

**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	Public Joint Stock Company "RBC"
1.2. Issuer's short corporate name	PJSC "RBC"
1.3. Issuer's location	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 applicable)	October 22, 2020
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 the Federal Law No. 208-FZ "On Joint-Stock Companies," a quorum was reached, and the Company's Board of Directors is authorized to pass resolutions on all agenda items of the meeting. 7 out of 7 members of the Board of Directors participated in the Board of Directors' meeting.</i></p> <p>2.2. Results of voting on agenda items: <i>On agenda items No. 1-2:</i> Voted FOR: Anna Tyushkevich, Dmitry Strashnov, Fulvio Conti, Nikolay Molibog, Boris Krasnovsky, Vadim Medvedev, Yuri Shumilov, a total of 7 votes. AGAINST: none. ABSTAINED: none. Total: FOR - 7 votes, AGAINST - none, ABSTAINED – none. <i>The vote of PJSC "RBC's" Board member Nikolay Molibog, who is the General Director of PJSC "RBC," was not counted when determining voting results on the Board of Director's meeting agenda item No. 3-6:</i> Voted FOR: Anna Tyushkevich, Dmitry Strashnov, Fulvio Conti, Boris Krasnovsky, Vadim Medvedev, Yuri Shumilov, a total of 6 votes. AGAINST: none. ABSTAINED: none. Total: FOR - 6 votes, AGAINST - none, ABSTAINED – none.</p> <p>2.3. Contents of the resolutions passed by the Issuer's Board of Directors <i>On agenda item 1:</i> To approve, pursuant to Article 15.2 (48) of PJSC "RBC's" Articles of Association, a transaction between PJSC "RBC" (the Guarantor) and VTB Bank (public joint-stock company) (the Bank) – provision of a guarantee by PJSC "RBC" in accordance with the Guarantee Agreement No. 5245-DP between PJSC "RBC" and VTB Bank (public joint-stock company) to secure the fulfillment of JSC "RBC-TV's" obligations under the Activities Resumption Loan Agreement No. 5245 between JSC "RBC-TV" (the Borrower) and VTB Bank (public joint-stock company) (the Creditor) on material terms stipulated in a draft Guarantee Agreement No. 5245-DP (Schedule No. 1 hereto). To grant PJSC "RBC's" General Director Nikolay Molibog powers to approve/sign the Guarantee Agreement No. 5245-DP with the Bank on terms stipulated in Schedule No. 1 hereto, as well as to sign at his own discretion other documents related to signing of the Guarantee Agreement No. 5245-DP. To grant PJSC "RBC's" General Director Nikolay Molibog powers (with a right of substitution) to make further amendments to the said documents and other related documents within the material terms approved by PJSC "RBC's" Board of Directors, sign relevant addendums and/or supplementary agreements and all other documents in connection with the said powers.</p> <p><i>On agenda item 2:</i> To approve, pursuant to Article 15.2 (48) of PJSC "RBC's" Articles of Association, a transaction between PJSC "RBC" (the Guarantor) and VTB Bank (public joint-stock company) (the Bank) – provision of a guarantee by PJSC "RBC" in accordance with the Guarantee Agreement No. 5247-DP between PJSC "RBC" and VTB Bank (public joint-stock company) to secure the fulfillment of JSC "ROSBUSINESSCONSULTING's" obligations under the Activities Resumption Loan Agreement No. 5247 between JSC "ROSBUSINESSCONSULTING" (the Borrower) and VTB Bank (public joint-stock company) (the Creditor) on material terms stipulated in a draft Guarantee Agreement No. 5247-DP (Schedule No. 2 to these Minutes). To grant PJSC "RBC's" General Director Nikolay Molibog powers to approve/sign the Guarantee Agreement No. 5247-DP with the Bank on terms stipulated in Schedule No. 2 hereto, as well as to sign at his own discretion other documents related to signing of the Guarantee Agreement No. 5247-DP. To grant PJSC "RBC's" General Director Nikolay Molibog powers (with a right of substitution) to make further amendments to the said documents and other</p>	

related documents within the material terms approved by PJSC "RBC's" Board of Directors, sign relevant addendums and/or supplementary agreements and all other documents in connection with the said powers.

