

Material fact notice on a General Meeting of an Issuer's shareholders and resolutions adopted by it

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	
2.1. Type of the General Meeting of the Issuer's shareholders (annual (ordinary), extraordinary): <i>extraordinary general meeting of shareholders (EGM).</i>	
2.2. Form of the General Meeting of the Issuer's shareholders (joint presence of the Issuer's shareholders or absentee voting): <i>meeting (joint attendance of shareholders to discuss items on the agenda and to adopt resolutions on motions put to vote) with ballot sheets distributed in advance.</i>	
2.3. Date and place of the General Meeting of the Issuer's shareholders: <i>September 06, 2017 RBC offices at 78 Profsoyuznaya Street, Moscow</i>	
2.4. The quorum of the General Meeting of the Issuer's shareholders: Persons who held a total of 239,250,080 votes, which corresponds to 65.4348% of the total votes of the persons entitled to participate in the EGM, were registered at 11 a.m. local time.	
2.5. The agenda of the EGM:	
1. <i>Termination of the powers of Board of Directors members ahead of schedule.</i>	
2. <i>Determining the number of the Board of Directors members.</i>	
3. <i>Election of the Board of Directors members.</i>	
4. <i>Termination of the powers of the Company's Audit and Compliance Committee members ahead of schedule.</i>	
5. <i>Determining the number of the members of the Company's Audit and Compliance Committee.</i>	
6. <i>Election of the members of the Company's Audit and Compliance Committee.</i>	
7. <i>Approval of the new version of the Company's Articles of Association.</i>	
8. <i>Approval of the Regulations on the Company's Management Board.</i>	
2.6. The results of voting on items on the general meeting agenda, for which the quorum was achieved, and resolutions passed by the Issuer's shareholders: <i>Agenda item 1. Termination of the powers of Board of Directors members ahead of schedule.</i>	
RESULTS OF THE VOTING:	

Number of votes held by persons entitled to participate in the general meeting.	365,631,010
Number of votes that corresponds with the company's voting shares determined on the basis of clause 4.20 of the Regulation on additional requirements for the procedure of organizing, convening and holding a general meeting of shareholders approved by the Russian Federal Financial Markets Service Order No. 12-6/pz-n dated February 2, 2012.	365,631,010
Number of votes held by persons who participated in the general meeting on this agenda item.	239,250,080
Quorum (%)	65.4348

The quorum on this agenda item was **achieved**. Voting was made by ballot paper 1.

Voting options	Number of votes	% of shareholders who participated in the meeting
FOR	238,000,992	99.4779
AGAINST	2,800	0.0012
ABSTAINED	1,246,078	0.5208
Number of shareholders who did not vote		110
Number of votes that were not tallied as the ballots were recognized as invalid (including with regard to voting on this agenda item):		100

The resolution was passed based on voting results.

Agenda item 2. Determining the number of the Board of Directors members.

RESULTS OF THE VOTING:

Number of votes held by persons entitled to participate in the general meeting.	365,631,010
Number of votes that corresponds with the company's voting shares determined on the basis of clause 4.20 of the Regulation on additional requirements for the procedure of organizing, convening and holding a general meeting of shareholders approved by the Russian Federal Financial Markets Service Order No. 12-6/pz-n dated February 2, 2012.	365,631,010
Number of votes held by persons who participated in the general meeting on this agenda item.	239,250,080
Quorum (%)	65.4348

The quorum on this agenda item was **achieved**. Voting was made by ballot paper 2.

Voting options	Number of votes	% of shareholders who participated in the meeting
FOR	238,001,092	99.4780
AGAINST	2,800	0.0012
ABSTAINED	1,245,978	0.5208
Number of shareholders who did not vote		110
Number of votes that were not tallied as the ballots were recognized as invalid (including with regard to voting on this agenda item):		100

The resolution was passed based on voting results.

Agenda item 3. Election of the Board of Directors members.

