

**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	Public Joint Stock Company ALROSA
1.2. Short company name of the issuer	PJSC ALROSA
1.3. Location of the issuer	6, Lenina St., Mirny, Republic of Sakha (Yakutia), Russian Federation
1.4. OGRN (Main State Registration Number) of the issuer	1021400967092
1.5. INN (Taxpayer Identification Number) of the issuer	1433000147
1.6. Issuer's unique code assigned by the registration authority	40046-N
1.7. Internet website used by the issuer for information disclosure	http://www.alrosa.ru/; http://www.e-disclosure.ru/portal/company.aspx?id=199
2. Content of the Notice	
<p>2.1. Quorum for the meeting of the Supervisory Board of the Issuer: 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 Maria Vladimirovna Gordon, Kirill Alexandrovich Dmitriev and Alexey Olegovich Chekunkov presented proxy voting decisions with respect to the agenda items of the meeting of the Supervisory Board of PJSC ALROSA, which are considered in the event of determining the quorum and voting results.</p> <p>Quorum for conducting the meeting and adopting resolutions on the agenda items was present.</p> <p>1. Approval of the Annual Report of PJSC ALROSA for 2017.</p> <p>Results of the voting: For – 13: Barsukov S.V., Basharin G.K., Borisov Ye.A., Gordon M.V., Grigorieva E.V., 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.</p> <p>Adopted decision: To preliminarily approve the Annual Report of PJSC ALROSA for 2017 in accordance with the Annex 1-1 to the minutes and propose it to the approval at the annual General Meeting of Shareholders of PJSC ALROSA.</p> <p>2. Annual accounting (financial) statements of PJSC ALROSA for 2017.</p> <p>Results of the voting: For – 13: Barsukov S.V., Basharin G.K., Borisov Ye.A., Gordon M.V., Grigorieva E.V., 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.</p> <p>Adopted decision: Having considered the submitted materials, including the conclusion of the independent auditor according to which the annual accounting statements reliably reflect the financial position of PJSC ALROSA in all material respects as of December 31, 2017, results of the Company's financial and economic activity and cash flow for 2017 in accordance with the accounting principles established in the Russian Federation, the issue "Approval of the annual accounting (financial) statements for 2017" shall be brought to the consideration of the Annual General Meeting of Shareholders and shall be recommended for the approval of the Annual General Meeting of Shareholders of PJSC ALROSA.</p>	

3. Recommendations to the Annual General Meeting of Shareholders of PJSC ALROSA on the profit distribution according to the results of 2017, as well as on the undistributed profit of prior years, including size of dividends upon shares of PJSC ALROSA and procedure of their payment.

Results of the voting:

For – 13: Barsukov S.V., Basharin G.K., Borisov Ye.A., Gordon M.V., Grigorieva E.V., 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 recommend to the Annual General Meeting of Shareholders of PJSC ALROSA the following:

1) To allocate net profit of PJSC ALROSA for 2017 as follows:

distributable net profit, total:	RUB 16,854,208,000.00
for paying remuneration to the members of the Supervisory Board of PJSC ALROSA:	RUB 43,350,000.00
for paying dividends:	RUB 16,810,858,000.00
profit left available to PJSC ALROSA:	RUB 0

2) To allocate for the payment of dividends upon the results of 2017 a part of the undistributed profit of prior years as of January 1, 2018:

undistributed profit of prior years as of January 1, 2018	RUB 257,774,591,000.00
for paying dividends:	RUB 21,781,561,901.20

3) Total payable amount of dividends:

According to the results of 2017:	RUB 38,592,419,901.20
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4) To pass a resolution on (declare) the dividend payment based on the results of 2017 in the amount of five (5) rubles twenty-four (24) kopecks per one placed ordinary registered share of PJSC ALROSA with the face value of fifty (50) kopecks.

