

Position of the Supervisory Board of PJSC ALROSA on the items on the agenda of the Annual General Meeting of Shareholders on June 30, 2017

№ 1: Approval of the Annual Report of PJSC ALROSA.

Position of the Supervisory Board, minutes No. A01/256-PR-NS of April 19, 2017:

To preliminary approve the Annual Report of PJSC ALROSA for 2016 and to submit it for the approval of the Annual General Meeting of Shareholders of PJSC ALROSA.

№ 2: Approval of the annual accounting (financial) statements of PJSC ALROSA.

Position of the Supervisory Board, minutes No. A01/256-PR-NS of April 19, 2017:

To submit for consideration of the Annual General Meeting of Shareholders the issue of approval of the annual accounting (financial) statements of PJSC ALROSA and to recommend the Annual General Meeting of Shareholders of PJSC ALROSA to approve it.

№ 3: Approval of the profit distribution of PJSC ALROSA according to the results of 2016.

Position of the Supervisory Board, minutes No. A01/256-PR-NS of April 19, 2017:

To recommend the Annual General Meeting of Shareholders of PJSC ALROSA to allocate net profit of PJSC ALROSA for 2016 as follows:

distributable net profit, total:	RUB 148,657,464,938
net profit less of earning received from correction of financial investments value:	RUB 90,915,549,938
for paying dividends:	RUB 65,769,143,075.90

profit left available for PJSC ALROSA before remuneration to the members of the Supervisory Board and to the members of the Auditing Committee of PJSC ALROSA:	RUB 25,146,406,924.10
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№ 4: Size, terms and form of dividends payment in accordance with the results of 2016, and setting the date as of which the persons entitled to receive dividends shall be determined.

Position of the Supervisory Board, minutes No. A01/256-PR-NS of April 19, 2017:

To recommend the Annual General Meeting of Shareholders of PJSC ALROSA:

1) To pass a resolution on (declare) the dividend payment based on the results of 2016 in the amount of eight (8) rubles ninety-three (93) 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 2016:

- 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;

- to individual shareholders that have not indicated the way for receiving dividends in the application form of a registered person, the dividends shall be paid by a postal transfer;

- the amount of accrued dividends calculated on the basis of the amount of a 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 details and other information contained in the list of persons entitled to a dividend, 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 receive dividends shall be determined: July 20, 2017.

№ 5: 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.

Position of the Supervisory Board, minutes No. A01/256-PR-NS of April 19, 2017:

To recommend the Annual General Meeting of Shareholders of PJSC ALROSA:

To pay remuneration for work in the Supervisory Board to the members – non-public servants of the Supervisory Board of PJSC ALROSA, for 2016-2017 corporate period (year), in the amount and in the manner determined in accordance with the Regulations on Remuneration of Members of the Supervisory Board of PJSC ALROSA.

№ 6: Payment of remuneration for work in the Auditing Committee to its members – non-public servants, in the amount established by internal regulations of PJSC ALROSA.

Position of the Supervisory Board, minutes No. A01/256-PR-NS of April 19, 2017:

To recommend the Annual General Meeting of Shareholders of PJSC ALROSA:

To pay remuneration for work in the Auditing Committee to the members – non-public servants of the Auditing Committee of PJSC ALROSA, for 2016-2017 corporate period (year), in the amount and in the manner determined in accordance with the Regulations on Remuneration of Members of the Supervisory Board of PJSC ALROSA.

№ 7: Election of the Supervisory Board members of PJSC ALROSA.

