

**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	Public Joint Stock Company "RBC"
1.2. Issuer's short corporate name	PJSC "RBC"
1.3. Issuer's location	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
1.8. Date of the event (material fact) about which the notice was drawn up (if applicable)	July 16, 2020
2. Contents of the notice	
<p>2.1. Quorum of the Issuer's Board of Directors (Supervisory Council) meeting: <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></p>	
<p>2.2. Results of voting on agenda items: <i>On all agenda items:</i> 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</p> <p><i>On agenda item 1:</i> On approval of a transaction between PJSC "RBC" (the Lender) and Halverston Holdings Limited (the Obligor) – Supplementary Agreement dated 07.02.2020 on Change of Debt Currency to the Novation Agreement ND/GTR dated 04.06.2013 in accordance with terms set out in Schedule No. 1 to these Minutes.</p> <p><i>On agenda item 2:</i> On approval of a transaction between PJSC "RBC" (the Lender) and Halverston Holdings Limited (the Obligor) – Supplementary Agreement dated 07.02.2020 on Change of Debt Currency to Loan Agreement dated 04.05.2010 in accordance with terms set out in Schedule No. 2 to these Minutes.</p> <p><i>On agenda item 3:</i> To approve a transaction between PJSC "RBC" (the Lender) and Halverston Holdings Limited (the Obligor) – Supplementary Agreement dated 07.02.2020 on Change of Debt Currency to Assignment Agreement dated 29.10.2013 in respect of the Loan Agreement dated 10.10.2008 in accordance with terms set out in Schedule No. 3 to these Minutes.</p> <p><i>On agenda item 4:</i> To approve a transaction between PJSC "RBC" (the Lender) and Halverston Holdings Limited (the Obligor) – Supplementary Agreement dated 07.02.2020 on Change of Debt Currency to Agreement on the Sale and Purchase of Shares dated 03.08.2010 in accordance with terms set out in Schedule No. 4 to these Minutes.</p> <p><i>On agenda item 5:</i> To approve a transaction between PJSC "RBC" (the Obligor) and Halverston Holdings Limited (the Lender) – Supplementary Agreement dated 07.02.2020 on Change of Debt Currency to Agreement No. 83-1512/1- dated 01.12.2015 in accordance with terms set out in Schedule No. 5 to these Minutes.</p> <p><i>On agenda item 6:</i> To approve a transaction between PJSC "RBC" (the Lender) and Halverston Holdings Limited (the Obligor) – Supplementary Agreement dated 07.02.2020 on Change of Debt Currency to Agreement on the Assignment of Receivables dated 14.10.2010 in accordance with terms set out in Schedule No. 6 to these Minutes.</p> <p><i>On agenda item 7:</i> To approve a transaction between PJSC "RBC" (the Lender) and Halverston Holdings Limited (the Obligor) – Supplementary Agreement No. 1 dated 07.02.2020 on Change of Debt Currency to Loan Agreement No. 01-0709/01 dated 12.09.2007 in accordance with terms set out in Schedule No. 7 to these Minutes.</p> <p><i>On agenda item 8:</i> To approve a transaction between PJSC "RBC" (the Lender) and Halverston Holdings Limited (the Obligor) – Supplementary Agreement No. 2 dated 07.02.2020 on Change of Debt Currency to Loan Agreement No. 01-0709/01 dated 12.09.2007 in accordance with terms set out in Schedule No. 8 to these Minutes.</p> <p><i>On agenda item 9:</i> To approve a transaction between PJSC "RBC" (the Lender) and Pintoleza Holdings Limited (the Obligor) –</p>	

Supplementary Agreement to Agreement dated 07.02.2020 on the Assignment of Rights and Obligations No. PP/GP dated 30.04.2013 in accordance with terms set out in Schedule No. 9 to these Minutes.

On agenda item 10:

To approve a transaction between PJSC "RBC" (the Lender) and Pintoleza Holdings Limited (the Obligor) – Supplementary Agreement No. 1 dated 07.02.2020 on Discharge of Obligation by Novation to Agreement No. 69-1405/5- dated 31.05.2014 in accordance with terms set out in Schedule No. 10 to these Minutes.

On agenda item 11:

To approve a transaction between PJSC "RBC" (the Lender) and Pintoleza Holdings Limited (the Obligor) – Supplementary Agreement No. 2 dated 07.02.2020 on Discharge of Obligation by Novation to Agreement No. 69-1405/5- dated 31.05.2014 in accordance with terms set out in Schedule No. 11 to these Minutes.

On agenda item 12:

To approve a transaction between PJSC "RBC" (the Lender) and Pintoleza Holdings Limited (the Obligor) – Supplementary Agreement dated 07.02.2020 on Change of Debt Currency to Agreement on the Assignment of Receivables dated 27.03.2018 in accordance with terms set out in Schedule No. 12 to these Minutes.

On agenda item 13:

To approve a transaction between PJSC "RBC" (the Lender) and Pintoleza Holdings Limited (the Obligor) – Supplementary Agreement dated 07.02.2020 on Change of Debt Currency to Agreement on the Assignment of Receivables dated 20.01.2015 in accordance with terms set out in Schedule No. 13 to these Minutes.

On agenda item 14:

To approve that a representative of PJSC "RBC" votes "FOR" on the following agenda items of the extraordinary General Meeting of "RBK Online" LLC members held on May 8, 2020:

On the agenda item: "On approval of a transaction - Supplementary Agreement No. 4 dated 07.02.2020 to the Loan Agreement No. 21-1812/1 dated 20.12.2018 - between "RBK Online" LLC and Halverston Holdings Limited," with the following wording:

"To approve a transaction between "RBK Online" LLC (the Lender) and Halverston Holdings Limited (the Borrower) - Supplementary Agreement No. 4 dated 07.02.2020 to the Loan Agreement No. 21-1812/1 dated 20.12.2018 - in accordance with the terms set out in the presented draft."

Transaction terms are set out in Schedule No. 14 to these Minutes.

On agenda item 15:

To approve the transaction whereby PJSC "RBC" makes a contribution to "NCR" LLC's assets in the amount of RUB 150,000,000 (one hundred fifty million rubles) by wiring monetary funds to "NCR" LLC's settlement account no later than September 30, 2021. The monetary contribution may be wired as a lump sum or in installments.

On agenda item 16:

To elect Anna Tyushkevich Chairman of the Company's Board of Directors.

On agenda item 17:

To elect Dmitry Strashnov Deputy Chairman of the Company's Board of Directors.

On agenda item 18:

To appoint Natalya Korotkova Secretary of the Company's Board of Directors.

On agenda item 19:

To elect to the Audit Committee of the Company's Board of Directors the following persons:

Chairman of the Committee: Vadim Medvedev.

Members of the Committee:

1. Anna Tyushkevich;

2. Boris Krasnovsky.

On agenda item 20:

To elect to the Human Resources and Remuneration Committee of the Company's Board of Directors the following persons:

Chairman of the Committee: Boris Krasnovsky

Members of the Committee:

1. Anna Tyushkevich;

2. Yuri Shumilov.

2.4. The date of the meeting of the Issuer's Board of Directors (Supervisory Council) at which the respective resolutions were passed: **July 13, 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. 156 dated 16.07.2020**

3. Signature

3.1. General Director

(signature)

Nikolay Molibog

3.2. Date

July 16, 2020

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