5) To fix the following dividend payment procedure based on the results of 2017:

- 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; while the payment of dividends in cash to individuals whose rights to shares are accounted in the shareholder register, is effected by transferring funds to their bank accounts, the details of which are available to the registrar of the company or by a postal transfer of funds in case of absence of information about bank accounts, and to other individuals whose rights to shares are accounted in the register of the joint stock company via transfer of funds to their bank accounts;

- the amount of accrued dividend calculated on the basis of the amount of 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 and other details, 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.

6) To determine the next date as of which the persons entitled to dividends shall be determined: **July 14, 2018.**

2. To instruct the Chief Executive Officer – Chairman of the Executive Committee of PJSC ALROSA S.S. Ivanov to submit for the approval of the Supervisory Board of PJSC ALROSA the proposals for amending the Regulations on Dividend Policy of PJSC ALROSA including conditions and procedure for payment of interim dividends.

4. Recommendations to the Annual General Meeting of Shareholders of PJSC ALROSA on payment of remuneration for work in the Supervisory Board of PJSC ALROSA to the members of the Supervisory Board of PJSC ALROSA – non-public servants, in the amount established by internal regulations of PJSC ALROSA.

Results of the voting:

For – 13: Barsukov S.V., Basharin G.K., Borisov Ye.A., Gordon M.V., Grigorieva E.V., 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 submit for consideration of the Annual General Meeting of Shareholders of PJSC ALROSA an issue “Payment of remuneration for work in the Supervisory Board of PJSC ALROSA to the members of the Supervisory Board of PJSC ALROSA – non-public servants, in the amount established by internal regulations of PJSC ALROSA” and to recommend to the Annual General Meeting of Shareholders of PJSC ALROSA the following:

To pay remuneration for work in the Supervisory Board of PJSC ALROSA to the members of the Supervisory Board – non-public servants for 2017-2018 corporate period (year) in the amount and in order established in accordance with the Regulations on Remuneration to Members of the Supervisory Board of PJSC ALROSA.

5. Recommendations to the Annual General Meeting of Shareholders of PJSC ALROSA on payment of remuneration for work in the Auditing Committee of PJSC ALROSA to the members of the Auditing Committee – non-public servants, in the amount established by internal regulations of PJSC ALROSA.

Results of the voting:

For – 13: Barsukov S.V., Basharin G.K., Borisov Ye.A., Gordon M.V., Grigorieva E.V., 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 recommend to the Annual General Meeting of Shareholders the following:

Not to pay remuneration for work in the Auditing Committee of PJSC ALROSA to the members of the Auditing Committee – non-public servants for 2017-2018 corporate period (year) in accordance with the Regulations on Remuneration and Compensations to Members of the Auditing Committee of PJSC ALROSA.

6. Inclusion of items on the agenda of the Annual General Meeting of Shareholders of PJSC ALROSA.

Results of the voting:

For – 13: Barsukov S.V., Basharin G.K., Borisov Ye.A., Gordon M.V., Grigorieva E.V., 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 include the following items on the agenda of the Annual General Meeting of Shareholders of PJSC ALROSA:

- Amendments to the Articles of Association of PJSC ALROSA;
- Amendments to the Regulations on the Supervisory Board of PJSC ALROSA;
- Amendments to the Regulations on the Executive Committee of PJSC ALROSA;
- Amendments to the Regulations on the Auditing Committee of PJSC ALROSA;
- Amendments to the Regulations on Remuneration to Members of the Supervisory Board of PJSC ALROSA.

7. Proposals to the Annual General Meeting of Shareholders of PJSC ALROSA.

Results of the voting:

For – 13: Barsukov S.V., Basharin G.K., Borisov Ye.A., Gordon M.V., Grigorieva E.V., 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:

The Supervisory Board of PJSC ALROSA proposes the Annual General Meeting of Shareholders of PJSC ALROSA adopting the following resolutions:

- Amendments to the Articles of Association of PJSC ALROSA in accordance with the **Annex 7-1** to the minutes;
- Amendments to the Regulations on the Supervisory Board of PJSC ALROSA in accordance with the **Annex 7-2** to the minutes;
- Amendments to the Regulations on the Executive Committee of PJSC ALROSA in accordance with the **Annex 7-3** to the minutes;
- Amendments to the Regulations on the Auditing Committee of PJSC ALROSA in accordance with the **Annex 7-4** to the minutes;
- Amendments to the Regulations on Remuneration to Members of the Supervisory Board of PJSC ALROSA in accordance with the **Annex 7-5** to the minutes.

