

Material Fact Notice
on resolutions passed by the Issuer's Board of Directors (Supervisory Board)

1. General Information	
1.1. Issuer's full corporate name (name of non-profit organization)	RBC Public Joint-Stock Company
1.2. Issuer's short corporate name	RBC PJSC
1.3. Issuer's address	78 Profsoyuznaya St., Moscow 117393, Russia 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 board) meeting 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 9 out of 9 members of the Board of Directors within the established deadline.</p>	
<p>2.2. Results of voting on agenda items:</p> <p>On agenda item 1: Election of the Chairman of the Company's Board of Directors. Voted: FOR: Derk Sauer, Nikolay Molibog, Alexander Lyubimov, Ekaterina Salnikova, Elena Myasnikova, Sergey Podsypanin, Natalia Sharshova, Andrey Kononov, Anastasiya Maksimova - a total of 9 votes. AGAINST: none. ABSTAINED: none Total: FOR - 9 votes, AGAINST - none, ABSTAINED – none.</p> <p>On agenda item 2: Election of the Secretary of the Company's Board of Directors. Voted: FOR: Derk Sauer, Nikolay Molibog, Alexander Lyubimov, Ekaterina Salnikova, Elena Myasnikova, Sergey Podsypanin, Natalia Sharshova, Andrey Kononov, Anastasiya Maksimova - a total of 9 votes. AGAINST: none. ABSTAINED: none Total: FOR - 9 votes, AGAINST - none, ABSTAINED – none.</p> <p>On agenda item 3: Convening an extraordinary general meeting of the Company's shareholders (EGM). Voted: FOR: Derk Sauer, Nikolay Molibog, Alexander Lyubimov, Ekaterina Salnikova, Elena Myasnikova, Sergey Podsypanin, Natalia Sharshova, Andrey Kononov, Anastasiya Maksimova - a total of 9 votes. AGAINST: none. ABSTAINED: none Total: FOR - 9 votes, AGAINST - none, ABSTAINED – none.</p> <p>On agenda item 4: Approval of the EGM agenda. Voted: FOR: Derk Sauer, Nikolay Molibog, Alexander Lyubimov, Ekaterina Salnikova, Elena Myasnikova, Sergey Podsypanin, Natalia Sharshova, Andrey Kononov, - a total of 8 votes.</p>	

AGAINST: none. ABSTAINED: Anastasiya Maksimova, 1 vote.

Total: FOR - 8 votes, AGAINST - none, ABSTAINED – 1.

On agenda item 5:

Determining the record date for compiling the list of persons eligible to participate in the EGM.

Voted: FOR: Derk Sauer, Nikolay Molibog, Alexander Lyubimov, Ekaterina Salnikova, Elena Myasnikova, Sergey Podsypanin, Natalia Sharshova, Andrey Kononov, - a total of 8 votes.

AGAINST: none. ABSTAINED: Anastasiya Maksimova, 1 vote.

Total: FOR - 8 votes, AGAINST - none, ABSTAINED – 1.

On agenda item 6:

Approval of the list of documents (information) to be made available to shareholders ahead of the EGM and the procedure for disclosing such documents (information).

Voted: FOR: Derk Sauer, Nikolay Molibog, Alexander Lyubimov, Ekaterina Salnikova, Elena Myasnikova, Sergey Podsypanin, Natalia Sharshova, Andrey Kononov, Anastasiya Maksimova - a total of 9 votes.

AGAINST: none. ABSTAINED: none

Total: FOR - 9 votes, AGAINST - none, ABSTAINED – none.

On agenda item 7:

Approval of the notice on convening the EGM.

Voted: FOR: Derk Sauer, Nikolay Molibog, Alexander Lyubimov, Ekaterina Salnikova, Elena Myasnikova, Sergey Podsypanin, Natalia Sharshova, Andrey Kononov, Anastasiya Maksimova - a total of 9 votes.

AGAINST: none. ABSTAINED: none

Total: FOR - 9 votes, AGAINST - none, ABSTAINED – none.

On agenda item 8:

Determining the procedure for notifying shareholders about the EGM. Determining the date for sending ballot sheets to the persons eligible to participate in the EGM of the Company, and the postal address to which completed ballot sheets can be sent.

