

**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 applicable)	February 7, 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: <i>On agenda item 1:</i> 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: <u>On the agenda item:</u> "On reorganization of "RBK Online" LLC" with the following wording of the resolution: "To reorganize "RBK Online" Limited Liability Company (OGRN 1157746213294, TIN 7728207204, located in: Moscow, registered address: 78 Profsoyuznaya St., building 1, room 9a, suite XVIII, 1st floor, Moscow 117393) in the form of transformation to Joint Stock Company "RBK Online" (hereinafter, JSC "RBK Online"): 1. To establish Joint Stock Company "RBK Online" as a result of reorganization of "RBK Online" Limited Liability Company in the form of transformation. 1. To set the full corporate name of the company to be established through reorganization in the form of transformation as Акционерное общество «РБК Онлайн». 2. To set the short corporate name of the company to be established through reorganization in the form of transformation as АО «РБК Онлайн». 3. To set the full corporate name of the company in the English language to be established through reorganization in the form of transformation as Joint Stock Company "RBK Online." 4. To set the short corporate name of the company in the English language to be established through reorganization in the form of transformation as JSC "RBK Online." 5. To determine the following place of business of the company to be established through reorganization in the form of transformation: Moscow, Russia. 6. To determine the following registered address of the company to be established through reorganization in the form of transformation: 78 Profsoyuznaya St., building 1, room 9a, suite XVIII, 1st floor, Moscow 117393, Russia." <u>On the agenda item:</u> "On approval of JSC "RBK Online's" Articles of Association" with the following wording of the resolution: "To approve the first edition of the Articles of Association of JSC "RBK Online" to be established through reorganization of "RBK Online" Limited Liability Company in the form of transformation as per the presented draft." <u>On the agenda item:</u> "On election of the General Director of JSC "RBK Online"" with the following wording of the resolution: "Effective from the date of entry in the Unified State Register of Legal Entities regarding the establishment of Joint Stock Company "RBK Online," to elect Yuri Shumilov General Director of JSC "RBK Online" for a three-year term in a concurrent position."</p>	

On agenda item 2:

To approve that a representative of PJSC "RBC" votes "FOR" on the following agenda items of JSC "RBK Online's" Board of Directors meeting.

On the agenda item: "On approval of the employment agreement terms with the General Director of JSC "RBK Online" and determining the amount of remuneration, bonuses, and compensation payable to the General Director of JSC "RBK Online"" with the following wording of the resolution:

"To approve the terms of the Employment Agreement with the General Director of JSC "RBK Online" Yuri Shumilov and to determine the amount of remuneration, bonuses, and compensation payable to JSC "RBK Online's" General Director Yuri Shumilov as per the presented draft."

2.4. The date of the meeting of the Issuer's Board of Directors (Supervisory Council) at which the relevant resolutions were passed: ***February 4, 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. 143 dated February 7, 2020.***

3. Signature

3.1. General Director

Nikolay Molibog

(signature)

3.2. Date _____ February 7, 2020

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