8. Approval of the agenda of the Annual General Meeting of Shareholders of PJSC ALROSA.

Results of the voting:

For – 13: Barsukov S.V., Basharin G.K., Borisov Ye.A., Gordon M.V., Grigorieva E.V., 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 the following agenda of the Annual General Meeting of Shareholders of PJSC ALROSA:

1. Approval of the Annual Report of PJSC ALROSA.
2. Approval of the annual accounting (financial) statements of PJSC ALROSA.
3. Approval of the profit distribution of PJSC ALROSA according to the results of 2017.
4. Approval of the undistributed profit distribution of prior years.
5. Size, terms and form of dividends payment in accordance with the results of 2017, and setting the date as of which the persons entitled to dividends shall be determined.
6. Payment of remuneration for work in the Supervisory Board of PJSC ALROSA to its members – non-public servants, in the amount established by internal regulations of PJSC ALROSA.
7. Payment of remuneration for work in the Auditing Committee of PJSC ALROSA to its members – non-public servants, in the amount established by internal regulations of PJSC ALROSA.
8. Election of the Supervisory Board members of PJSC ALROSA.
9. Election of the Auditing Committee members of PJSC ALROSA.
10. Approval of auditors of PJSC ALROSA.
11. Amendments to the Articles of Association of PJSC ALROSA.
12. Amendments to the Regulations on the Supervisory Board of PJSC ALROSA.
13. Amendments to the Regulations on the Executive Committee of PJSC ALROSA.
14. Amendments to the Regulations on the Auditing Committee of PJSC ALROSA.
15. Amendments to the Regulations on Remuneration to Members of the Supervisory Board of PJSC ALROSA.

9. Convening of the Annual General Meeting of Shareholders of PJSC ALROSA.

Results of the voting:

For – 13: Barsukov S.V., Basharin G.K., Borisov Ye.A., Gordon M.V., Grigorieva E.V., 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 convene the Annual General Meeting of Shareholders of PJSC ALROSA.
2. To hold the Annual General Meeting of Shareholders of PJSC ALROSA in the form of a meeting (joint presence of shareholders for the discussion of agenda items and adoption of resolutions on the issues put to vote) on June 26, 2018 at the address: 6, Lenina St., Mirny, Republic of Sakha (Yakutia).
3. To determine that the registration of the participants of the Annual General Meeting of Shareholders of PJSC ALROSA will open at 10:00 am on June 26, 2018 at the address: 6, Lenina St., Mirny, Republic of Sakha (Yakutia).
4. Start of the Annual General Meeting of Shareholders of PJSC ALROSA: 12:00 pm on June 26, 2018.
5. To determine that the list of persons entitled to participate in the Annual General Meeting of Shareholders of PJSC ALROSA shall be compiled in accordance with the data from the register of shareholders of PJSC ALROSA as of June 1, 2018.
6. To determine the following list of information (materials) provided to shareholders in preparation for the Annual General Meeting of Shareholders of PJSC ALROSA:
 - the Annual Report of PJSC ALROSA for 2017;
 - the annual accounting statements of PJSC ALROSA for 2017, including the auditor's report;
 - conclusion of the Auditing Committee of PJSC ALROSA regarding the results of the annual audit of the financial and economic activity of PJSC ALROSA;
 - assessment of the auditor's report prepared by the Audit Committee under the Supervisory Board of PJSC ALROSA;
 - recommendations of the Supervisory Board of PJSC ALROSA on profit distribution, as well as on size of dividends on shares of PJSC ALROSA and the procedure for their payment, and losses based on the results of the financial year;
 - recommendations of the Supervisory Board of PJSC ALROSA on prior years profit distribution, as well as on size of dividends on shares of PJSC ALROSA and the procedure for their payment and losses based on the results of prior years;
 - Information on candidates to the Supervisory Board and the Auditing Committee of PJSC ALROSA;
 - Information on proposed auditors of PJSC ALROSA;
 - Information on presence or absence of written consent of nominated candidates for election to the Supervisory Board and the Auditing Committee of PJSC ALROSA;
 - Draft resolutions regarding the agenda items of the Annual General Meeting of Shareholders of PJSC ALROSA;
 - Draft amendments to the Articles of Associations of PJSC ALROSA;
 - Draft amendments to the Regulations on the Supervisory Board of PJSC ALROSA;
 - Draft amendments to the Regulations on the Executive Committee of PJSC ALROSA;
 - Draft amendments to the Regulations on the Auditing Committee of PJSC ALROSA;
 - Draft amendments to the Regulations on Remuneration to Members of the Supervisory Board of PJSC ALROSA;
 - Report on implementation of the Long-term development program in 2017;
 - Recommendations of the Supervisory Board of PJSC ALROSA regarding the agenda items of the Annual General Meeting of Shareholders.

