

**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>March 10, 2020</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 include the following persons in the list of candidates put forward by shareholders that own at least 2% of the Company's voting shares, for the election of members of the Company's Board of Directors at the Annual General Meeting of shareholders in 2020:</p> <ol style="list-style-type: none"> <li>1. Anna Tyushkevich</li> <li>2. Dmitry Strashnov</li> <li>3. Fulvio Conti</li> <li>4. Nikolay Molibog</li> <li>5. Boris Krasnovsky</li> <li>6. Vadim Medvedev</li> <li>7. Yuri Shumilov</li> </ol> <p><b><i>On agenda item 2:</i></b> To include the following persons in the list of candidates put forward by shareholders that own at least 2% of the Company's voting shares, for the election of members of the Company's Audit and Compliance Committee at the Annual General Meeting of shareholders in 2020:</p> <ol style="list-style-type: none"> <li>1. Marina Zhumaeva</li> <li>2. Andrey Polyakov</li> <li>3. Marina Smirnova</li> <li>4. Rumia Musina</li> </ol> <p><b><i>On agenda item 3:</i></b> To include the following items put forward by shareholders that own at least 2% of the Company's voting shares in the agenda of the Annual General Meeting of shareholders in 2020:</p> <ol style="list-style-type: none"> <li>1. On approval of the auditor of the Company's Russian accounting (financial) statements for 2020 with the following wording of the resolution: "To approve Baker Tilly Rus JSC (OGRN 1027700115409, address: 32A Khoroshevskoye Highway, Moscow 123007) as the auditor of the Company's Russian accounting (financial) statements for 2020."</li> <li>2. On approval of the auditor of the Company's IFRS financial statements for 2020 with the following wording of the resolution: "To approve Joint Stock Company "KPMG" (OGRN 1027700125628; address; 16 Olimpiysky Avenue, building 5, room 24E, suite I, 3rd floor, Moscow 129110) as the auditor of the Company's IFRS financial statements for 2020."</li> </ol> <p><b><i>On agenda item 4:</i></b> To approve PJSC "RBC's" vote "FOR" at the extraordinary General Meeting of members of "Registrar R01" LLC, in which PJSC "RBC" holds indirectly more than 2% (two percent) of the authorized capital:</p>	

"On election of the General Director of "Registrar R01" LLC"  
with the following wording of the resolution: "Effective from March 17, 2020, to elect Alexander Zhgut General Director of "Registrar R01" LLC for a three-year term."

"On approval of the terms of the employment agreement with the General Director of "Registrar R01" LLC and determining the amount of remuneration, bonuses, and compensations payable to the General Director of "Registrar R01" LLC"

with the following wording of the resolution:

"To approve the terms of the Employment Agreement with the General Director of "Registrar R01" LLC Alexander Zhgut as per the presented draft and to determine the amount of remuneration, bonuses, and compensations payable to the General Director of "Registrar R01" LLC Alexander Zhgut as per the terms of his Employment Agreement."

2.4. The date of the meeting of the Issuer's Board of Directors (Supervisory Council) at which the respective resolutions were passed: **March 5, 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. 145 dated 10.03.2020**

2.6. Identification attributes of the shares whose holders are entitled to take part in the Issuer's AGM:

type, category, series of securities: **uncertificated registered ordinary shares;**

state registration number of the issue and date of its registration: **state registration number of the issue is 1-02-56413-N, registration date: 01.11.2010;**

International Securities Identification Number (ISIN): **RU000A0JR6A6.**

3. Signature

3.1. General Director

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(signature)

Nikolay Molibog

3.2. Date

March 10, 20 20

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