

**Material Fact Notice on  
convening a meeting of the Issuer's Board of Directors (Supervisory Council) and the  
meeting's agenda**

1. General Information	
1.1. Issuer's full corporate name (name of non-profit organization)	<b>RBC Open Joint-Stock Company</b>
1.2. Issuer's short corporate name	<b>RBC OJSC</b>
1.3. Issuer's address	<b>78 Profsoyuznaya St., Moscow 117393, Russia Moscow.</b>
1.4. Issuer's primary state registration number (OGRN)	<b>1057746899572</b>
1.5. Issuer's TIN	<b>7728547955</b>
1.6. Issuer's unique code assigned by the registration authority	<b>56413-N</b>
1.7. Address of the website used by the Issuer to disclose information	<a href="http://www.e-disclosure.ru/portal/company.aspx?id=24832">http://www.e-disclosure.ru/portal/company.aspx?id=24832</a> <a href="http://rbcholding.ru/filings.shtml">http://rbcholding.ru/filings.shtml</a>
2. Contents of the notice	
<p>Information on convening the meeting of the Issuer's Board of Directors (Supervisory Council) and the meeting's agenda.</p> <p>Date on which the Issuer's Chairman of the Board of Directors (Supervisory Council) made a decision on convening the meeting of the Issuer's Board of Directors (Supervisory Council): <b>April 20, 2015</b></p> <p>Date of the meeting of the Issuer's Board of Directors (Supervisory Council): <b>April 24, 2015</b></p> <p>Agenda of the meeting of the Issuer's Board of Directors (Supervisory Council):</p> <ol style="list-style-type: none"> <li><b>1. On the Company's participation in other entities.</b></li> <li><b>2. On determining the price (monetary value) of the asset sold as part of a related party transaction - conclusion of a sale and purchase agreement of a participatory interest in BusinessPress LLC between RBC OJSC and RBK Online LLC.</b></li> <li><b>3. On approval of a related party transaction in respect of the sale of a participatory interest in the authorized capital of BusinessPress LLC - conclusion of a sale and purchase agreement of a participatory interest in BusinessPress LLC between RBC OJSC and RBK Online LLC.</b></li> <li><b>4. On determining the price (monetary value) of the asset sold as part of a related party transaction - conclusion of a sale and purchase agreement of a participatory interest in BusinessPress SPB LLC between RBC OJSC and RBK Online LLC.</b></li> <li><b>5. On approval of a related party transaction in respect of the sale of a participatory interest in the authorized capital of BusinessPress SPB LLC - conclusion of a sale and purchase agreement of a participatory interest in BusinessPress SPB LLC between RBC OJSC and RBK Online LLC.</b></li> <li><b>6. On determining the price (monetary value) of the asset sold as part of a related party transaction - making an additional contribution to the authorized capital of RBK Online LLC.</b></li> <li><b>7. On approval of a related party transaction in respect of the contribution to the authorized capital of RBK Online LLC.</b></li> <li><b>8. On approving a resolution of the sole participant of RBK Online LLC, in the share capital of which the Company owns 100%.</b></li> <li><b>9. On approving a resolution of the sole participant of AdLine LLC, in the share capital of which the Company owns 100%.</b></li> </ol>	
3. Signature	

3.1. General Director

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(Signature)

Nikolay Molibog

3.2. Date

April 20, 20 15

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