Shareholders are able to study materials provided in preparation for holding the Annual General Meeting of Shareholders from June 6, 2018 to June 25, 2018 during weekdays from 9:00 am to 5:00 pm, at the following address: PJSC ALROSA, 6, Lenina St., Mirny, Republic of Sakha (Yakutia), and on June 26, 2018 (on the day of the meeting), at the venue of the Annual General Meeting of Shareholders.

7. To determine the form and the text of the notice of holding the Annual General Meeting of Shareholders of PJSC ALROSA in accordance with the **Annex 9-1** to the minutes.

8. To publish the Notice of holding the Annual General Meeting of Shareholders of PJSC ALROSA in the newspapers “Mirninsky rabochiy”, “Lensky vestnik”, “Yakutia”, “Saha sire”, “Rossiyskaya gazeta” and on the website of PJSC ALROSA (www.alrosa.ru) on the information and telecommunication Internet network.

9. To approve the form and the text of the voting ballots of Annual General Meeting of Shareholders in accordance with the **Annex 9-2 – 9-5** to the minutes.

10. To determine that completed voting ballots may be sent to the following mailing addresses: PJSC ALROSA, 6, Lenina St., Mirny, Republic of Sakha (Yakutia) 678175; JSC VTB Registrator, P.O. Box 54, Moscow 127137.

11. To determine that votes presented by voting ballots obtained at the address specified in the paragraph 10 of the resolution, no later than two days before the date of the Annual General Meeting of Shareholders of PJSC ALROSA are considered in the event of determination of the quorum and summarization of voting results.

12. To elect the Corporate Secretary of PJSC ALROSA A.G. Lekarev as a secretary of the Annual General Meeting of Shareholders of PJSC ALROSA.

13. To approve the following scheduled plan for holding the Annual General Meeting of Shareholders:

No	Arrangement	Time limit (no later than)	Responsible individual
1	2	3	4
1.	Preparation, signing, certification by the seal of the Company and sending to the Registrar of PJSC ALROSA an order to provide a list of persons entitled to participate in the Annual General Meeting of Shareholders of the Company.	April 30, 2018	A.G. Lekarev
2.	Obtaining from the Registrar of the list of persons entitled to participate in the Annual General Meeting of Shareholders of the Company.	June 2, 2018	A.G. Lekarev
3.	Publication of the Notice of the Annual General Meeting of Shareholders of the Company in the newspapers “Mirninsky rabochiy”, “Lensky vestnik”, “Yakutia”, “Saha sire”, “Rossiyskaya gazeta” and on the website of PJSC ALROSA (www.alrosa.ru) on the information and telecommunication Internet network.	May 25, 2018	D.M. Suleymanova
4.	Edition of the Annual Report of PJSC ALROSA for 2017.	June 4, 2018	A.N. Philippovskiy D.M. Suleymanova
5.	Dispatch of voting ballots at the Annual General Meeting of Shareholders of the	June 5, 2018	A.G. Lekarev Registrar

