

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	RBC Public Joint-Stock Company
1.2. Issuer's short corporate name	RBC PJSC
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
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 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 8 out of 9 members of the Board of Directors within the established deadline.</i></p>	
<p>2.2. Results of voting on agenda items:</p> <p><i>On agenda item 1:</i> Termination of the powers of the Secretary of the Company's Board of Directors ahead of schedule. Voted: FOR: Andrey Kononov, Alexander Lyubimov, Nikolay Molibog, Elena Myasnikova, Sergey Podsypanin, Dmitry Razumov, Ekaterina Salnikova, Dmitry Usanov, a total of 8 votes. AGAINST: none. ABSTAINED: none. Total: FOR - 8 votes, AGAINST - none, ABSTAINED – none.</p> <p><i>On agenda item 2:</i> Appointment of the Secretary of the Company's Board of Directors. Voted: FOR: Andrey Kononov, Alexander Lyubimov, Nikolay Molibog, Elena Myasnikova, Sergey Podsypanin, Dmitry Razumov, Ekaterina Salnikova, Dmitry Usanov, a total of 8 votes. AGAINST: none. ABSTAINED: none. Total: FOR - 8 votes, AGAINST - none, ABSTAINED – none.</p> <p><i>On agenda item 3:</i> Convening an annual general meeting of the Company's shareholders (AGM). Voted: FOR: Andrey Kononov, Alexander Lyubimov, Nikolay Molibog, Elena Myasnikova, Sergey Podsypanin, Dmitry Razumov, Ekaterina Salnikova, Dmitry Usanov, a total of 8 votes. AGAINST: none. ABSTAINED: none. Total: FOR - 8 votes, AGAINST - none, ABSTAINED – none.</p> <p><i>On agenda item 4:</i> Approval of the AGM agenda. Voted: FOR: Andrey Kononov, Alexander Lyubimov, Nikolay Molibog, Elena Myasnikova, Sergey Podsypanin, Dmitry Razumov, Ekaterina Salnikova, Dmitry Usanov, a total of 8 votes. AGAINST: none. ABSTAINED: none. Total: FOR - 8 votes, AGAINST - none, ABSTAINED – none.</p> <p><i>On agenda item 5:</i> Determining the record date for compiling the list of persons eligible to participate in the AGM. Voted: FOR: Andrey Kononov, Alexander Lyubimov, Nikolay Molibog, Elena Myasnikova, Sergey Podsypanin, Dmitry Razumov, Ekaterina Salnikova, Dmitry Usanov, a total of 8 votes. AGAINST: none. ABSTAINED: none. Total: FOR - 8 votes, AGAINST - none, ABSTAINED – none.</p> <p><i>On agenda item 6:</i> Approval of the list of documents (information) to be made available to shareholders ahead of the AGM and the procedure for disclosing such documents (information). Voted: FOR: Andrey Kononov, Alexander Lyubimov, Nikolay Molibog, Elena Myasnikova, Sergey Podsypanin, Dmitry Razumov, Ekaterina Salnikova, Dmitry Usanov, a total of 8 votes.</p>	

AGAINST: none.

ABSTAINED: none.

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

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

On agenda item 1:

To terminate the powers of the Secretary of the Company's Board of Directors, Yulia Krivokorytova, ahead of schedule.

On agenda item 2:

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

On agenda item 3:

To convene an AGM 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 AGM and registration of AGM participants: RBC PJSC offices at 78 Profsoyuznaya Street, Moscow.
- Date of the AGM: June 24, 2016.
- AGM commencement time: 11 a.m. Moscow time.

Registration of AGM participants: 10 a.m. Moscow time.

On agenda item 4:

To approve the following agenda items for the Company's AGM on June 24, 2016:

1. Approval of the Company's annual report, annual financial statement for 2015.
2. Distribution of the Company's profit and losses, including the payout of dividends for 2015.
3. Approval of the Company's auditor.
4. Determining the number of the Board of Directors members.
5. Election of the Board of Directors members.
6. Election of the members of the Company's Audit and Compliance Committee:

On agenda item 5:

- "1. To set the record date for compiling the list of persons eligible to participate in the AGM on June 24, 2016.
2. To authorize the specialized registrar R.O.S.T. Registrar JSC to compile a list of persons eligible to participate in the AGM on June 24, 2016 based on the data from the Register of the Company's shareholders as of May 24, 2016 (the end of the day)."

On agenda item 6:

"To approve the following list of documents (information) to be made available to shareholders ahead of the AGM on June 24, 2016.

1. A notice on convening the Company's AGM.
2. Draft of the Company's 2015 Annual Report.
3. The Company's annual financial statement for 2015.
4. Auditor's report on the Company's annual financial statement for 2015.
5. The report of the Company's Audit and Compliance Committee on the accuracy of the data in the Company's annual report and annual financial statement for 2015.
6. The assessment of the Audit Committee at the Company's Board of Directors of the report by independent auditor Baker Tilly Rus JSC on the Company's annual financial statement for 2015.
7. Recommendations of the Company's Board of Directors on the distribution of the Company's profit and losses, including the payout of dividends for 2015.
8. Information about the candidate for the Company's auditor.
9. Information about the candidates for the members of the Company's Board of Directors and Audit and Compliance Committee.
10. Information on the availability/lack of a written consent of nominated candidates for appointment to the respective body of the Company.
11. Draft resolutions of the AGM.

To ensure the access of persons eligible to participate in the AGM on June 24, 2016 to the said documents (information) on business days from 10 a.m. through 6 p.m. starting June 3, 2016 at the address: 78 Profsoyuznaya St., Moscow, RBC PJSC offices, as well as during the AGM on June 24, 2016.

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

2.4. The date of the meeting of the Issuer's Board of Directors (Supervisory Council) at which the relevant resolution was passed: **May 13, 2016.**

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. 90 dated May 13, 2016.**

3. Signature

3.1. Attorney-in-Fact

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

(Signature)

Igor Selivanov

3.2. Date ___ May 13, 20 16 -

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