Position of the Supervisory Board, minutes No. A01/254-PR-NS of March 21, 2017:

To include following persons in the list of candidates for election to the Supervisory Board of PJSC ALROSA in accordance with the proposals of PJSC ALROSA shareholders:

1. Petr Vyacheslavovich ALEKSEEV;
2. Sergey Vladimirovich BARSUKOV;
3. Georgy Karlovich BASHARIN;
4. Yegor Afanasyevich BORISOV;
5. Alexander Sergeevich GALUSHKA;
6. Maria Vladimirovna GORDON (as an independent member of the Supervisory Board);
7. Evgenia Vasilievna GRIGORIEVA;
8. Andrey Andreevich GURYEV (as an independent member of the Supervisory Board);
9. Galina Innokentievna DANCHIKOVA;
10. Kirill Alexandrovich DMITRIEV;
11. Sergey Sergeevich IVANOV;
12. Valentina Iliinichna KONDRATYEVA;
13. Dmitry Vladimirovich KONOV (as an independent member of the Supervisory Board);
14. Valentina Ivanovna LEMESHEVA (as an independent member of the Supervisory Board);
15. Galina Maratovna MAKAROVA (as an independent member of the Supervisory Board);
16. Sergey Vasilyevich MESTNIKOV;
17. Andrey Anatolievich PANOV;
18. Anton Germanovich SILUANOV;
19. Oleg Romanovich FEDOROV (as an independent member of the Supervisory Board);
20. Evgeny Alexeevich CHEKIN;
21. Alexey Olegovich CHEKUNKOV.

№ 8: Election of the Auditing Committee members of PJSC ALROSA

Position of the Supervisory Board, minutes No. A01/254-PR-NS of March 21, 2017:

To include following persons in the list of candidates for election to the Auditing Committee of PJSC ALROSA in accordance with the proposals of PJSC ALROSA shareholders:

1. Anna Ivanovna VASILYEVA;
2. Alexander Sergeevich VASILCHENKO;
3. Dmitry Gennadyevich VLADIMIROV;
4. Viktor Nikolayevich PUSHMIN

№ 9: Approval of auditors of PJSC ALROSA.

Position of the Supervisory Board, minutes No. A01/251-PR-NS of February 8, 2017:

To recommend the Annual General Meeting of Shareholders to approve PricewaterhouseCoopers Audit Joint-Stock Company as the statutory auditor of PJSC ALROSA according to the results of the open competitive tender for the right to sign the contract 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 2016-2018.

To recommend the Annual General Meeting of Shareholders to approve PricewaterhouseCoopers Audit Joint-Stock Company as the statutory auditor of PJSC ALROSA according to the results of the open competitive tender for the right to sign the contract for the mandatory auditing of accounting (financial) statements of PJSC ALROSA, prepared in accordance with the International Financial Reporting Standards based on the results of 2016-2018.

№ 10: Amendments to the Charter of PJSC ALROSA.

Position of the Supervisory Board, minutes No. A01/256-PR-NS of April 19, 2017:

To recommend the Annual General Meeting of Shareholders of PJSC ALROSA to adopt a resolution to amend the Charter of PJSC ALROSA.

№ 11: Amendments to the Regulations on the General Meeting of Shareholders of PJSC ALROSA.

Position of the Supervisory Board, minutes No. A01/256-PR-NS of April 19, 2017:

To recommend the Annual General Meeting of Shareholders of PJSC ALROSA to adopt a resolution to amend the Regulations on the General Meeting of Shareholders of PJSC ALROSA.

№ 12: Amendments to the Regulations on the Supervisory Board of PJSC ALROSA.

Position of the Supervisory Board, minutes No. A01/256-PR-NS of April 19, 2017:

To recommend the Annual General Meeting of Shareholders of PJSC ALROSA to adopt a resolution to amend the Regulations on the Supervisory Board of PJSC ALROSA.

№ 13: Amendments to the Code of Corporate Governance of PJSC ALROSA.

Position of the Supervisory Board, minutes No. A01/256-PR-NS of April 19, 2017:

To recommend the Annual General Meeting of Shareholders of PJSC ALROSA to adopt a resolution to amend the Code of Corporate Governance of PJSC ALROSA.

No special opinions on the issues given above were expressed by the members of the Supervisory Board.