

**Material fact notice
on resolutions passed by the Issuer's Board of Directors (Supervisory Council)**

1. General Information	
1.1. Issuer's full corporate name	RBC Public Joint-Stock Company
1.2. Issuer's short corporate name	RBC PJSC
1.3. Issuer's address	Moscow
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 Council) meeting: <i>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 7 out of 7 members of the Board of Directors within the established deadline.</i></p> <p>2.2. Results of voting on agenda items: <i>On 1, 3-10 agenda items:</i> Voted: FOR: Irina Esipenko, Fulvio Conti, Boris Krasnovsky, Vadim Medvedev, Nikolay Molibog, Dmitry Strashnov, Anna Tyushkevich, a total of 7 votes. AGAINST: none. ABSTAINED: none. Total: FOR - 7 votes, AGAINST - none, ABSTAINED – none.</p> <p><i>On 2 agenda item:</i> Voted: FOR: Irina Esipenko, Fulvio Conti, Boris Krasnovsky, Vadim Medvedev, Nikolay Molibog, Anna Tyushkevich, a total of 6 votes. AGAINST: none. ABSTAINED: Dmitry Strashnov, a total of 1 vote. Total: FOR - 6 votes, AGAINST - none, ABSTAINED – 1 vote.</p> <p>2.3. Contents of the resolutions passed by the Board of Directors: <i>On agenda item 1:</i> "To elect the following person Chairman of the Company's Board of Directors: Anna Tyushkevich." <i>On agenda item 2:</i> " To elect the following person Deputy chairman of the Company's Board of Directors: Dmitry Strashnov." <i>On agenda item 3:</i> "To appoint Natalya Korotkova Secretary of the Company's Board of Directors." <i>On agenda item 4:</i> "To elect to the Audit and Compliance Committee of the Company's Board of Directors the following persons: Chairman of the Committee: Irina Esipenko. Members of the Committee: 1. Boris Krasnovsky; 2. Vadim Medvedev." <i>On agenda item 5:</i> "To elect to the Human Resources and Remuneration Committee of the Company's Board of Directors the following persons: Chairman of the Committee: Boris Krasnovsky. Members of the Committee: 1. Irina Esipenko; 2. Anna Tyushkevich." <i>On agenda item 6:</i> " To adopt the resolution of RBC PJSC, the sole shareholder of RBC Media LLC dated July 25, 2017, to approve Media LLC's liquidation balance sheet in accordance with the draft." <i>On agenda item 7:</i> "To pass a resolution not to exercise a preemptive right to buy a participatory interest in the authorized capital of RBK Online LLC (OGRN 1157746213294, TIN 7728207204, address: 78, Profsoyuznaya St., building 1, Moscow, 117393, Russia) with a par value of RUB 851,500,000 (Eight hundred fifty one million five hundred thousand rubles), which amounts to 80.4628004834383% of RBK Online LLC's authorized capital, and to agree to the alienation of the participatory interest in accordance with terms set out in the offer of Sotol Proyekt JSC, a shareholder of RBK Online LLC (OGRN 1167746913201, TIN 7714411263, address: 14, Nizhnyaya St.,</p>	

building 7, office 33, 125040, Moscow, in accordance with terms set out in Schedule No. 1 to these Minutes."

On agenda item 8:

"To approve a transaction between RBC PJSC and Softspot Holdings Limited, Supplementary agreement No. 2 dated July 14, 2017 to Loan agreement dated July 21, 2015 (hereinafter, "the Agreement"), whereby clause 2.2. of the Agreement shall read as follows:

"2.2. The Borrower shall repay the Lender the loan amount indicated in clause 1.1. of the Agreement with interests at the rate of 10% (ten percent) no later than on July 21, 2018."

The Supplementary agreement shall take effect immediately upon its signing by the Parties."

On agenda item 9:

"To approve a transaction between RBC PJSC and Softspot Holdings Limited, Supplementary agreement No. 3 to Loan agreement No. DZ/TR00-026 dated October 16, 2015 (hereinafter, "the Agreement"), whereby clause 2.1. of the Agreement shall read as follows:

"2.1. The Parties have agreed that the Borrower shall return the Loan Amount not later than October 15, 2018, by means of transfer of the appropriate amount to the Creditor's account"

The Supplementary agreement shall take effect immediately upon its signing by the Parties."

On agenda item 10:

"To approve the transaction between the daughters companies of PJSC RBC, in which PJSC RBC directly or indirectly has more than 2 (two) percent of voting shares or more than 2 (two) percent of the authorized capital, - Loan Agreement No. 71-1709 / 22 on the following essential terms:

parties of the transaction: JSC «RU-CENTER» (the Lender) and Global Media Solutions LLC (the Borrower).

subject and terms of the transaction:

Pursuant to the Agreement, the Lender shall provide the Borrower with a loan worth RUB 35,000,000 (thirty-five million and 00/100 rubles) (VAT is not charged) and the Borrower shall repay the said loan on the date set out in the Agreement;

interest rate and loan repayment date:

The Parties shall agree to regard this Agreement as interest-free, and no interests shall be charged on the loan amount.

The Borrower shall repay the loan to the Lender no later than on December 31, 2021.

Effective term of the Agreement:

The Agreement shall take effect from the day on which the loan amount is credited by the Lender to the Borrower's settlement account and remain in effect until the Parties have discharged their obligations hereunder in full."

2.4. The date of the meeting of the Issuer's Board of Directors (Supervisory Council) at which the relevant resolutions were passed: **September 25, 2017.**

2.5. The date on which the minutes of the Issuer's Board of Directors (Supervisory Council) were taken and the number of the minutes: **Minutes No. 105 dated September 26, 2017.**

3. Signature

3.1. Attorney-In-Fact

(Power of Attorney No. 465/14/rbk dated 26.12.2014)

(signature)

Igor Selivanov

3.2. Date _____ September 26, 20 17

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