikov S.V., Siluanov A.G., Fedorov O.R..

Against – none.

Abstain – none.

Proxy voting decisions of the members of the Supervisory Board of PJSC ALROSA Danchikova G.I., Dmitriev K.A. and Chekunkov A.O. are not considered in the event of summarization of votes with the respect to the particular agenda item due to the wording distinction between the draft resolution of the meeting and the draft resolution of the presented proxy voting decisions.

The resolution was adopted unanimously.

**Adopted decision:**

1. to take into consideration the progress report on the establishment of limits on social expenditures when preparing the Consolidated budget of ALROSA Group for 2018 in accordance with the Annex N 2-1 to the Minutes.

2. to recommend the Executive Committee of PJSC ALROSA, when preparing the Consolidated report of ALROSA Group for 2018, to set expenses not exceeding 7 770 million rubles on maintenance of social infrastructure objects and housing and public utilities, on programs of regional development and reformation, as well as on federal charity and sponsorship projects.

3. to recommend the Executive Committee of PJSC ALROSA, along with the interested members of the Supervisory Board of PJSC ALROSA, federal executive authorities, the Government of the Republic of Sakha (Yakutia) and the municipal units of the Republic of Sakha (Yakutia) to develop social expenditures performance improvement program of PJSC ALROSA by May 17, 2018.

### **3. On amending the Regulation on Charity Work and Sponsorship of PJSC ALROSA.**

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

For – 13: Barsukov S.V., Basharin G.K., Borisov E.A., Gordon M.V., Danchikova G.I., Dmitriev K.A., Ivanov S.S., Konov D.V., Lemesheva V.I., Mestnikov S.V., Siluanov A.G., Fedorov O.R., Chekunkov A.O.

Against – none.

Abstain – none.

The resolution was adopted unanimously.

#### **Adopted decision:**

To introduce amendments to the Regulation on Charity Work and Sponsorship of PJSC ALROSA, approved on April 19, 2017 by the decision of the Supervisory Board of PJSC ALROSA (Minutes N A01/256-PR – NS of April 24, 2017) in accordance with the Annex N 3-1 to the Minutes.

### **4. On termination of powers of individual members of the Executive Committee of PJSC ALROSA.**

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

For – 13: Barsukov S.V., Basharin G.K., Borisov E.A., Gordon M.V., Danchikova G.I., Dmitriev K.A., Ivanov S.S., Konov D.V., Lemesheva V.I., Mestnikov S.V., Siluanov A.G., Fedorov O.R., Chekunkov A.O.

Against – none.

Abstain – none.

The resolution was adopted unanimously.

#### **Adopted decision:**

To terminate the powers of the following members of the Executive Committee of PJSC ALROSA:

- Ivan Demyanov;
- Igor Kulichik;
- Alexander Makhrachev;
- Ravil Sanatulov;
- Alexander Chaadaev.

### **5. On numerical composition of the Executive Committee of PJSC ALROSA.**

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

For – 13: Barsukov S.V., Basharin G.K., Borisov E.A., Gordon M.V., Danchikova G.I., Dmitriev K.A., Ivanov S.S., Konov D.V., Lemesheva V.I., Mestnikov S.V., Siluanov A.G., Fedorov O.R., Chekunkov A.O.

Against – none.

Abstain – none.

The resolution was adopted unanimously.

#### **Adopted decision:**

To determine the numerical composition of the Executive Committee: 9 members of the Executive Committee of PJSC ALROSA.

### **6. On election of Sergey Vladimirovich Barsukov as a member of the Executive Committee of PJSC ALROSA.**

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

For – 13: Barsukov S.V., Basharin G.K., Borisov E.A., Gordon M.V., Danchikova G.I., Dmitriev K.A., Ivanov S.S., Konov D.V., Lemesheva V.I., Mestnikov S.V., Siluanov A.G., Fedorov O.R., Chekunkov A.O.

Against – none.

Abstain – none.

The resolution was adopted unanimously.

#### **Adopted decision:**

To elect Sergey Vladimirovich Barsukov as a member of the Executive Committee of PJSC ALROSA.

**7. On election of Evgeny Yurievich Agureev as a member of the Executive Committee of PJSC ALROSA.**

**Results of the voting:**

For – 13: Barsukov S.V., Basharin G.K., Borisov E.A., Gordon M.V., Danchikova G.I., Dmitriev K.A., Ivanov S.S., Konov D.V., Lemesheva V.I., Mestnikov S.V., Siluanov A.G., Fedorov O.R., Chekunkov A.O.

Against – none.

Abstain – none.

The resolution was adopted unanimously.