	Company to shareholders of the Company.		
6.	Preparation to provide shareholders with materials of the Annual General Meeting of Shareholders.	June 5, 2018	A.G. Lekarev
7.	Providing shareholders with the opportunity to study the materials of the Annual General Meeting of Shareholders of the Company at the Company's office in Mirny at the address: 6, Lenina St.	June 6, 2018 – June 26, 2018	A.G. Lekarev
8.	Preparation of technical documentation and a hall equipped with technical means for holding the Annual General Meeting of Shareholders, as well as preparation of rooms for the ballot committee.	June 26, 2018	Registrar A.G. Lekarev
9.	Holding the Annual General Meeting of Shareholders of the Company.	June 26, 2018	A.G. Lekarev
10.	Formalization of the minutes on the results of voting at the Annual General Meeting of Shareholders of the Company.	June 26, 2018	Registrar
11.	Formalization of the minutes of the Annual General Meeting of Shareholders of the Company.	June 29, 2018	A.G. Lekarev
12.	Publication of a report on the voting results in the newspapers "Mirninsky rabochiy", "Lensky vestnik", "Yakutia", "Saha sire", "Rossiyskaya gazeta".	July 2, 2018	D.M. Suleymanova

10. Report on the implementation of the annual key indicators of business efficiency of ALROSA Group for 2017.

Results of the voting:

For – 13: Barsukov S.V., Basharin G.K., Borisov Ye.A., Gordon M.V., Grigorieva E.V., 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 consider the Report on the implementation of the annual key indicators of business efficiency of ALROSA Group for 2017:

1. To approve the Report on the implementation of the annual key indicators of business efficiency of ALROSA Group for 2017 in accordance with the **Annex 10-1** to the minutes.

2. To determine the following score of the individual assessment of work performance of the President of PJSC ALROSA (before March 13, 2017) A.V. Zharkov for 2017 – 4.

3. To determine the following score of the individual assessment of work performance of the Chief Executive Officer – Chairman of the Executive Committee of PJSC ALROSA (since March 14, 2017) S.S. Ivanov for 2017 –

4.

4. To determine the following score of the general evaluation of work of the Executive Committee of PJSC ALROSA for 2017 – 4.

11. Integration of PJSC ALROSA and Kristall Production Corporation OAO.

Separate voting of the Supervisory Board of PJSC ALROSA is conducted regarding the individual items of the draft resolution in accordance with the paragraph 3 of the article 9.8 of the Regulations on the Supervisory Board of PJSC ALROSA.

The issue put to vote:

1.1.

1. To take into consideration the report on integration of PJSC ALROSA and Kristall Production Corporation OAO, as well as the general conclusions of KPMG's report.

3. To instruct the Chief Executive Officer – Chairman of the Executive Committee of PJSC ALROSA S.S. Ivanov to prepare proposals for terms of reference for the valuation of shares of Kristall Production Corporation OAO with inclusion of general requirements to conduction of shares evaluation of Kristall Production Corporation OAO and to send them to the Federal Property Management Agency and the Ministry of Finance of Russian Federation.

4. To instruct the Chief Executive Officer – Chairman of the Executive Committee of PJSC ALROSA S.S. Ivanov to submit for consideration of the Supervisory Board of PJSC ALROSA the Development Strategy of the branch DIAMONDS ALROSA taking into account the resolutions adopted by this time concerning Kristall Production Corporation OAO no later than December 2018.

Results of the voting:

For – 13: Barsukov S.V., Basharin G.K., Borisov Ye.A., Gordon M.V., Grigorieva E.V., 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.

1.2.