RESULTS OF THE CUMULATIVE VOTING:

Number of cumulative votes held by persons entitled to participate in the meeting:	2,559,417,070
Number of cumulative votes that corresponds with the Company's voting shares determined on the basis of clause 4.20 of the Regulation on additional requirements for the procedure of organizing, convening and holding a general meeting of shareholders approved by the Russian Federal Financial Markets Service Order No. 12-6/pz-n dated February 2, 2012.	2,559,417,070
Number of cumulative votes held by persons who participated in the general meeting on this agenda item.	1,674,750,560
Quorum (%)	65.4348

The quorum on this agenda item was **achieved**. Voting was made by ballot paper 3.

No.	Candidate's name	Number of cumulative votes
FOR - breakdown of votes by candidates		
1	Maxim Gruzdev	307
2	Irina Esipenko	238,000,191
3	Fulvio Conti	238,000,541
4	Boris Krasnovsky	238,000,091
5	Vadim Medvedev	237,999,991
6	Nikolay Molibog	238,020,491
7	Dmitry Strashnov	237,999,991
8	Anna Tyushkevich	238,000,691
9	Marianna Tsakunova	350
Against all:		700

Abstained:	8,722,546
Number of votes that did not participate in the voting:	3,970
Number of cumulative votes that were not tallied as the ballots were recognized as invalid (including with regard to voting on this agenda item):	700

The following persons were elected based on the voting results:

Nikolay Molibog, Anna Tyushkevich, Fulvio Conti, Irina Esipenko, Boris Krasnovsky, Vadim Medvedev, Dmitry Strashnov.

Agenda item 4. Termination of the powers of the Company's Audit and Compliance Committee members ahead of schedule.

RESULTS OF THE VOTING:

Number of votes held by persons entitled to participate in the general meeting.	365,631,010
Number of votes that corresponds with the Company's voting shares determined on the basis of clause 4.20 of the Regulation on additional requirements for the procedure of organizing, convening and holding a general meeting of shareholders approved by the Russian Federal Financial Markets Service Order No. 12-6/pz-n dated February 2, 2012.	365,631,010
Number of votes held by persons who participated in the general meeting on this agenda item.	239,250,080
Quorum (%)	65.4348

The quorum on this agenda item was **achieved**. Voting was made by ballot paper 4.

Voting options	Number of votes	% of shareholders who participated in the meeting
FOR	238,000,992	99.4779
AGAINST	2,800	0.0012
ABSTAINED	1,246,078	0.5208
Number of shareholders who did not vote		110
Number of votes that were not tallied as the ballots were recognized as invalid (including with regard to voting on this agenda item):		100

The resolution was passed based on voting results.

Agenda item 5. Determining the number of the members of the Company's Audit and Compliance Committee.

RESULTS OF THE VOTING:

Number of votes held by persons entitled to participate in the general meeting.	365,631,010
Number of votes that corresponds with the company's voting shares determined on the basis of clause 4.20 of the Regulation on additional requirements for the procedure of organizing, convening and holding a general meeting of shareholders approved by the Russian Federal Financial Markets Service Order No. 12-6/pz-n dated February 2, 2012.	365,631,010
Number of votes held by persons who participated in the general meeting on this agenda item.	239,250,080
Quorum (%)	65.4348

The quorum on this agenda item was **achieved**. Voting was made by ballot paper 5.

Voting options	Number of votes	% of shareholders who participated in the meeting
FOR	238,003,892	99.4791
AGAINST	0	0.0000
ABSTAINED	1,245,978	0.5208
Number of shareholders who did not vote		110

Number of votes that were not tallied as the ballots were recognized as invalid (including with regard to voting on this agenda item):	100
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The resolution was passed based on voting results.

Agenda item 6. Election of the members of the Company's Audit and Compliance Committee:

RESULTS OF THE VOTING:

Number of votes held by persons entitled to participate in the general meeting.	365,631,010
Number of votes that corresponds with the Company's voting shares determined on the basis of clause 4.20 of the Regulation on additional requirements for the procedure of organizing, convening and holding a general meeting of shareholders approved by the Russian Federal Financial Markets Service Order No. 12-6/pz-n dated February 2, 2012.	365,631,010
Number of votes held by persons who participated in the general meeting.	239,250,080
Quorum (%)	65.4348
the quorum on this agenda item was achieved . Voting was made by ballot paper 6.	

