

Statement of material fact
“On the procedure of the issuer’s equity securities issue”

1. General information

- 1.1. The issuer’s full brand name: **Joint stock company Russian Agricultural Bank**
- 1.2. The issuer’s abbreviated brand name: **JSC Rosselkhozbank**
- 1.3. The issuer’s location: **3, Gagarinsky Pereulok, 119034, Moscow, Russian Federation**
- 1.4. The issuer’s Primary State Registration Number: **1027700342890**
- 1.5. The issuer’s Taxpayer Identification Number: **7725114488**
- 1.6. The issuer’s unique code referred by registration authority: **03349B**
- 1.7. Web-site for disclosure of the issuer’s information: **<http://www.rshb.ru>
<http://www.e-disclosure.ru/portal/company.aspx?id=3207>**

2. Statement content

“Information about the decision on placement of securities”

- 2.1 The issuer’s management body that made the decision on placement of securities, and the procedure of decision-making (type of general meeting (annual or extraordinary) in case the general shareholders meeting is acting as the issuer’s management body that made the decision on placement of securities, and also the voting form (joint attendance or absentee vote):
The issuer’s management body that made the decision on placement of securities: **General shareholders meeting of JSC Rosselkhozbank.**
Type of general meeting: **Extraordinary general shareholders meeting of JSC Rosselkhozbank.**
Voting form: **Not applicable, i.e. in accordance with Paragraph 3, Article 47 of the Federal Law “On Joint Stock Companies” № 208-FZ dated 26.12.1995 in a company where all voting shares belong to one shareholder decisions on issues that are subject to the responsibility of general shareholders meeting are made at his sole discretion and is documented in writing. The shareholder owning all voting shares of JSC Rosselkhozbank is the Russian Federation.**
- 2.2. Date and place of the meeting (session) of the issuer’s authorized management body where the decision on placement of securities was made: **16.02.2017, Moscow.**
- 2.3. Date and number of minutes for the meeting (session) of the issuer’s authorized management body when the decision on placement of securities was made: **Order of the Federal Property Management Agency (Rosimushchestvo) dated 16.02.2017 № 50-r.**
- 2.4. Quorum and voting results on the issue about the decision-making on placement of securities: **Not applicable, i.e. in accordance with Paragraph 3 Article 47 of the Federal Law “On Joint Stock Companies” № 208-FZ dated 26.12.1995, the decision of the shareholder of JSC Rosselkhozbank – the Russian Federation – is documented in the form of the order of the Federal Property Management Agency.**
- 2.5. Complete wording of the decision on placement of securities:
“1. To carry out additional issue of ordinary registered uncertified shares of

JSC Rosselkhozbank.

2. To increase the authorized capital of JSC Rosselkhozbank up to 339 848 000 000 rubles.

3. To approve terms of increase of the authorized capital of JSC Rosselkhozbank:

- total amount of the authorized capital increase – 5 000 000 000 rubles;

- number of additional ordinary registered uncertified shares placed at par value – 5 000 shares;

- nominal value of one additional ordinary registered uncertified share – 1 000 000 rubles;

- price of placement of one additional ordinary registered uncertified share – 1 000 000 rubles;

- method of placement – via private offering to the sole shareholder of JSC Rosselkhozbank – the Russian Federation represented by the Federal Agency for State Property Management;

- form of payment for placement of additional ordinary registered uncertified shares – in monetary form by cashless settlement in the currency of the Russian Federation in the amount of 100 percent of the par value.

4. To authorize the Chairman of the Management Board of JSC Rosselkhozbank Patrushev D.N. to sign documents, related to the procedure of the additional issue of ordinary shares.”

2.6. Fact of the provision of the preemptive right for securities acquisition to shareholders of the issuer and (or) other persons: ***The preemptive right is not provided.***

2.7. In case the registration of the offering circular is carried out at the discretion of the issuer – the fact of acceptance by the issuer of the obligation of information disclosure after each stage of the securities issue procedure: ***Registration of the offering circular is not assumed in the course of the issue of securities.***

3. Signature

3.1. Deputy Chairman of the Board
JSC Rosselkhozbank
(act under power of attorney as of 17.11.2014 № 623)

K.Y. Levin

3.2. Date: 16.02.2017