

**Material Fact Notice on
Information on resolutions adopted by the issuer's board of directors**

1. General Information	
1.1. Issuer's full corporate name (name of non-profit organization)	<i>RBC Open Joint-Stock Company</i>
1.2. Issuer's short corporate name	<i>RBC OJSC</i>
1.3. Issuer's address	<i>78 Profsoyuznaya St., Moscow 117393</i>
1.4. Issuer's primary state registration number (OGRN)	<i>1057746899572</i>
1.5. Issuer's TIN	<i>7728547955</i>
1.6. Issuer's unique code assigned by the registration authority	<i>56413-N</i>
1.7. Address of the website used by the Issuer to disclose information	<i>www.rbcholding.com</i>

2. Contents of the Notice	
<p>Information on resolutions adopted by the issuer's board of directors (supervisory board): Quorum of the board of directors (supervisory board) meeting: The Chairman of the Board of Directors announced that 7 (seven) members of the Board of Directors take part in the meeting, a quorum was reached, the meeting is duly constituted.</p> <p>Contents of the resolutions: On Agenda item 1: To review the report on financial and operating results of RBC OJSC for Q4 2011 and 2011. Results of the voting: Voted "FOR": Sergey Lavrukhin, Vladimir Pakhomov, Alexander Morgulchik, Neil Osborn, Michael Hammond, Valery Senko, Anton Kiryukhin, a total of 7 votes.</p> <p style="padding-left: 40px;">"AGAINST": none "ABSTAINED": none Total: "FOR" – 7 votes, "AGAINST" – none, "ABSTAINED" -none Resolution was passed.</p> <p>On Agenda item 2: 1. To instruct the General Director to revise RBC OJSC's draft budget for 2012 in respect of television and hosting business lines as well as Salon Press Publishing Hosting. 2. To put forward for consideration by the Company's Board of Directors the issue concerning approval of RBC OJSC's 2012 budget after it has been revised. Results of the vote: Voted "FOR": Sergey Lavrukhin, Vladimir Pakhomov, Alexander Morgulchik, Neil Osborn, Michael Hammond, Valery Senko, Anton Kiryukhin, a total of 7 votes.</p> <p style="padding-left: 40px;">"AGAINST": none "ABSTAINED": none Total: "FOR" – 7 votes, "AGAINST" – none, "ABSTAINED" -none Resolution was passed.</p> <p>On Agenda item 3: To instruct the Company's General Director to complete talks on the sale of non-core assets within two weeks after this resolution is passed, to submit to members of the Board</p>	

of Directors a final proposal on the terms of non-core asset sale.

Results of the voting:

Voted “FOR”: Sergey Lavrukhin, Vladimir Pakhomov, Alexander Morgulchik, Neil Osborn, Michael Hammond, Valery Senko, Anton Kiryukhin, a total of 7 votes.

“AGAINST”: none

“ABSTAINED”: none

Total: “FOR” – 7 votes, “AGAINST” – none, “ABSTAINED” -none

Resolution was passed.

The date of the board of directors (supervisory board) meeting which passed the above-mentioned resolutions: **March 16, 2012.**

The date and number of the minutes of the board of directors (supervisory board) meeting at which the above-mentioned resolutions were passed: **March 19, 2012.**

Minutes No. 37

3. Signature

3.1. General Director

(signature)

German Kaplun

3.2. Date March 19, 2012

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