

**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	<b>Public Joint Stock Company "RBC"</b>
1.2. Issuer's short corporate name	<b>PJSC "RBC"</b>
1.3. Issuer's location	<b>Moscow</b>
1.4. Issuer's primary state registration number (OGRN)	<b>1057746899572</b>
1.5. Issuer's TIN	<b>7728547955</b>
1.6. Issuer's unique code assigned by the registration authority	<b>56413-N</b>
1.7. Address of the website used by the issuer to disclose information	<a href="http://www.e-disclosure.ru/portal/company.aspx?id=24832">http://www.e-disclosure.ru/portal/company.aspx?id=24832</a> <a href="http://rbcholding.ru/filings.shtml">http://rbcholding.ru/filings.shtml</a>
1.8. Date of the event (material fact), about which the notice was drawn up (if applicable)	<b>September 2, 2019</b>
2. Contents of the notice	
<p>2.1. Quorum of the Issuer's Board of Directors (Supervisory Council) meeting: <b><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></b></p> <p>2.2. Results of voting on agenda items: <b><i>On all agenda items:</i></b> 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.</p> <p>2.3. Contents of the resolutions passed by the Issuer's Board of Directors: <b><i>On agenda item 1:</i></b> To approve the Company's position "FOR" on adopting a resolution by the sole shareholder of PJSC "RBC's" subsidiary — JSC "RU-CENTER," in which PJSC "RBC" holds indirectly more than 2% (two percent) of voting shares with the following wording of the resolution: "To approve Supplementary Agreement No. 6 to Lease Agreement No. 16-AF dated 01.03.2015 (hereinafter, the "Agreement") between JSC "RU-CENTER" (the "Lessee") and JSC "FIARD" (the "Lessor"), in accordance with which the Parties have agreed to extend the validity term of the Agreement and to reword Clause 5.1 of the Agreement to read as follows: "5.1. The lease period hereunder shall be from October 1, 2019 until August 31, 2020." The Supplementary Agreement shall take effect immediately upon its signing by the Parties." <b><i>On agenda item 2:</i></b> To approve the Company's position on voting "FOR" by participants of the extraordinary general meeting of participants of Loveplanet LLC, in which PJSC "RBC" holds indirectly more than 2% (two percent) participatory interest in the authorized capital: On election of the General Director of Loveplanet LLC" with the following wording of the resolution: "To elect Maksim Khramov General Director of Loveplanet LLC for a three-year term effective from September 9, 2019." On approval of the terms of the employment agreement with the General Director of Loveplanet LLC and determining the amount of remuneration, bonuses, and compensations payable to the General Director of Loveplanet LLC" with the following wording of the resolution: "To approve the terms of the Employment Agreement with the General Director of Loveplanet LLC Maksim Khramov as per the presented draft and to determine the amount of remuneration, bonuses, and compensations payable to the General Director of Loveplanet LLC Maksim Khramov as per the terms of his Employment Agreement." <b><i>On agenda item 3:</i></b> To approve the Company's position "FOR" on adopting a resolution by the sole member of PJSC "RBC's" subsidiary — Media Mir LLC, in which PJSC "RBC" holds indirectly more than 2% (two percent) participatory interest in its authorized capital with the following wording of the resolution: "1. To elect Igor Selivanov General Director of Media Mir LLC for a three-year term in a concurrent position effective from September 9, 2019. 2. To approve the terms of the Employment Agreement with the General Director of Media Mir LLC Igor Selivanov and to determine the amount of remuneration, bonuses, and compensation payable to Media Mir LLC's</p>	

General Director Igor Selivanov as per the presented draft."

2.4. The date of the meeting of the Issuer's Board of Directors (Supervisory Council) at which the relevant resolution was passed: **August 30, 2019**.

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. 136 dated September 2, 2019**

3. Signature

3.1. Attorney-in-Fact

(Power of Attorney No. 33/19/rbk dated  
01.01.2019)

Igor Selivanov

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(signature)

3.2. Date      \_\_\_\_\_ September 2, 20 19

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