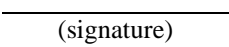


**Material fact notice
on entering into a related-party transaction by the issuer**

| 1. General Information | |
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| 1.1. Issuer's full corporate name | Public Joint Stock Company "RBC" |
| 1.2. Issuer's short corporate name | PJSC "RBC" |
| 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 |
| 1.8. Date of the event (material fact), about which the notice was drawn up (if appropriate) | November 12, 2019. |
| 2. Contents of the notice | |
| <p>2.1. Type of transaction (a related-party transaction; a related-party transaction which is also a major transaction): a related-party transaction.</p> <p>2.2. Type and subject of the transaction: Supplementary Agreement No. 3 to Loan Agreement No. 69-1610/6- dated 25.10.2016 between PJSC "RBC" and JSC "RU-CENTER."</p> <p>2.3. Content of the transaction, including information about civil rights and obligations which the said transaction contemplates, modifies, or terminates: All terms and conditions of the Agreement governing the determination of the amount and accrual of loan interest shall be deemed terminated effective from July 1, 2019 and the Agreement shall be deemed interest-free.</p> <p>2.4. Deadline for the performance of obligations under the transaction, the parties and beneficiaries under the transaction, the transaction amount expressed in monetary terms and as a percentage of the value of the issuer's assets: deadline for the performance of obligations under the transaction: December 31, 2022; the Parties to the transaction: PJSC "RBC" (the Borrower) and JSC "RU-CENTER" (the Lender); transaction amount in monetary terms: RUB 350,000,000 (five hundred million rubles) and interest on it payable in accordance with the terms of the Agreement; transaction amount expressed as a percentage of the value of the issuer's assets: 2.66%.</p> <p>2.5. The value of the issuer's assets as of the end date of the last complete reporting period preceding the transaction (conclusion of the agreement): RUB 16,087,287,000 as of September 30, 2019.</p> <p>2.6. Date of the transaction (date of the agreement): November 12, 2019.</p> <p>2.7. Full and short corporate names (name in case of a non-profit organization), address of a legal entity or the first, patronymic (if any), and last name of an individual deemed a related party to the transaction by the issuer in accordance with the laws of the Russian Federation, ground(s) for being deemed a related party to the transaction, the related party's share in the authorized (share) capital (the number of shares owned by the related party) of the issuer and the legal entity which is a party to the transaction: A) full and short corporate names: "SOTOL PROJECT" JOINT STOCK COMPANY ("SOTOL PROJECT" JSC); address of a legal entity deemed a related party to the transaction by the issuer in accordance with the laws of the Russian Federation: Moscow, Russia; ground(s) for being deemed a related party to the transaction: a controlling entity of PJSC "RBC" and a controlling entity of JSC "RU-CENTER," a party to the transaction. the share of the related party in the authorized capital (the number of shares owned by the related party) of the issuer and the legal entity which is a party to the transaction: 72.19% (direct ownership of shares of the issuer – PJSC "RBC" – and indirect ownership of shares of a party to the transaction - JSC "RU-CENTER"). B) the first, patronymic (if any), and last name of an individual deemed a related party to the transaction by the issuer in accordance with the laws of the Russian Federation: Nikolay Molibog; ground(s) for being deemed a related party to the transaction: PJSC "RBC's" Sole Executive Body, holds office in the management bodies of JSC "RU-CENTER"(General Director), which is a party to the transaction. the share of the related party in the authorized capital (the number of shares owned by the related party) of the issuer and the legal entity which is a party to the transaction: 0%.</p> <p>2.8. Information on adopting the resolution to approve the transaction or further approval of the transaction in the event that the said resolution was adopted by the authorized management body of the issuer (name of the management body of the issuer which adopted the resolution on the approval or further approval of the transaction, date of adopting the said resolution, date and number of the minutes of the meeting (board meeting) of the issuer's management body during which the said resolution was adopted, if it was adopted by a collective management body of the organization) or a reference to the fact that the resolution on approval or further approval of the transaction was not passed: obtaining consent for the transaction/approval of the transaction by PJSC "RBC's" management bodies is not required.</p> | |
| 3. Signature | |
| 3.1. General Director |  (signature) |
| 3.2. Date | _____ Seal |
| | _____ November 12, 2019 |