

**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 absentee voting of the Supervisory Board of the Issuer: 15 (fifteen) members of 15 (fifteen) elected members of the Supervisory Board of PJSC ALROSA participated in the absentee voting. Quorum for adopting resolutions was present.</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 style="text-align: center;">1. Amendments to the regulatory documents of PJSC ALROSA in connection with the change in the title of the sole executive body of PJSC ALROSA.</p> <p>Results of the voting: For – 15: Barsukov S.V., Basharin G.K., Borisov Ye.A., Galushka A.S., Gordon M.V., Grigorieva E.V., Dmitriev K.A., Danchikova G.I., 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 resolution: To amend the texts of regulatory documents of PJSC ALROSA (hereinafter – the Company), confirmed or approved by the Supervisory Board before the date of adopting the current resolution (hereinafter – the regulatory documents), by replacing the title of the sole executive body of the Company “President of the Company” with “Chief Executive Officer – Chairman of the Executive Committee of the Company” in the corresponding cases (for Russian language), except for the titles of the sole executive body of the Company specified in the texts of the regulatory documents when referring to other internal documents of the Company.</p> <p style="text-align: center;">2. Reorganization of Prometheus Health & Recreation Centre.</p> <p>Results of the voting: For – 15: Barsukov S.V., Basharin G.K., Borisov Ye.A., Galushka A.S., Gordon M.V., Grigorieva E.V., Dmitriev K.A., Danchikova G.I., 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 resolution:</p> <p>1. To approve the participation of PJSC ALROSA in LLC Prometheus Health & Recreation Centre through establishment of the Organization with 100% share of the charter capital equal to RUB 2.376 million.</p>	

2. To liquidate the Branch of ALROSA Prometheus Health & Recreation Centre.

3. Recognizing the member of the Supervisory Board of PJSC ALROSA Maria Vladimirovna Gordon as an independent director.

Results of the voting:

For – 15: Barsukov S.V., Basharin G.K., Borisov Ye.A., Galushka A.S., Gordon M.V., Grigorieva E.V., Dmitriev K.A., Danchikova G.I., 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 resolution:

To recognize the member of the Supervisory Board of PJSC ALROSA Gordon M.V. as an independent director, despite the fact of her formal criteria of affiliation with the significant counterparty of PJSC ALROSA, since such affiliation does not affect her ability to make independent, objective and bona fide judgements.

Well-reasoned grounds for the recognition of a member of the Supervisory Board of PJSC ALROSA Gordon M.V. as an independent director.

As a result of the conducted verification of the compliance of the independent member of the Supervisory Board of PJSC ALROSA Gordon M.V. with the independence criteria, stipulated in the Annex 4.1 to the Listing Rules of PJSC Moscow Exchange, (minutes N3 of June 26, 2017), which came into force on October 1, 2017, it is identified that the member of the Supervisory Board of PJSC ALROSA Gordon M.V. is affiliated with the significant counterparty of PJSC ALROSA.

Other affiliation criteria established by the Listing Rules of PJSC Moscow Exchange have not been identified.

The member of the Supervisory Board of PJSC ALROSA Gordon M.V. is affiliated with the significant counterparty of PJSC ALROSA – CCP NCC (JSC) since Gordon M.V. is the member of the Supervisory Board of PJSC Moscow Exchange and an agreement between PJSC ALROSA and CCP NCC (JSC), which is a controlled entity of PJSC Moscow Exchange, have been concluded on providing clearing services, according to which PJSC ALROSA carries out transactions in the currency and money (sale/purchase of currency and placement of cash in deposits) markets with the central counterparty – CCP NCC (JSC). On the total volume of transactions conducted within the agreement on providing clearing services (the amount of money placed on deposits; the amount of purchased/alienated currencies) the transaction is significant for PJSC ALROSA (exceeds two percent of the book value of consolidated assets of PJSC ALROSA) thus CCP NCC (JSC) is a significant counterparty of PJSC ALROSA.

However, such affiliation is formal and does not affect the ability of Gordon M.V. to make independent, objective and bona fide judgements considering that:

1. Despite the fact that CCP NCC (JSC) acts as the counterparty for the currency and deposit operations performed by PJSC ALROSA, when analyzing the nature and size of obligations only the amount of commission (remuneration) matters which CCP NCC (JSC) receives for acting as a central counterparty in the framework of the agreement on providing clearing services since:

- in accordance with the article 3 of the Federal law “On clearing, clearing activity and a central counterparty” a clearing organization in accordance with an agreement on providing clearing services undertakes, in accordance with the rules of clearing, to provide clearing services to a clearing participant, and clearing participants undertake to pay for these services. Thus, the price of the agreement on providing clearing services is the amount of remuneration for the services provided by a clearing organization.

