

## Material Fact Notice

### on Convening the General Meeting of the Issuer's Shareholders

1. General Information	
1.1 Issuer's full corporate name (name of non-profit organization)	<b>RBC Open Joint-Stock Company</b>
1.2. Issuer's short corporate name	<b>RBC OJSC</b>
1.3 Issuer's address	<b>78 Profsoyuznaya St., Moscow 117393, Russia</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>

2. Contents of the notice	
2.1 The type of the general meeting of the Issuer's participants (shareholders):	<b>annual general meeting of the Company's shareholders.</b>
2.2 The form of the general meeting of the Issuer's participants (shareholders):	<b>joint presence of shareholders.</b>
2.3 Date, place and time of the general meeting of the Issuer's participants (shareholders), postal address to which in the cases set forth in the federal law, completed ballots can be sent:	<b>June 26, 2015, address: 78, Profsoyuznaya St., Moscow, premises of RBC OJSC, the annual general meeting of shareholders is to begin at 11:00 a.m. Completed ballot sheets can be submitted to the following addresses: Computershare Registrar CJSC, 8, Ivan Franko Street, Moscow 121108; RBC OJSC, 78, Profsoyuznaya Street, Moscow 117393.</b>
2.4 Time at which registration of the persons taking part in the general meeting of the Issuer's participants (shareholders) begins:	<b>10:00 a.m. on June 26, 2015.</b>
2.5 Date on which the list of persons eligible to take part in the general meeting of the Issuer's participants (shareholders) was compiled:	<b>May 24, 2015 (end of the day).</b>
2.6 The form of the general meeting of the Issuer's participants (shareholders):	<ol style="list-style-type: none"><li><b>1. Approval of the Regulations on the Company's General Meeting of Shareholders.</b></li><li><b>2. Approval of the Regulations on the Company's Board of Directors.</b></li><li><b>3. Approval of the Regulations on the Company's Audit and Compliance Committee.</b></li><li><b>4. Approval of the new version of the Company's Articles of Association (version No. 8).</b></li><li><b>5. Approval of the Company's annual report, annual financial statement, including the income statement (profit and loss accounts) based on 2014 results.</b></li><li><b>6. Distribution of the Company's profit and losses based on 2014 results, including the payout of dividends on the Company's shares for 2014.</b></li><li><b>7. Approval of the Company's auditor.</b></li><li><b>8. Election of members of the Audit and Compliance Committee of the Company.</b></li><li><b>9. Election of members of the Board of Directors of the Company.</b></li></ol>

2.7. Procedure for obtaining access to information (materials), which the Issuer is to provide as part of preparations for the general meeting of the Issuer's participants (shareholders), and address (addresses) at which such information can be obtained: **Shareholders may peruse the materials provided as part of preparations for the general meeting of shareholders during business days from 10 a.m. through 6 p.m. beginning June 5, 2015 at the address: 78, Profsoyuznaya St., Moscow.**

3. Signature	
General Director RBC OJSC	Nikolay Molibog
Date <u>      </u> <u>  May 13,  </u> <u>  20 15  </u>	_____ (Signature)  Seal