**Adopted decision:**

To elect Evgeny Yurievich Agureev as a member of the Executive Committee of PJSC ALROSA.

**8. On election of Alexey Nikolayevich Filippovsky as a member of the Executive Committee of PJSC ALROSA.**

**Results of the voting:**

For – 13: Barsukov S.V., Basharin G.K., Borisov E.A., Gordon M.V., Danchikova G.I., Dmitriev K.A., Ivanov S.S., Konov D.V., Lemesheva V.I., Mestnikov S.V., Siluanov A.G., Fedorov O.R., Chekunkov A.O.

Against – none.

Abstain – none.

The resolution was adopted unanimously.

**Adopted decision:**

To elect Alexey Nikolayevich Filippovsky as a member of the Executive Committee of PJSC ALROSA.

**9. On the deed of gift of the natural rough diamond (Ivan Turgenev) in the favor of Gokhran of Russia.**

**Results of the voting:**

For – 13: Barsukov S.V., Basharin G.K., Borisov E.A., Gordon M.V., Danchikova G.I., Dmitriev K.A., Ivanov S.S., Konov D.V., Lemesheva V.I., Mestnikov S.V., Siluanov A.G., Fedorov O.R., Chekunkov A.O.

Against – none.

Abstain – none.

The resolution was adopted unanimously.

**Adopted decision:**

To agree with the conclusion of the deed of gift of the natural rough diamond (Ivan Turgenev), which is classified as unique, on the following terms:

- Parties to the transaction:

Donator: PJSC ALROSA;

Donee: Gokhran of Russia.

- Subject of the transaction: gratuitous transfer of the following asset to Gokhran of Russia for credit to the State Fund of Precious Metals and Precious Stones of the Russian Federation:

| Title of movable asset  | Carat weight | Classification characteristics |
|---|--------------|--------------------------------|
| Natural rough diamond (Ivan Turgenev) which is classified as unique | 102.75       | SPEC ST – 4C<br>102 CT         |

- Price (accounting value which is determined in accordance with the Procedure for the determination of ceiling price of diamonds with a mass of 10.80 carats and more, approved by the order of Ministry of Finance of the Russian Federation of January 22, 2016 N 14n) of the transferred natural rough diamond (Ivan Turgenev) classified as unique, according to the deed of gift: USD 2 248 253.29.

**10. On Work plan of the Supervisory Board of PJSC ALROSA for 2017-2018 corporate year.**

**Results of the voting:**

For – 13: Barsukov S.V., Basharin G.K., Borisov E.A., Gordon M.V., Danchikova G.I., Dmitriev K.A., Ivanov S.S., Konov D.V., Lemesheva V.I., Mestnikov S.V., Siluanov A.G., Fedorov O.R., Chekunkov A.O.

Against – none.

Abstain – none.

The resolution was adopted unanimously.

**Adopted decision:**

To approve Work plan of the Supervisory Board of PJSC ALROSA for 2017-2018 corporate year in accordance with the Annex N 10-1 to the Minutes.

**11. On increasing the PJSC ALROSA's stake in Catoca Mining Company (the Republic of Angola).**

**Results of the voting:**

For – 13: Barsukov S.V., Basharin G.K., Borisov E.A., Gordon M.V., Danchikova G.I., Dmitriev K.A., Ivanov S.S., Konov D.V., Lemesheva V.I., Mestnikov S.V., Siluanov A.G., Fedorov O.R., Chekunkov A.O.

Against – none.

Abstain – none.

The resolution was adopted unanimously.

**Adopted decision:**

1. To determine (approve) the acquisition price of 8.2% stake of the equity capital of Catoca Mining Company (the Republic of Angola) (hereinafter – Catoca) in the amount equivalent to USD 70 000 000.

2. To increase PJSC ALROSA's stake in the equity capital of Catoca up to 41% by acquiring the 8.2% stake of the equity capital of Catoca at the price approved by the Supervisory Board which is determined in accordance with the evaluation report prepared by an assessment officer, but not higher than the market value.

2.3. Date of conduction of the meeting of the Supervisory Board of the Issuer at which the relevant resolutions were adopted: **September 23, 2017.**

2.4. Date and number of the minutes of the meeting of the Supervisory Board of the Issuer at which the relevant decisions were adopted: **September 27, 2017, Minutes N A01/262 – PR-NS.**

2.5. Identifying features of securities are stated in case the agenda of the meeting of the Supervisory Board of the Issuer includes items concerning the exercise of rights under the certain securities of the Issuer: ordinary uncertified registered shares, state registration number of the issue: 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

**A.G. Lekarev**

**3.2. Date: September 28, 2017**