

Recommendations of the Supervisory Board of PJSC ALROSA on the agenda items of the Annual General Meeting of Shareholders of PJSC ALROSA

Item 1. Approval of the annual report of PJSC ALROSA.

Position of the Supervisory Board:

To preliminary approve the Annual Report of PJSC ALROSA for 2019 and to recommend the General Meeting of Shareholders of the Company to approve the submitted Annual Report of PJSC ALROSA.

Item 2. Approval of annual accounting (financial) statements of PJSC ALROSA.

Position of the Supervisory Board:

Having considered the submitted materials, including the independent auditor's report according to which annual accounting (financial) statements fairly, in all material respects, reflect financial condition of PJSC ALROSA as of December 31, 2019, its financial performance and cash flow for 2019 according to the accounting principles established in the Russian Federation, to propose to the General Meeting of Shareholders of PJSC ALROSA to approve annual accounting (financial) statements of PJSC ALROSA for 2019.

Item 3. Approval of the profit distribution of PJSC ALROSA according to the results of 2019.

Position of the Supervisory Board:

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

To approve the following distribution of net profit of PJSC ALROSA for 2019:

Net profit following the results of 2019:	RUB 26,664,462,000.00
Interim dividend on the basis of the first half-year of 2019	RUB 28,281,468,019.20
Undistributed profit on the basis of 2019	RUB 0

Item 4. Approval of the distribution of undistributed profit of prior years.

Position of the Supervisory Board:

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

To approve the following distribution of the part of undistributed profit of prior years as of January 1, 2020:

Undistributed profit of prior years as of January 1, 2020:	RUB 167,436,725,000.00
For paying dividends:	RUB 20,986,865,626.10
on the basis of the operating results for the first half-year of 2019 (paid):	RUB 1,617,006,019.20
on the basis of the operating results for 2019 (to be paid):	RUB 19,369,859,606.90

Item 5. Size, terms and form of dividends payment in accordance with the results of 2019, and setting the date as of which the persons entitled to receive dividends shall be determined.

Position of the Supervisory Board:

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

1) To pay (declare) the dividend based on the results of 2019 in the amount of two (2) rubles sixty-three (63) 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 2019:

Dividends are to be paid in cash.

The amount of accrued dividends calculated for one shareholder is determined accurate to one kopeck.

The time limit for the payment of dividends to a nominal holder and trust manager who is a professional participant of the securities market, which are registered with the Company's shareholder register, shall not exceed 10 business days, and to other persons registered with the shareholder register—25 business days from the date as of which the persons entitled to dividends are defined.

3) To approve July 13, 2020, as the date as of which the persons entitled to dividends are to be defined.

Item 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.

Position of the Supervisory Board:

To recommend the Annual General Meeting of Shareholders of PJSC ALROSA to pass the following resolution on the agenda item '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':

“To pay remuneration for work in the Supervisory Board of PJSC ALROSA to the members of the Supervisory Board – non-public servants for 2019-2020 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)”.

Item 7. 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:

To recommend the Annual General Meeting of Shareholders of PJSC ALROSA to pass the following resolution on the agenda item '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':

“To pay remuneration for work in the Auditing Committee of PJSC ALROSA to the members of the Auditing Committee – non-public servants for 2019-2020 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. The remuneration shall be paid from the undistributed profit of prior years.”.

Item 8. Election of the Supervisory Board members of PJSC ALROSA.

Position of the Supervisory Board:

1) In compliance with the proposals of the shareholders of PJSC ALROSA, to put on the list of nominees for voting on election to the Supervisory Board of PJSC ALROSA the candidates as follows:

1. Maria Vladimirovna GORDON;
2. Evgenia Vassilievna GRIGORIEVA;
3. Natalia Filippovna GURYEVA;
4. Kirill Alexandrovich DMITRIEV;
5. Andrey Ivanovich DONETS;
6. Sergey Sergeevich IVANOV;
7. Dmitry Vladimirovich KONOV;
8. Sergey Vasilyevich MESTNIKOV;
9. Alexey Vladimirovich MOISEEV;
10. Alexey Petrovich NOSKOV;
11. Aysen Sergeevich NIKOLAEV;
12. Vladimir Valerievich RASHEVSKY;
13. Anton Germanovich SILUANOV;
14. Vladimir Victorovich SOLODOV;
15. Oleg Romanovich FEDOROV.

2) To put Maxim Viktorovich TERESHCHENKO on the list of nominees for voting on election to the Supervisory Board of PJSC ALROSA.

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

Position of the Supervisory Board:

To include the 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. Pavel Nikolaevich BAGYNANOV;
2. Nikolay Petrovich IVANOV;
3. Olga Vasilievna LOGINOVA;
4. Alexander Vladimirovich MARKIN;
5. Alexander Alexeevich PSHCHENICHNIKOV.

Item 10. Approval of the auditor of PJSC ALROSA.

Position of the Supervisory Board:

To recommend the Annual General Meeting of Shareholders of PJSC ALROSA to approve AO PricewaterhouseCoopers Audit 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, and consolidated financial statements of ALROSA Group, prepared in accordance with the International Financial Reporting Standards, based on the results of 2020.