

**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 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
1.8. Date of the event (material fact), about which the notice was drawn up (if appropriate)	October 25, 2018
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 is authorized to pass resolutions on all agenda items of the meeting. The Company received ballot sheets from 7 out of 7 members of the Board of Directors within the established deadline.</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, Irina Esipenko, Vadim Medvedev, 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: <i>On agenda item 1:</i> To approve a transaction between PJSC "RBC" and Softspot Holdings Limited - Loan Agreement (hereinafter, the "Loan Agreement") on the following terms: <u>The Parties of the transaction:</u> Softspot Holdings Limited (the "Lender") and PJSC "RBC" (the "Borrower"). <u>Loan amount:</u> USD 3,500,000 (three million five hundred thousand U.S. dollars). <u>Loan purpose:</u> To use it to transfer interest to the settlement account of E.M.I.S. FINANCE B.V. under the Loan Agreement dated 27.04.2010. <u>Other material terms of the Loan Agreement:</u> The Lender shall provide the loan amount no later than October 25, 2018. The Borrower shall repay the loan amount no later than June 14, 2022. Interest for using the loan shall accrue at 8% per annum. For the purpose of calculating the amount of accrued interest, the day of loan provision shall be included in the calculation, and the day of loan (respective part) repayment shall be excluded. In the event of partial loan repayment, accrued interest shall be paid concurrently with the repayment of the outstanding amount. The Loan Agreement shall take effect immediately upon loan provision and remain in effect until the Parties have discharged their obligations in full. <i>On agenda item 2:</i> To approve a transaction to be entered into by PJSC "RBC's" subsidiary, in which PJSC "RBC" holds indirectly more than 2% (two percent) of voting shares – Supplementary Agreement No. 4 to Lease Agreement No. 16-AF dated 01.03.2015 (hereinafter, the "Agreement") between JSC "RU-CENTER" (the "Lessee") and JSC "FIARD" (the "Lessor") in accordance with which the Parties have agreed to extend the validity term of the Agreement and to reword Clause 5.1 of the Agreement to read as follows: "5.1 The lease period hereunder shall be from November 1, 2018 to September 30, 2019." The Supplementary Agreement shall take effect immediately upon its signing by the Parties.</p>	
2.4. The date of the meeting of the Issuer's Board of Directors (Supervisory Council) at which the relevant resolution was passed: <i>October 24, 2018</i>	
2.5. The date and the number of the minutes of the Issuer's Board of Directors (Supervisory Council) meeting on which the respective resolutions were passed: <i>Minutes No. 121 dated October 25, 2018.</i>	
3. Signature	
3.1. Attorney-in-Fact (Power of Attorney No. 445/17/rbk dated 26.12.2017)	Igor Selivanov (signature)
3.2. Date	Seal
_____ October 25 20 18	