On agenda item 3:

To determine the price (monetary value) of the asset which is the subject of a related-party transaction – provision of a guarantee by PJSC "RBC" in accordance with the Guarantee Agreement No. 5245-DP between PJSC "RBC" and VTB Bank (public joint-stock company) to secure the fulfillment of JSC "RBC-TV's" obligations under the Activities Resumption Loan Agreement No. 5245 between JSC "RBC-TV" (the Borrower) and VTB Bank (public joint-stock company) (the Creditor) in accordance with terms stipulated in a draft Guarantee Agreement No. 5245-DP (Schedule No. 1 hereto).

On agenda item 4:

To determine the price (monetary value) of the asset which is the subject of a related-party transaction – provision of a guarantee by PJSC "RBC" in accordance with the Guarantee Agreement No. 5247-DP between PJSC "RBC" and VTB Bank (public joint-stock company) to secure the fulfillment of JSC "ROSBUSINESSCONSULTING's" obligations under the Activities Resumption Loan Agreement No. 5247 between JSC "ROSBUSINESSCONSULTING" as the Borrower and VTB Bank (public joint-stock company) as the Creditor in accordance with terms stipulated in a draft Guarantee Agreement No. 5247-DP (Schedule No. 2 hereto).

On agenda item 5:

To give consent, pursuant to 15.2 (24) of PJSC "RBC's" Articles of Association, to a related-party transaction – provision of a guarantee by PJSC "RBC" in accordance with the Guarantee Agreement No. 5245-DP between PJSC "RBC" and VTB Bank (public joint-stock company) to secure the fulfillment of JSC "RBC-TV's" obligations under the Activities Resumption Loan Agreement No. 5245 between JSC "RBC-TV" (the Borrower) and VTB Bank (public joint-stock company) (the Creditor) on material terms stipulated in a draft Guarantee Agreement No. 5245-DP (Schedule No. 1 hereto).

Related parties and their grounds for being a related party:

PJSC "RBC's" controlling entity — "Sotol Project" JSC; grounds for being a related party: the controlling entity of the transaction party — PJSC "RBC," and of the beneficiary of the transaction — JSC "RBC-TV," which is not a transaction party.

PJSC "RBC's" controlling entity — Olga Berezkina; grounds for being a related party: the controlling entity of the transaction party — PJSC "RBC," and of the beneficiary of the transaction — JSC "RBC-TV," which is not a transaction party.

Nikolay Molibog — Member of the Board of Directors of PJSC "RBC," General Director of PJSC "RBC," and General Director of JSC "RBC-TV;" grounds for being a related party: Member of the Board of Directors and Sole Executive Body of the transaction party — PJSC "RBC," General Director of JSC "RBC-TV," which is the beneficiary of the transaction, but not a transaction party.

On agenda item 6:

To give consent, pursuant to 15.2 (24) of PJSC "RBC's" Articles of Association, to a related-party transaction – provision of a guarantee by PJSC "RBC" in accordance with the Guarantee Agreement No. 5247-DP between PJSC "RBC" and VTB Bank (public joint-stock company) to secure the fulfillment of JSC "ROSBUSINESSCONSULTING's" obligations under the Activities Resumption Loan Agreement No. 5247 between JSC "ROSBUSINESSCONSULTING" (the Borrower) and VTB Bank (public joint-stock company) (the Creditor) on material terms stipulated in a draft Guarantee Agreement No. 5247-DP (Schedule No. 2 hereto).

Related parties and their grounds for being a related party:

PJSC "RBC's" controlling entity — "Sotol Project" JSC; grounds for being a related party: the controlling entity of the transaction party — PJSC "RBC," and of the beneficiary of the transaction — JSC "ROSBUSINESSCONSULTING," which is not a transaction party.

PJSC "RBC's" controlling entity — Olga Berezkina; grounds for being a related party: the controlling entity of the transaction party — PJSC "RBC," and of the beneficiary of the transaction — JSC "ROSBUSINESSCONSULTING," which is not a transaction party.

Nikolay Molibog — Member of the Board of Directors of PJSC "RBC," General Director of PJSC "RBC," and General Director of JSC "ROSBUSINESSCONSULTING;" grounds for being a related party: Member of the Board of Directors and Sole Executive Body of the transaction party — PJSC "RBC," General Director of JSC "ROSBUSINESSCONSULTING," which is the beneficiary of the transaction, but not a transaction party.

2.4. The date of the meeting of the Issuer's Board of Directors (Supervisory Council) at which the respective resolutions were passed: **October 21, 2020.**

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. 162 dated October 22, 2020**

3. Signature

3.1. General Director	_____	Nikolay Molibog
	(signature)	
3.2. Date	_____	Seal

_____ October 22, 20 20