

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	<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	<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 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):</p> <p style="padding-left: 40px;">According to Article 68 of the Federal Law No. 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.</p> <p>Results of the voting:</p> <p style="padding-left: 40px;">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 style="padding-left: 40px;">"AGAINST": none.</p> <p style="padding-left: 40px;">"ABSTAINED": none.</p> <p style="padding-left: 40px;">Total: "FOR" - 9 votes, "AGAINST" – none, "ABSTAINED" – none.</p> <p style="padding-left: 40px;">The resolution was adopted unanimously.</p> <p>Contents of the resolutions:</p> <p style="padding-left: 40px;">1. To determine the value of property subject to purchase under the related-party transaction in connection with the Company's interest in Forward Closed Joint-Stock Company (OGRN 1087746642334) by way of purchasing a participatory interest in the authorized capital of Forward CJSC at RUB 919,000 (nine hundred nineteen thousand).</p> <p style="padding-left: 40px;">2. To approve a related-party transaction in connection with the Company's interest in Forward CJSC (OGRN 1087746642334) by way of purchasing a participatory interest in the authorized capital of Forward CJSC on the following terms:</p> <p style="padding-left: 80px;">The participatory interest is sold by: RBC-TV CJSC (OGRN 1027700202683);</p> <p style="padding-left: 80px;">The participatory is acquired by: the Company;</p> <p style="padding-left: 80px;">The nominal value of each Share: RUB 100 (one hundred);</p> <p style="padding-left: 80px;">The number of acquired shares: 9,000 (nine thousand) shares;</p> <p style="padding-left: 80px;">The share in the authorized capital: 90% (ninety percent);</p> <p style="padding-left: 80px;">The value of the acquired participatory interest (transaction price): RUB 919,000 (nine hundred nineteen thousand).</p> <p>Date of the Board of Directors (Supervisory Council) meeting at which the respective decision was adopted: September 29, 2011.</p>

Date and number of the minutes of the meeting of issuer's Board of Directors (Supervisory Council) at which the respective decision was adopted: ***Minutes No. 27 dated September 29, 2011.***

3. Signature

3.1. Position of the Issuer's
authorized representative

_____ (signature)

German Kaplun

3.2. Date: September 29, 2011

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