

APPROVED BY:  
Resolution of Annual General Meeting of  
Shareholders of PJSC ALROSA  
Minutes No. 43 dated 16.06.2021

Amendments  
to the Code of Corporate Governance of PJSC ALROSA

Amend Clause 5.8.3 of the Code of Corporate Governance of PJSC ALROSA to read as follows:

“5.8.3. To improve the Company’s performance and sustainable development in the long term, a strategy and sustainable development committee has been established.

The tasks of the strategy and sustainable development committee include:

- definition of the strategic goals and strategic risks of the Company’s activities, including in the field of sustainable development; assessing the financial and non-financial risks of the Company (including operational risks, social risks, health, safety and environment risks, risks of development of human capital and regions of presence, risks of responsible business conduct and other non-financial risks, as well as the establishment of risk values); approval of a strategy (long-term program) of the group development and long-term investment raising;
- drawing up recommendations on the Company’s dividend policy;
- assessment of the Company’s long-term performance;
- preliminary consideration and drawing up of recommendations on the Company’s participation in other organizations (including direct and indirect acquisition and disposal of shares in the authorized capital of organizations, encumbrances of shares and interests);
- evaluation of voluntary and mandatory offers to purchase the Company’s securities;
- review of the financial model and the model for assessing the value of the Company’s business and business segments;
- addressing the issues of reorganization and liquidation of the Company and its controlled entities;
- addressing changes in the organization structure of the Company and its controlled entities;
- addressing the reorganization of business processes of the Company and its controlled entities;
- preliminary review and approval of periodic reports on the achievement of the strategic goals set in the strategy and sustainable development program of ALROSA Group;
- participation of the Company in global initiatives, organizations and associations for sustainable development and responsible business conduct.”