2. To recognize as expedient the acquisition by PJSC ALROSA of 100% of the federal-owned shares of Kristall Production Corporation OAO in accordance with the instruction of the Government of the Russian Federation of March 26, 2018 N ISH-P13-1648.

Results of the voting:

For – 11: Barsukov S.V., Basharin G.K., Borisov Ye.A., Grigorieva E.V., Dmitriev K.A., Ivanov S.S., Konov D.V., Lemesheva V.I., Mestnikov S.V., Siluanov A.G., Chekunkov A.O.

Against – 2: Gordon M.V., Fedorov O.R.

Abstain – none.

The resolution was adopted by a majority vote.

Adopted decision:

1. To take into consideration the report on integration of PJSC ALROSA and Kristall Production Corporation OAO, as well as the general conclusions of KPMG's report.

2. To recognize as expedient the acquisition by PJSC ALROSA of 100% of the federal-owned shares of Kristall Production Corporation OAO in accordance with the instruction of the Government of the Russian Federation of March 26, 2018 N ISH-P13-1648.

3. To instruct the Chief Executive Officer – Chairman of the Executive Committee of PJSC ALROSA S.S. Ivanov to prepare proposals for terms of reference for the valuation of shares of Kristall Production Corporation OAO with inclusion of general requirements to conduction of shares evaluation of Kristall Production Corporation OAO and to send them to the Federal Property Management Agency and the Ministry of Finance of the Russian Federation.

4. To instruct the Chief Executive Officer – Chairman of the Executive Committee of PJSC ALROSA S.S. Ivanov to submit for consideration of the Supervisory Board of PJSC ALROSA the Development Strategy of the branch DIAMONDS ALROSA taking into account the resolutions adopted by this time concerning Kristall Production Corporation OAO no later than December 2018.

12. Approval of related party transaction.

Results of the voting:

For – 13: Barsukov S.V., Basharin G.K., Borisov Ye.A., Gordon M.V., Grigorieva E.V., 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 the related party transaction – acquisition of investment units of the closed-end mutual investment fund Kimberlit by PJSC ALROSA on terms and conditions in accordance with the **Annex 12-1** to the minutes (commercial secret).

13. Amendments to the Regulations on long-term bonus program for executives of PJSC ALROSA and Rules of trust management of the closed-end mutual investment fund Kimberlit.

Results of the voting:

For – 13: Barsukov S.V., Basharin G.K., Borisov Ye.A., Gordon M.V., Grigorieva E.V., 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 approve:

1.1. amendments to the Regulations on long-term bonus program for executives of PJSC ALROSA approved by the decision of the Supervisory Board of PJSC ALROSA of December 14, 2017 (minutes N A01/266-PR-NS), in accordance with the **Annex 13-1** to the minutes (commercial secret);

1.2. amendments to the Rules of trust management of the closed-end mutual investment fund Kimberlit, approved by the decision of the Supervisory Board of PJSC ALROSA of December 14, 2017 (minutes N A01/266-PR-NS), in accordance with the **Annex 13-2** to the minutes.

14. Amendments to the Non-core Assets Disposal Program of PJSC ALROSA.

Results of the voting:

For – 13: Barsukov S.V., Basharin G.K., Borisov Ye.A., Gordon M.V., Grigorieva E.V., 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 amend the Non-core Assets Disposal Program of PJSC ALROSA approved by the decision of the Supervisory Board of PJSC ALROSA of December 14, 2017 (minutes N A01/266-PR-NS) by approving the Annex 1 to the Non-core Assets Disposal Program of PJSC ALROSA – the List of non-core assets in the new edition according to the **Annex 14-1** to the minutes.

15. Work plan and results of interaction between management of PJSC ALROSA and investors.

Results of the voting:

For – 13: Barsukov S.V., Basharin G.K., Borisov Ye.A., Gordon M.V., Grigorieva E.V., 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 take into account the work plan and results of interaction between management of PJSC ALROSA and investors.

