

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 9 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> On approval of resolutions of RBC PJSC, the sole member of Global Media Solutions LLC, AdLine LLC, RBC Media LLC, and RBK Broadcast LLC. 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> On passing a resolution of RBC PJSC, the sole member of RBK Broadcast LLC, on approval of an interim liquidation balance sheet. 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> On approval of a report on the Company's General Director meeting the KPIs in 2015. 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> On paying the Company's General Director a bonus for 2015. 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> On hiring an independent consultant to audit the Company's financial statement for 2015 under International Financial Reporting Standards (IFRS) and determining the amount of payment for its services. 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.</p>	

ABSTAINED: none.

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

On agenda item 6:

On approval of the Company's annual consolidated financial statement for 2015.

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.

On agenda item 7:

On determining the Company's position on the agenda item of Public Library JSC's annual general meeting of shareholders (AGM) on June 28, 2016, namely the distribution of profit/losses, including dividends for 2015.

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.

On agenda item 8:

On approval of a resolution of RBC PJSC, the sole shareholder of ROSBUSINESSCONSULTING CJSC.

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.

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

On agenda item 1:

To approve the following resolutions passed by RBC PJSC, the sole member of

- Global Media Solutions LLC - not to distribute the loss incurred by Global Media Solutions LLC in 2015;
- AdLine LLC - not to distribute the loss incurred by AdLine LLC in 2015;
- RBC Media LLC - not to distribute the loss incurred by RBC Media LLC in 2015;
- RBK Broadcast LLC - not to distribute the net profit of RBK Broadcast LLC earned in 2015;

On agenda item 2:

To adopt the resolution of RBC PJSC, the sole member of RBK Broadcast LLC: to approve the interim liquidation balance sheet of RBK Broadcast LLC in accordance with the draft.

On agenda item 3:

To approve the report on the Company's General Director Nikolay Molibog meeting the KPIs in 2015.

On agenda item 4:

To pay the Company's General Director Nikolay Molibog a bonus for 2015 based on the report on the Company's General Director meeting the KPIs in 2015.

On agenda item 5:

To hire Deloitte & Touche CIS Closed Joint-Stock Company (OGRN 1027700425444, address: 5 Lesnaya St., Moscow 125047), an independent consultant, to audit the Company's financial statement for 2015 under International Financial Reporting Standards (IFRS) and approve that the payment for its services will amount to RUB 7,460,000 (seven million four hundred sixty thousand rubles) excluding VAT (18%).

On agenda item 6:

To approve the Company's annual consolidated financial statement for 2015.

On agenda item 7:

"1. To approve that the Company will take part in the AGM of Public Library JSC, in which the Company owns shares, on June 28, 2016.

2. To instruct the Company's representative to **vote for** agenda item "On the distribution of profit/losses, including the payout of Public Library JSC's dividends for 2015," with the following wording of the resolution:

"to use Public Library JSC's retained profits from previous years to cover the net loss incurred in 2015 and not to pay out the dividends of Public Library JSC for 2015.

On agenda item 8:

To approve the resolution of RBC PJSC, the sole shareholder of ROSBUSINESSCONSULTING CJSC, to use the part of the net profit of ROSBUSINESSCONSULTING CJSC for 2015 at the rate of 1 640 (one thousand six hundred forty) rubles to form on the reserve fund. To use the part of the net profit of

ROSBUSINESSCONSULTING CJSC for 2015 to cover the losses of previous periods. The remainder of net profit of ROSBUSINESSCONSULTING CJSC for 2015 not to divide. Not to pay out the dividends of ROSBUSINESSCONSULTING CJSC for 2015.

2.4. The date of the meeting of the Issuer's Board of Directors (Supervisory Council) at which the relevant resolution was passed: **June 6, 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. 92 dated June 6, 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 _____ June 6, 20 16

Seal