Voted: FOR: Derk Sauer, Nikolay Molibog, Alexander Lyubimov, Ekaterina Salnikova, Elena Myasnikova, Sergey Podsypanin, Natalia Sharshova, Andrey Kononov, Anastasiya Maksimova - a total of 9 votes.

AGAINST: none. ABSTAINED: none

Total: FOR - 9 votes, AGAINST - none, ABSTAINED – none.

2.3. Contents of the resolutions passed by the Board of Directors:

On agenda item 1:

To elect Ekaterina Salnikova Chairwoman of the Company's Board of Directors.

On agenda item 2:

To elect Yulia Krivokorytova Secretary of the Company's Board of Directors.

On agenda item 3:

To convene an EGM in the form of a meeting (joint attendance of shareholders to discuss items on the agenda of the General Meeting and to adopt resolutions on motions put to vote) with ballot sheets distributed in advance. To approve the following:

- venue for the EGM and registration of EGM participants: RBC PJSC offices at 78 Profsoyuznaya Street, Moscow.
- Date of the EGM: November 26, 2015.
- EGM commencement time: 11 a.m.
- Beginning of registration for EGM participants: 10 a.m.

To approve the cost estimate for holding the EGM (in accordance with Schedule No. 1 to Minutes of the meeting of the Board of Directors).

On agenda item 4:

To approve the following agenda items for the Company's EGM:

1. Approval of the new version of the Company's Articles of Association (version No. 9).
2. Approval of a new version of the Regulations on the Company's Board of Directors.
3. Determining the number of the Board of Directors members.
4. Early termination of powers of the Board of Directors members.
5. Election of members of the Company's Board of Directors.

On agenda item 5:

To instruct the specialized registrar Computershare Registrar JSC to compile the list of persons eligible to participate in the EGM based on the Company's shareholders register as of September 15, 2015 (end of business day).

On agenda item 6:

To approve the following list of documents (information) to be made available to shareholders ahead of the EGM and the procedure for disclosing such documents (information):

- 1) Notice of the Company's EGM;
- 2) Draft of the Company's Articles of Association (version No. 9).
- 3) Draft of the new version of the Regulations on the Company's Board of Directors.
- 4) Information on candidates for the Company's Board of Directors;
- 5) Information on the availability/lack of a written consent of nominated candidates for appointment to the Company's Board of Directors;
- 6) Draft resolutions of the Company's EGM.

To ensure the access of shareholders to the above-mentioned information on business days from 10 a.m. until 6 p.m. starting November 5, 2015 at the address: 78/1 Profsoyuznaya St., Moscow, RBC PJSC offices.

The materials shall be provided to shareholders in accordance with the procedure stipulated by Russian law and the Company's Articles of Association.

On agenda item 7:

To approve the text of the Notice on holding the EGM (in accordance with Schedule No. 2 to Minutes of the meeting of the Board of Directors).

On agenda item 8:

"1. To publish the Notice on holding the EGM in RBC newspaper and on the Company's website <http://rbcholding.ru/filings.shtml> nor later than September 16, 2015.

2. To send out ballot sheets and the announcement on holding the EGM by registered mail to each person eligible to participate in the extraordinary general meeting of the Company's shareholders no later than November 5, 2015.

3. Completed ballot sheets can be submitted to the following addresses:

**Computershare Registrar JSC, 8, Ivan Franko Street, Moscow 121108;
RBC PJSC, 78, Profsoyuznaya Street, Moscow 117393.**

4. For the purpose of determining the quorum and the tallying of votes, ballot sheets submitted no later than 6 p.m. on November 23, 2015 shall be counted.

2.4. The date of the meeting of the Issuer's Board of Directors (Supervisory Board) at which the relevant resolution was passed: **September 04, 2015**

2.5. The date on which the minutes of the Issuer's Board of Directors (Supervisory Board) were taken and the number of the minutes: **Minutes No. 84 dated September 04, 2015.**

3. Signature

3.1. RBC PJSC General Director _____ Nikolay Molibog
(signature)

3.2. Date: September 4, 2015 Seal.