

**Material fact notice  
on certain resolutions adopted by the issuer's  
Board of Directors (Supervisory Council)**

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 taxpayer ID	<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><a href="http://www.rbcholding.com">http://www.rbcholding.com</a></i>

2. Contents of the notice
<p>Information on certain resolutions adopted by the issuer's Board of Directors (Supervisory Council):</p> <p>A quorum was reached at the meeting of the issuer's Board of Directors (Supervisory Council): <i>According to Article 68 of the Federal Law Np. 208-FZ "On Joint-Stock Companies" the meeting of the Board of Directors is quorate, and the Board of Directors is eligible to adopt resolutions on all items on the agenda. The Company received completed ballot sheets from 9 out of 9 members of the Board of Directors within the specified deadline.</i></p> <p><b>RESULTS OF THE VOTING:</b></p> <p>The following members voted "FOR": Sergey Lavrukhin, Vladimir Pakhomov, Ekaterina Salnikova, Christophe Charlier, Alexander Morgulchik, Neil Osborn, Michael Hammond, Valery Senko, and Anton Kiryukhin, a total of 9 votes.</p> <p><b>"AGAINST": none.</b></p> <p><b>"ABSTAINED": none.</b></p> <p><b>Total: "FOR" - 9 votes, "AGAINST" – none, "ABSTAINED" – none.</b></p> <p><i>The resolution was adopted unanimously.</i></p> <p><b>Contents of the resolutions:</b></p> <p><i>To recommend to the General Meeting of Shareholders to increase the share capital of RBC Open Joint-Stock Company by issuing additional ordinary registered book-entry shares within the amount of authorized shares (hereinafter, the "Shares") in accordance with the following terms:</i></p> <ol style="list-style-type: none"> <li><i>1. The number of offered Shares: 51,109,375 (fifty-one million one hundred and nine thousand three hundred seventy-five) units.</i></li> <li><i>2. The nominal value of each Share: 0.00064 (nought point zero zero zero six four) of ruble.</i></li> <li><i>3. Shares to be offered via: public subscription.</i></li> <li><i>4. The offering price of Shares, including to persons vested with the preemptive right to purchase the Shares, shall be determined by the Board of Directors of RBC OJSC after the</i></li> </ol>

*deadline for exercising preemptive rights expires. It shall not be below the nominal value of one ordinary registered book-entry share.*

*5. Means of payment for the Shares to be offered: all Shares shall be paid for in monetary form in Russian rubles on a non-cash basis.*

*To approve the following agenda for the Extraordinary General Meeting of the Company's Shareholders:*

*To increase the share capital of RBC Open Joint-Stock Company by offering additional shares through public subscription.*

Date of the Board of Directors (Supervisory Council) meeting at which the respective decision was adopted: *September 5, 2011.*

Date and number of the minutes of the meeting of the joint-stock company's Board of Directors at which the respective decision was adopted: *Minutes No. 25 dated September 8, 2011.*

3. Signature

3.1. Position name of the issuer's authorized representatives

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(signature)

German Kaplun

3.2. Date: September 8, 2011

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