N o.	Candidate's name	FOR		AGAINST		ABSTAINED		INVALID	
		Number of votes	%	Number of votes	%	Number of votes	%	Number of votes	%
1	Marina Zhumaeva	238,000,892	99.4779	100	0.0000	1,246,078	0.5208	2,900	0.0012
2	Andrey Polyakov	238,000,892	99.4779	100	0.0000	1,246,078	0.5208	2,900	0.0012
3	Marina Smirnova	238,000,892	99.4779	100	0.0000	1,246,078	0.5208	2,900	0.0012
Number of votes that did not take part in the voting:		110							

The following persons were elected based on the voting results:

Marina Zhumaeva, Andrey Polyakov, Marina Smirnova.

Agenda item 7. Approval of the new version of the Company's Articles of Association.

RESULTS OF THE VOTING:

Number of votes held by persons entitled to participate in the general meeting.	365,631,010
Number of votes that corresponds with the company's voting shares determined on the basis of clause 4.20 of the Regulation on additional requirements for the procedure of organizing, convening and holding a general meeting of shareholders approved by the Russian Federal Financial Markets Service Order No. 12-6/pz-n dated February 2, 2012.	365,631,010
Number of votes held by persons who participated in the general meeting on this agenda item.	239,250,080
Quorum (%)	65.4348

The quorum on this agenda item was **achieved**. Voting was made by ballot paper 7.

Voting options	Number of votes	% of shareholders who participated in the meeting
FOR	238,000,992	99.4779
AGAINST	2,800	0.0012
ABSTAINED	1,246,078	0.5208
Number of shareholders who did not vote		110
Number of votes that were not tallied as the ballots were recognized as invalid (including with regard to voting on this agenda item):		100

The resolution was passed based on voting results.

Agenda item 8. Approval of the Regulations on the Company's Management Board.

RESULTS OF THE VOTING:

Number of votes held by persons entitled to participate in the general meeting.	365,631,010
Number of votes that corresponds with the company's voting shares determined on the basis of clause 4.20 of the Regulation on additional requirements for the procedure of organizing, convening and holding a general meeting of shareholders approved by the Russian Federal Financial Markets Service Order No. 12-6/pz-n dated February 2, 2012.	365,631,010
Number of votes held by persons who participated in the general meeting on this agenda item.	239,250,080
Quorum (%)	65.4348

The quorum on this agenda item was **achieved**. Voting was made by ballot paper 8.

Voting options	Number of votes	% of shareholders who participated in the meeting
FOR	238,001,092	99.4780
AGAINST	2,800	0.0012
ABSTAINED	1,245,978	0.5208
Number of shareholders who did not vote		110
Number of votes that were not tallied as the ballots were recognized as invalid (including with regard to voting on this agenda item):		100

The resolution was passed based on voting results.

2.7. Wordings of the resolutions passed by the EGM:

Resolution on agenda item 1: To terminate the powers of Board of Directors members ahead of schedule.

Resolution on agenda item 2: To determine that the Company's Board of Directors shall consist of 7 (seven) members.

Resolution on agenda item 3: To elect the following persons to the Company's Board of Directors:

1. Irina Esipenko,
2. Fulvio Conti,
3. Boris Krasnovsky,
4. Vadim Medvedev,
5. Nikolay Molibog,
6. Dmitry Strashnov,
7. Anna Tyushkevich.

Resolution on agenda item 4: To terminate the powers of the Company's Audit and Compliance Committee members ahead of schedule.

Resolution on agenda item 5: To determine that the Company's Audit and Compliance Committee shall consist of 3 (three) members.

Resolution on agenda item 6: To elect the following members to the Company's Audit and Compliance Committee:

1. Marina Zhumaeva,

2. Andrey Polyakov,

3. Marina Smirnova.

Resolution on agenda item 7: To approve the new version of the Company's Articles of Association (version No 10) in accordance with Schedule No. 1 to these Minutes.

Resolution on agenda item 8: To approve the Regulations on the Company's Management Board in accordance with Schedule No. 2 to these Minutes.

2.8. Date and number of the minutes of the EGM: **Minutes No. 19 dated September 6, 2017.**

2.9. identification features of the Issuer's securities:

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. Attorney-In-Fact

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

Igor Selivanov

(signature)

3.2. Date _____ September 6, 20 17

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