

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	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	
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 26, 2018 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:	
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.	
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:	
1. Approval of the Annual Report of PJSC ALROSA.	

Results of the voting:

For – 5,867,642,705 and 17,185/50,000 (five billion eight hundred and sixty-seven million six hundred and forty-two thousand seven hundred and five and 17,185/50,000) votes.

Against – 3,085,317 (three million eighty-five thousand three hundred and seventeen) votes.

Abstain – 15,142,410 (fifteen million one hundred and forty-two thousand four hundred and ten) votes.

Adopted decision:

To approve the Annual Report of PJSC ALROSA for 2017.

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

For – 5,867,608,595 and 17,185/50,000 (five billion eight hundred and sixty-seven million six hundred and eight thousand five hundred and ninety-five and 17,185/50,000) votes.

Against – 3,139,327 (three million one hundred and thirty-nine thousand three hundred and twenty-seven) votes.

Abstain – 15,167,915 (fifteen million one hundred and sixty-seven thousand nine hundred and fifteen) votes.

Adopted decision:

To approve the annual accounting statements including the report on financial results of PJSC ALROSA for 2017.

3. Approval of the profit distribution of PJSC ALROSA according to the results of 2017.**Results of the voting:**

For – 5,871,792,102 and 17,185/50,000 (five billion eight hundred and seventy-one million seven hundred and ninety-two thousand one hundred and two and 17,185/50,000) votes.

Against – 135,125 (one hundred and thirty-five thousand one hundred and twenty-five) votes.

Abstain – 15,165,715 (fifteen million one hundred and sixty-five thousand seven hundred and fifteen) votes.

Adopted decision:

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

distributable net profit, total:	RUB 16,854,208,000
for paying remuneration to the members of the Supervisory Board of PJSC ALROSA:	RUB 43,350,000
for paying dividends:	RUB 16,810,858,000
profit left available to PJSC ALROSA:	RUB 0

4. Approval of the undistributed profit distribution of prior years.**Results of the voting:**

For – 5,871,792,302 and 17,185/50,000 (five billion eight hundred and seventy-one million seven hundred and ninety-two thousand three hundred and two and 17,185/50,000) votes.

Against – 81,215 (eighty-one thousand two hundred and fifteen) votes.

Abstain – 15,165,415 (fifteen million one hundred and sixty-five thousand four hundred and fifteen) votes.

Adopted decision:

To allocate for the payment of dividends upon the results of 2017 a part of the undistributed profit of prior years of January 1, 2018 in the amount of RUB 21,781,561,901.20.

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 receive dividends shall be determined.**Results of the voting:**

For – 5,871,953,932 and 17,185/50,000 (five billion eight hundred and seventy-one million nine hundred and fifty-three thousand nine hundred and thirty-two and 17,185/50,000) votes.

Against – 27,005 (twenty-seven thousand five) votes.

Abstain – 15,166,015 (fifteen million one hundred and sixty-six thousand fifteen) votes.

Adopted decision:

1. To pass a resolution on (declare) the dividend payment 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.

2. 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 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.

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

6. 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 – 5,291,322,181 and 17,185/50,000 (five billion two hundred and ninety-one million three hundred and twenty-two thousand one hundred and eighty-one and 17,185/50,000) votes.

Against – 579,063,682 (five hundred and seventy-nine million sixty-three thousand six hundred and eighty-two) votes.

Abstain – 15,577,284 (fifteen million five hundred and seventy-seven thousand two hundred and eighty-four) votes.

Adopted decision:

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 the order established in accordance with the Regulations on Remuneration to Members of the Supervisory Board of PJSC ALROSA.

7. 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 – 5,857,725,346 and 17,185/50,000 (five billion eight hundred and fifty-seven million seven hundred and twenty-five thousand three hundred and forty-six and 17,185/50,000) votes.

Against – 12,634,120 (twelve million six hundred and thirty-four thousand one hundred and twenty) votes.

Abstain – 15,630,686 (fifteen million six hundred and thirty thousand six hundred and eighty-six) votes.

Adopted decision:

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 the amount and in the order established in accordance with the Regulations on Remuneration and Compensations to Members of the Auditing Committee of PJSC ALROSA.