- as such, foreign exchange and depository transactions are not inherently expendable for PJSC ALROSA and profitable for CCP NCC (JSC). The commission is the only economic benefit for CCP NCC (JSC) (and the only expense for PJSC ALROSA) from the performance of foreign exchange and deposit operations. CCP NCC (JSC) within the framework of these relations is actually an agent transferring property from one person to another and retaining a commission for its services.

It is also necessary to take into account that the amount of commission for clearing service according to the agreement is as follows: foreign exchange market - 0.0006375% of the transaction amount, money market – 0.00035% of the deposit amount for the term of deposit. Should we use the amount of the commission to CCP NCC (JSC) as the criterion of referring to significant counterparties, rather than the total volume of transactions, then these transactions are not significant for PJSC ALROSA.

2. Since 2016, Gordon M.V. has been elected annually as a member of the Supervisory Board of PJSC ALROSA at the proposal of minority shareholders of PJSC ALROSA.

3. The Supervisory Board of PJSC ALROSA has been electing Gordon M.V. for two years consecutive as the Chairman of the Audit Committee under the Supervisory Board, which indicates special trust of the Supervisory Board members in the level of her expertise and qualification. Experience of Gordon M.V. in the international financial market allows PJSC ALROSA to strive for the best world financial standards and corporate practices.

Thus, the affiliation of the member of the Supervisory Board of PJSC ALROSA Gordon M.V. with the significant counterparty of PJSC ALROSA – CCP NCC (JSC) – is formal and does not affect her ability to form her own, objective and independent opinion on agenda items of a meeting (absentee voting) of the Supervisory Board, which is aimed at protecting interests of all shareholders of PJSC ALROSA.

On December 27, 2017, the HR and Remunerations Committee under the Supervisory Board of PJSC ALROSA preliminary considered the corresponding issue and recommended the Supervisory Board to recognize Gordon M.V. as an independent director.

4. Proposal to the Annual General Meeting of Shareholders of PJSC ALROSA to approve the candidacy of the auditor who is the winner of the open tender “For the right to conclude an agreement for a mandatory audit of accounting (financial) statements of PJSC ALROSA prepared in accordance with the Russian legislation on the results of 2016-2017”, on the results of 2018.

Results of the voting:

For – 15: Barsukov S.V., Basharin G.K., Borisov Ye.A., Galushka A.S., Gordon M.V., Grigorieva E.V., Dmitriev K.A., Danchikova G.I., 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 resolution:

To recommend the Annual General Meeting of Shareholders of PJSC ALROSA to approve the auditor of PJSC ALROSA on the results of 2018 who is the winner of the open tender for the right to conclude an agreement for a mandatory audit of accounting (financial) statements of PJSC ALROSA prepared in accordance with the Russian legislation on the results of 2016-2018 – Joint-stock company PricewaterhouseCoopers Audit.

5. Proposal to the Annual General Meeting of Shareholders of PJSC ALROSA to approve the candidacy of the auditor who is the winner of the open tender “For the right to conclude an agreement for a mandatory audit of consolidated financial statements of ALROSA Group prepared in accordance with the International Financial Reporting Standards on the results of 2016-2018”, on the results of 2018.

Results of the voting:

For – 15: Barsukov S.V., Basharin G.K., Borisov Ye.A., Galushka A.S., Gordon M.V., Grigorieva E.V., Dmitriev K.A., Danchikova G.I., 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 resolution:

To recommend the Annual General Meeting of Shareholders of PJSC ALROSA to approve the auditor of PJSC ALROSA on the results of 2018 who is the winner of the open tender “For the right to conclude an agreement for a mandatory audit of consolidated financial statements of ALROSA Group prepared in accordance with the International Financial Reporting Standards on the results of 2016-2018” – Joint-stock company PricewaterhouseCoopers Audit.

6. Implementation of the recommendations on the management of the rights to results of intellectual activity in PJSC ALROSA.

Results of the voting:

For – 15: Barsukov S.V., Basharin G.K., Borisov Ye.A., Galushka A.S., Gordon M.V., Grigorieva E.V., Dmitriev K.A., Danchikova G.I., 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 resolution:

1. To take into account the information on the analysis of the system of management of the rights to results of intellectual activity in PJSC ALROSA conducted by PJSC ALROSA in accordance with the Recommendations on the management of the rights to results of intellectual activity in organizations approved by the directive of the Government of the Russian Federation of August 25, 2017 N ISH-P8-5594.