16. Results of procurement activity of PJSC ALROSA for 2017.

Results of the voting:

For – 13: Barsukov S.V., Basharin G.K., Borisov Ye.A., Gordon M.V., Grigorieva E.V., 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 take into account the Report on the results of procurement activity of PJSC ALROSA for 2017 in accordance with the **Annex 16-1** to the minutes.

17. Report on the work of the Internal Audit department of PJSC ALROSA for 2017.

Results of the voting:

For – 13: Barsukov S.V., Basharin G.K., Borisov Ye.A., Gordon M.V., Grigorieva E.V., 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 take into account the report on the work of the Internal Audit department for 2017 in accordance with the **Annex 17-1** to the minutes.

18. Approval of the Report on the implementation of the Program of Innovation Development and Technological Upgrade of PJSC ALROSA for 2017.

Results of the voting:

For – 13: Barsukov S.V., Basharin G.K., Borisov Ye.A., Gordon M.V., Grigorieva E.V., 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 approve the report on the implementation of the Program of Innovation Development and Technological Upgrade of PJSC ALROSA for 2017 in accordance with the **Annex 18-1** to the minutes;

2. To instruct the Chief Executive Officer – Chairman of the Executive Committee of PJSC ALROSA by May 1, 2018, to provide in due course the Ministry of Economic Development of the Russian Federation, the Ministry of Education and Science of the Russian Federation, the Ministry of Finance of the Russian Federation with the report on the implementation of the Program of Innovation Development and Technological Upgrade of PJSC ALROSA for 2017.

19. Report on the status of implementation of the Program for increasing operational efficiency and reducing costs of PJSC ALROSA for 2017-2019 and proposals for adjusting the Program for increasing operational efficiency and reducing costs of PJSC ALRPOSA.

Results of the voting:

For – 13: Barsukov S.V., Basharin G.K., Borisov Ye.A., Gordon M.V., Grigorieva E.V., 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 approve the report on the status of implementation of the Program for increasing operational efficiency and reducing costs of PJSC ALROSA for 2017-2019 in 2017 in accordance with the **Annex 19-1** to the minutes.
2. To approve the adjusted Program for increasing operational efficiency and reducing costs of PJSC ALROSA for 2017-2019. To determine the target task of reducing operational costs due to the implementation of activities envisaged in 2018 by at least 2.7 billion rubles in relation to 2017 in accordance with the **Annex 19-2** to the current minutes.
3. To approve the Regulations on increasing investment and operational efficiency and reducing costs of PJSC ALROSA in accordance with the **Annex 19-3** to the current minutes.

20. Consideration of the Report on the status of implementation of the Non-core assets disposal program of PJSC ALROSA in the fourth quarter of 2017.

Results of the voting:

For – 13: Barsukov S.V., Basharin G.K., Borisov Ye.A., Gordon M.V., Grigorieva E.V., 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 take into account the Report on the status of implementation of the Non-core assets disposal program of PJSC ALROSA in the fourth quarter of 2017.

21. Report on the status of implementation of the Non-core assets disposal program of PJSC ALROSA in the first quarter of 2018.

Results of the voting:

For – 13: Barsukov S.V., Basharin G.K., Borisov Ye.A., Gordon M.V., Grigorieva E.V., 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 take into account the Report on the status of implementation of the Non-core assets disposal program of PJSC ALROSA in the first quarter of 2018.

2.2. Date of the meeting of the Supervisory Board of the Issuer at which the relevant resolutions were adopted: **April 28, 2018.**

2.3. Date and number of the minutes of the meeting of the Supervisory Board of the Issuer at which the relevant decisions were adopted: **May 3, 2018, Minutes N A01/271 – PR-NS.**

2.4. Should the agenda of the meeting of the Supervisory Board of the Issuer contain the items concerning the exercising of the rights to particular securities of the Issuer, identifying features of such securities are indicated: ordinary uncertificated registered shares, state registration number of the securities issue: 1-03-40046-N, date of the state registration: 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: May 4, 2018