8. Election of the Supervisory Board members of PJSC ALROSA.**Results of the voting:**

For – 88,213,585,324 7,775/50,000 (eighty-eight billion two hundred and thirteen million five hundred and eighty-five thousand three hundred and twenty-four and 7,775/50,000) cumulative votes.

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

Number of a candidate, full name, number of votes, rank:

1. Nikolay Pavlovich Alexandrov, 6,079,404,112 votes, rank – 6.
2. Petr Vyacheslavovich Alekseev, 2,443,726 votes, not included in the list of 15 elected.
3. Yegor Afanasyevich Borisov, 6,079,661,972 votes, rank – 5.
4. Maria Vladimirovna Gordon, 6,456,251,139 votes, rank – 2.
5. Evgeniya Vasilyevna Grigoryeva, 6,080,247,218 votes, rank – 4.
6. Kirill Alexandrovich Dmitriev, 5,500,826,994 votes, rank – 14.
7. Ilya Yelizarovich Yelizarov, 5,087,511,420 votes, rank – 15.
8. Sergey Sergeevich Ivanov, 5,528,161,120 votes, rank – 12.
9. Dmitry Vladimirovich Konov, 5,578,254,275 votes, rank - 10
10. Valentina Ivanovna Lemesheva, 6,187,026,332 votes, rank – 3.
11. Galina Maratovna Makarova, 448,733,551 votes, not included in the list of 15 elected
12. Sergey Vasilyevich Mestnikov, 6,077,418,257 votes, rank – 7.
13. Alexey Vladimirovich Moiseev, 5,502,088,914 votes, rank – 13.
14. Leonid Gennadyevich Petukhov, 2,233,580 7,775/50,000 votes, not included in the list of 15 elected.
15. Anton Germanovich Siluanov, 5,555,073,034 votes, rank – 11.
16. Oleg Romanovich Fedorov, 6,467,862,963 votes, rank – 1.
17. Evgeny Alekseevich Chekin, 5,894,158,190 votes, rank – 8.
18. Alexey Olegovich Chekunkov, 5,686,228,527 votes, rank – 9.

Against – 2,886,525 (two million eight hundred and eighty-six thousand five hundred and twenty-five) cumulative votes.

Abstain – 46,962,720 (forty-six million nine hundred and sixty- two thousand seven hundred and twenty) cumulative votes.

Adopted decision:

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

1. Oleg Romanovich Fedorov;
2. Maria Vladimirovna Gordon;
3. Valentina Ivanovna Lemesheva;
4. Evgeniya Vasilyevna Grigoryeva;
5. Yegor Afanasyevich Borisov;
6. Nikolay Pavlovich Alexandrov;
7. Sergey Vasilyevich Mestnikov;
8. Evgeny Alekseevich Chekin;
9. Alexey Olegovich Chekunkov;
10. Dmitry Vladimirovich Konov;
11. Anton Germanovich Siluanov;
12. Sergey Sergeevich Ivanov;
13. Alexey Vladimirovich Moiseev;
14. Kirill Alexandrovich Dmitriev;
15. Ilya Yelizarovich Yelizarov.

9. Election of the Auditing Committee members of PJSC ALROSA.

Results of the voting:

At vote counting, votes were distributed as follows:

Number of a candidate, full name, FOR, AGAINST, ABSTAIN, Number of votes invalid or not included on the tally on other grounds:

1. Anna Ivanovna Vasilyeva, 5,809,937,768 17,185/50,000, 25,143,154, 47,539,233, 2,940,269.
2. Alexander Sergeevich Vasilchenko, 5,834,623,814 17,185/50,000, 217,436, 47,697,590, 3,021,584.
3. Dmitry Gennadyevich Vladimirov, 945,909,910, 2,455,927,481, 2,480,804,969 17,185/50,000, 2,918,064.
4. Konstantin Konstantinovich Pozdnyakov, 5,142,430,001 17,185/50,000, 198,272,542, 541,836,194, 3,021,687.
5. Viktor Nikolayevich Pushmin, 5,801,971,868 17,185/50,000, 32,853,169, 47,739,008, 2,996,379.

