

Material Fact Notice
on resolutions passed by the Issuer's Board of Directors (Supervisory Board)

1. General Information	
1.1 Issuer's full corporate name (name of non-profit organization)	RBC Open Joint-Stock Company
1.2. Issuer's short corporate name	RBC OJSC
1.3 Issuer's address	78 Profsoyuznaya St., Moscow 117393, Russia
1.4 Issuer's primary state registration number (OGRN)	1057746899572
1.5 Issuer's TIN	7728547955
1.6 Issuer's unique code assigned by the registration authority	56413-N
1.7 Address of the website used by the Issuer to disclose information	http://www.e-disclosure.ru/portal/company.aspx?id=24832 http://rbcholding.ru/filings.shtml

2. Contents of the notice	
<p>2.1 Quorum of the Issuer's board of directors (supervisory board) meeting Pursuant to Article 68 of Federal Law No. 208-FZ "On Joint Stock Companies" a quorum was reached, and the Company's Board of Directors meeting was duly constituted. The Company received ballot sheets from 8 out of 9 members of the Board of Directors within the established deadline.</p>	
<p>2.2 Results of voting on agenda items:</p> <p>On agenda item 1: On inclusion in the list of candidates put forward by shareholders that own at least 2% of the Company's voting shares, for voting on the election of members of the Company's Board of Directors at the annual general meeting of shareholders. Voted: FOR: Derk Sauer, Nikolay Molibog, Alexander Lyubimov, Valery Senko, Ekaterina Salnikova, Elena Myasnikova, Sergey Podsypanin, Pavel Danilov, - a total of 8 votes. AGAINST: none. ABSTAINED: none. Total: FOR - 8 votes, AGAINST - none, ABSTAINED – none. The resolution was passed.</p> <p>On agenda item 2: On inclusion in the list of candidates put forward by shareholders that own at least 2% of the Company's voting shares, for voting on the election of members of the Company's Audit and Compliance Committee at the annual general meeting of shareholders. Voted: FOR: Derk Sauer, Nikolay Molibog, Alexander Lyubimov, Valery Senko, Ekaterina Salnikova, Elena Myasnikova, Sergey Podsypanin, Pavel Danilov, - a total of 8 votes. AGAINST: none. ABSTAINED: none. Total: FOR - 8 votes, AGAINST - none, ABSTAINED – none. The resolution was passed.</p> <p>On agenda item 3: On plans to amend the Articles of Association of Hosting-Center LLC, SpaceWeb LLC, Concord LLC, and Foundation for Assistance for Internet Technologies and Infrastructure Development. Voted: FOR: Derk Sauer, Nikolay Molibog, Alexander Lyubimov, Valery Senko, Ekaterina Salnikova, Elena Myasnikova, Sergey Podsypanin, Pavel Danilov, - a total of 8 votes. AGAINST: none. ABSTAINED: none. Total: FOR - 8 votes, AGAINST - none, ABSTAINED – none. The resolution was passed.</p> <p>On agenda item 4:</p>	

On changes in RBC group of companies.

Voted: FOR: Derk Sauer, Nikolay Molibog, Alexander Lyubimov, Valery Senko, Ekaterina Salnikova, Elena Myasnikova, Sergey Podsypanin, Pavel Danilov, - a total of 8 votes.

AGAINST: none.

ABSTAINED: none.

Total: FOR - 8 votes, AGAINST - none, ABSTAINED – none.

The resolution was passed.

2.3 Contents of the resolutions passed by the Board of Directors:

On agenda item 1:

To include the following persons in the list of candidates put forward by shareholders that own at least 2% of the Company's voting shares, for voting on the election of members of the Company's Board of Directors at the annual general meeting of shareholders:

- Derk Erik Sauer
- Elena Myasnikova
- Ekaterina Salnikova
- Valery Senko
- Nikolay Molibog
- Anastasiya Maksimova
- Alexander Lyubimov
- Pavel Danilov
- Sergey Podsypanin
- Andrey Kononov
- Natalia Sharshova.

On agenda item 2:

To include the following persons in the list of candidates put forward by shareholders that own at least 2% of the Company's voting shares, for voting on the election of members of the Company's Audit and Compliance Committee at the annual general meeting of shareholders:

- Marina Risukhina
- Alexandra Filippenko
- Olga Chernova

On agenda item 3:

To consider information about planned changes in the Articles of Association of Hosting-Center LLC, SpaceWeb LLC, Concord LLC, and Foundation for Assistance for Internet Technologies and Infrastructure Development in connection with the change in registered addresses of the said legal entities.

On agenda item 4:

To consider information about the reorganization in the form of a conversion of SpaceWeb CJSC into SpaceWeb LLC.

2.4. The date of the meeting of the Issuer's Board of Directors (Supervisory Board) at which the relevant resolution was passed: **February 3, 2015.**

2.5 The date on which the minutes of the Issuer's Board of Directors (Supervisory Board) were taken and the number of the minutes: **Minutes No. 80 dated February 4, 2015.**

3. Signature	
3.1. RBC OJSC General Director (signature)	_____ Nikolay Molibog
3.2 Date: February 4, 2015	Seal