

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 6 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 agenda items 3, 4, 5, 6 and 9:</i> Voted: FOR: Andrey Kononov, Alexander Lyubimov, Nikolay Molibog, Elena Myasnikova, Dmitry Razumov, Dmitry Usanov, a total of 6 votes. AGAINST: none. ABSTAINED: none. Total: FOR - 6 votes, AGAINST - none, ABSTAINED – none. <i>The votes on agenda items 1, 2, 7 and 8 of two members of the Board of Directors, having interest in the transactions, were not taken into account:</i> Voted: FOR: Andrey Kononov, Alexander Lyubimov, Elena Myasnikova, Dmitry Usanov, a total of 4 votes. AGAINST: none. ABSTAINED: none. Total: FOR - 4 votes, AGAINST - none, ABSTAINED – none.</p> <p>2.3. Contents of the resolutions passed by the Board of Directors: <i>On agenda item 1:</i> To set the price (monetary value) of the assets (money denominated in Russian rubles) to be divested by the Company in accordance with a related-party transaction, namely entering into supplementary agreement to the Employment Agreement dated 10.01.2014 between the Company and the Company's General Director Nikolay Molibog at the amount determined in the said supplementary agreement in accordance with Schedule 1 to the Minutes of the Board of Directors meeting, which is less than 2% of the Company's balance sheet value, determined on the basis of the financial statement as of the latest reporting date. <i>On agenda item 2:</i> To approve a related-party transaction worth less than 2% of the Company's balance sheet value, determined on the basis of the financial statement as of the latest reporting date, namely entering into supplementary agreement to the Employment Agreement dated 10.01.2014 between the Company and the Company's General Director Nikolay Molibog in accordance with Schedule 1 to the Minutes of the Board of Directors meeting. <i>On agenda item 3:</i> 1. To determine the amount of the remuneration and compensation to the Company's General Director Nikolay Molibog in accordance with supplementary agreement to the Employment Agreement dated 10.01.2014 and approve the terms of supplementary agreement to the Employment Agreement with the Company's General Director in accordance with Schedule 1 to the Minutes of the Board of Directors meeting. 2. To empower the Chairman of the Company's Board of Directors to sign on behalf of the Company the approved version of supplementary agreement to the Employment Agreement dated 10.01.2014 between the Company and the Company's General Director Nikolay Molibog. <i>On agenda item 4:</i> To elect Nikolay Molibog as the Company's General Director for a three-year term effective January 10, 2017. <i>On agenda item 5:</i></p>

To consent to the concurrent holding by the Company's General Director Nikolay Molibog of positions in the management bodies of other organizations, namely:

1. general director of Global Media Solutions LLC;
2. general director of Rosbusinessconsulting CJSC;
3. general director of RU-CENTER JSC;
4. president of the Foundation for Promoting the Development of Internet Technology and Infrastructure;
5. a member of the presidium of the Foundation for Promoting the Development of Internet Technology and Infrastructure.

On agenda item 6:

To allow the Company's General Director Nikolay Molibog to concurrently hold the office of the general director of other organizations, namely: Global Media Solutions LLC, Rosbusinessconsulting CJSC, RU-CENTER JSC, as well as the office of the president of the Foundation for Promoting the Development of Internet Technology and Infrastructure.

On agenda item 7:

To set the price (monetary value) of the assets (money denominated in Russian rubles) to be divested by the Company in accordance with a related-party transaction, namely entering into an Employment Agreement between the Company and the Company's General Director Nikolay Molibog at the amount determined in the said Employment Agreement in accordance with Schedule 2 to the Minutes of the Board of Directors meeting, which is less than 2% of the Company's balance sheet value determined on the basis of the financial statement as of the latest reporting date.

On agenda item 8:

To approve a related-party transaction worth less than 2% of the Company's balance sheet value, determined on the basis of the financial statement as of the latest reporting date, namely entering into the Employment Agreement between the Company and the Company's General Director Nikolay Molibog in accordance with Schedule 2 to the Minutes of the Board of Directors meeting.

On agenda item 9:

1. To determine the amount of the remuneration and compensation to the Company's General Director Nikolay Molibog in accordance with the Employment Agreement and approve the terms of the Employment Agreement with the Company's General Director in accordance with Schedule 2 to the Minutes of the Board of Directors meeting.
2. To empower the Chairman of the Company's Board of Directors to sign on behalf of the Company the approved version of the Employment Agreement between the Company and the Company's General Director Nikolay Molibog.

2.4. The date of the meeting of the Issuer's Board of Directors (Supervisory Council) at which the relevant resolutions were passed: **November 14, 2016.**

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. 97 dated November 17, 2016.**

3. Signature

3.1. Attorney-In-Fact

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

(signature)

Igor Selivanov

3.2. Date

November 17, 2016

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