6. Alexander Alexeevich Pshenichnikov, 4,865,027,192 17,185/50,000, 601,538,332, 415,073,251, 3,921,649.

Adopted decision:

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

Anna Ivanovna Vasilyeva;

Alexander Sergeevich Vasilchenko;

Viktor Nikolayevich Pushmin;

Konstantin Konstantinovich Pozdnyakov;

Alexander Alexeevich Pshenichnikov.

10. Approval of auditors of PJSC ALROSA.

Results of the vote:

For – 5,847,987,692 and 17,185/50,000 (five billion eight hundred and forty-seven million nine hundred and eighty-seven thousand six hundred and ninety-two and 17,185/50,000) votes.

Against – 22,407,565 (twenty-two million four hundred and seven thousand five hundred and sixty-five) votes.

Abstain – 15,438,665 (fifteen million four hundred and thirty-eight thousand six hundred and sixty-five) votes.

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 under the Russian Accounting Standards based on the results of 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 2018.

11. Amendments to the Articles of Association of PJSC ALROSA.

Results of the voting:

For – 5,854,414,150 17,185/50,000 (five billion eight hundred and fifty-four million four hundred and fourteen thousand one hundred and fifty and 17,185/50,000) votes.

Against – 59,211 (fifty-nine thousand two hundred and eleven) votes.

Abstain – 31,415,571 (thirty-one million four hundred and fifteen thousand five hundred and seventy-one) votes.

Adopted decision:

To approve amendments to the Articles of Association of PJSC ALROSA (Annex N 1).

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

Results of the vote:

For – 5,870,398,068 and 17,185/50,000 (five billion eight hundred and seventy million three hundred and ninety-eight thousand sixty-eight and 17,185/50,000) votes.

Against – 79,511 (seventy-nine thousand five hundred and eleven) votes.

Abstain – 15,519,373 (fifteen million five hundred and nineteen thousand three hundred and seventy-three) votes.

Adopted decision:

To approve amendments to the Regulations on the Supervisory Board of PJSC ALROSA (Annex N 2).

13. Amendments to the Regulations on the Executive Committee of PJSC ALROSA.

Results of the voting:

For – 5,870,334,358 and 17,185/50,000 (five billion eight hundred and seventy million three hundred and thirty-four thousand three hundred and fifty-eight and 17,185/50,000) votes.

Against – 80,211 (eighty thousand two hundred and eleven) votes.

Abstain – 15,555,378 (fifteen million five hundred and fifty-five thousand three hundred and seventy-eight) votes.

Adopted decision:

To approve amendments to the Regulations on the Executive Committee of PJSC ALROSA (Annex N 3).

14. Amendments to the Regulations on the Auditing Committee of PJSC ALROSA.

Results of the voting:

For – 5 870 280 058 and 17,185/50,000 (five billion eight hundred and seventy million two hundred and eighty thousand fifty-eight and 17,185/50,000) votes.

Against – 134,221 (one hundred and thirty-four thousand two hundred and twenty-one) votes.

Abstain – 15,555,578 (fifteen million five hundred fifty-five thousand five hundred and seventy-eight) votes.

Adopted decision:

To approve amendments to the Regulations on the Auditing Committee of PJSC ALROSA (Annex N 4).

15. Amendments to the Regulations on Remuneration to Members of the Supervisory Board of PJSC ALROSA.

Results of the voting:

For – 5,870,111,623 and 17,185/50,000 (five billion eight hundred and seventy million one hundred and eleven thousand six hundred and twenty-three and 17,185/50,000) votes.

Against – 247,841 (two hundred and forty-seven thousand eight hundred and forty-one) votes.

Abstain – 15,549,583 (fifteen million five hundred and forty-nine thousand five hundred and eighty-three) votes.

Adopted decision:

To approve amendments to the Regulations on Remuneration to Members of the Supervisory Board of PJSC ALROSA (Annex N 5).

2.7. Date and number of the minutes of the Issuers' General Meeting of Shareholders: June 29, 2018, No 37.

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: June 29, 2017

A.G. Lekarev