2. To approve the Regulations on Intellectual Property of PJSC ALROSA in accordance with **Annex 6-1** to the minutes.

3. To instruct the Chief Executive Officer – Chairman of the Executive Committee of PJSC ALROSA Ivanov S.S. to ensure placement and further actualization of information on implementation by PJSC ALROSA of the Regulations on Intellectual Property of PJSC ALROSA on the Interdepartmental Portal for State Property Management.

7. Authorization of transaction – conclusion of the agreement.

Results of the voting:

For – 12: Barsukov S.V., Borisov Ye.A., Galushka A.S., Grigorieva E.V., Dmitriev K.A., Danchikova G.I., Ivanov S.S., Konov D.V., Lemesheva V.I., Mestnikov S.V., Siluanov A.G., Chekunkov A.O.

Against – 3: Basharin G.K., Gordon M.V., Fedorov O.R.

Abstain – none

The resolution was adopted by a majority vote.

Adopted resolution:

To approve the conclusion of the agreement on terms according to **Annex 7-1** to the minutes.

8. Authorization of transaction – conclusion of the agreement on the granting of a subsidy from the federal budget for the project “Diamond mining enterprise at the Verkhne-Munskoye ore field deposit”.

Results of the voting:

For – 15: Barsukov S.V., Basharin G.K., Borisov Ye.A., Galushka A.S., Gordon M.V., Grigorieva E.V., Dmitriev K.A., Danchikova G.I., 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

In accordance with the cl. 3 art. 83 of the Federal Law on Joint-Stock Companies the vote of the Deputy Chairman of the Supervisory Board of PJSC ALROSA Galushka A.S., as well as the votes of the members of the Supervisory Board of PJSC ALROSA Barsukov S.V. and Ivanov S.S. are not taken into account in the event of summarization of votes regarding the corresponding agenda item of the meeting of the Supervisory Board of PJSC ALROSA.

The resolution was adopted unanimously.

Adopted resolution:

1. To determine that the maximum total amount of federal budget funds provided to PJSC ALROSA according to the Agreement on the granting of a subsidy from the federal budget for the project “Diamond mining enterprise at the Verkhne-Munskoye ore field deposit” for the financial maintenance of expenses of the construction of a capital construction facility “Diamond mining enterprise at the Verkhne-Munskoye deposit”. Temporary service lane. Approach automotive road Udachny – Verkhne-Munskoye deposit (hereinafter – Agreement on the granting of a subsidy), amounts at RUB 8,525,800,000 (eight billion five hundred and twenty-five million eight hundred thousand).

2. To approve the authorization of PJSC ALROSA’s related party transaction – conclusion of the Agreement on the granting of a subsidy on the following terms and conditions:

2.1. Parties to the transaction:

- PJSC ALROSA – subsidy recipient;

- the Ministry for the Development of the Russian Far East.

2.2. Transaction price (maximum total amount of federal budget funds provided to PJSC ALROSA according to the Agreement on the granting of a subsidy): RUB 8,525,800,000 (eight billion five hundred and twenty-five million eight hundred thousand).

2.3. Subject of transaction: granting of a subsidy from the federal budget in the period of 2018-2020:

a) for the purpose of financial maintenance of expenses of the Recipient connected with the creation of an infrastructure object "Diamond mining enterprise at the Verkhne-Munskoye deposit". Temporary service lane. Approach automotive road Udachny – Verkhne-Munskoye deposit;

b) for the purpose of implementation by the subsidy recipient of the following project: "Diamond mining enterprise at the Verkhne-Munskoye deposit".

2.4. Other material terms of the transaction or the procedure of their determination:

a) Total amount of the provided subsidy cannot exceed the maximum total amount of the subsidy stipulated by the directive of the Government of the Russian Federation of July 13, 2015 N 1339 –r.

b) The subsidy Recipient:

- agrees to inspections of compliance with terms, objectives and procedure for granting subsidies conducted by the Ministry for the Development of the Russian Far East and authorized bodies of state financial control;

- undertakes to observe determined by the Agreement on the granting of a subsidy rules of its granting.

3. A person interested in the transaction and the grounds on which a person interested in the transaction is considered as such: The Deputy Chairman of the Supervisory Board of PJSC ALROSA Alexander Sergeevich Galushka is the Minister for the Development of the Russian Far East – a party to the agreement.

2.3. Date of the absentee voting of the Supervisory Board of the Issuer at which relevant resolutions were adopted: **February 7, 2018.**

2.4. Date and number of the minutes of the absentee voting of the Supervisory Board of the Issuer at which relevant resolutions were adopted: **February 12, 2018, Minutes N A01/269 – PR-NS.**

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: February 12, 2018

A.G. Lekarev