

Material Fact
Resolutions adopted by the Board of Directors (Supervisory Board) of the issuer

1. General information	
1.1. Full company name of the issuer (for non-commercial organisations – name)	Public Joint Stock Company “Aeroflot – Russian Airlines”
1.2. Short company name of the issuer	PJSC Aeroflot
1.3. Actual address of the issuer	119002, Moscow, Arbat Str., 10
1.4. PRSN code of the issuer	1027700092661
1.5. TIN code of the issuer	7712040126
1.6. Unique code of the issuer assigned by the registering authority	00010 – A
1.7. Web page used by the issuer to disclose information	http://ir.aeroflot.com/disclosure-of-information/ad-hoc-releases/ http://disclosure.skrin.ru/disclosure/7712040126

2. Notice content	
2.1. Quorum for the session of the Board of Directors of the issuer: <i>11 of 11 members of the Board of Directors of the Issuer</i>	
2.2 Content of resolutions adopted by the Board of Directors of the issuer and results of voting on the corresponding agenda items:	
2.2.1. Composition of three committees of the Board of Directors of PJSC Aeroflot and election of committee chairs	
1. Determine the size of the committees of the Board of Directors of PJSC Aeroflot, approve the committees' members and elect committee chairs:	
<u>Audit Committee</u>	
1. Vasily Sidorov	- Independent Member of the Board of Directors of PJSC Aeroflot
2. Igor Kamenskoy	- Independent Member of the Board of Directors of PJSC Aeroflot
3. Alexey Germanovich	- Independent Member of the Board of Directors of PJSC Aeroflot
4. Roman Pakhomov	- Member of the Board of Directors of PJSC Aeroflot
<i>Results of voting:*</i>	
FOR	
AGAINST	
ABSTENTIONS	
Resolution passed	
<u>Personnel and Remuneration Committee</u>	
1. Igor Kamenskoy	- Independent Member of the Board of Directors of PJSC Aeroflot
2. Alexey Germanovich	- Independent Member of the Board of Directors of PJSC Aeroflot
3. Vasily Sidorov	- Independent Member of the Board of Directors of PJSC Aeroflot

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| 4. | Roman Pakhomov | - | Member of the Board of Directors of PJSC Aeroflot |
| 5. | Mikhail Alekseev | - | Member of the Board of Directors of PJSC Aeroflot |
| 6. | Dmitry Peskov | - | Member of the Board of Directors of PJSC Aeroflot |

*Results of voting:**

FOR

AGAINST

ABSTENTIONS

Resolution passed

Strategy Committee

- | | | | |
|-----|--------------------|---|---|
| 1. | Roman Pakhomov | - | Member of the Board of Directors of PJSC Aeroflot |
| 2. | Alexey Germanovich | - | Independent Member of the Board of Directors of PJSC Aeroflot |
| 3. | Mikhail Alekseev | - | Member of the Board of Directors of PJSC Aeroflot |
| 4. | Dmitry Peskov | - | Member of the Board of Directors of PJSC Aeroflot |
| 5. | Vasiliy Sidorov | - | Independent Member of the Board of Directors of PJSC Aeroflot |
| 6. | Igor Kamenskoy | | Independent Member of the Board of Directors of PJSC Aeroflot |
| 7. | Dmitry Saprykin | - | Member of the Board of Directors of PJSC Aeroflot |
| 8. | Yury Slyusar | - | Member of the Board of Directors of PJSC Aeroflot |
| 9. | Giorgio Callegari | - | Deputy CEO for Strategy and Alliances; |
| 10. | Shamil Kurmashov | - | Member of the Management Board of PJSC Aeroflot, Deputy CEO for Commerce and Finance. |

*Results of voting:**

FOR

AGAINST

ABSTENTIONS

Resolution passed

1.2. To elect the head of the Audit Committee of the Board of Directors of PJSC Aeroflot - [●].

*Results of voting:**

FOR

AGAINST

ABSTENTIONS

Resolution passed

1.3. To elect the head of the Personnel and Remuneration Committee of the Board of Directors of PJSC Aeroflot - [●].

*Results of voting:**

FOR

AGAINST

ABSTENTIONS

Resolution passed

1.4. To elect the head of the Strategy Committee of the Board of Directors of PJSC Aeroflot - [●].

*Results of voting:**

FOR

AGAINST

ABSTENTIONS

Resolution passed

2.2.1. Related-party transaction (series of connected transactions) regarding the waiver of purchase rights in respect of twenty-two Boeing 787 aircraft:

1. 1. To determine that the value (monetary value) of property that is the subject of a related-party transaction (or series of connected transactions) regarding the waiver of rights and obligations under contract no. 3063 dated 9 June 2007 between PJSC Aeroflot and The Boeing Company to acquire twenty-two new Boeing 787 aircraft shall be a total of no more than USD 95,670,000 (ninety-five million, six hundred and seventy thousand), which is equivalent to the market value as determined by independent evaluator JSC Rossiiskaya Otsenka in its report no. 05\08-146 GVV of 10 March 2016, and equates to more than 2 (two) percent of the book value of the Company's assets under its accounting statements of 30 June 2016.

To include in the agenda of the Extraordinary General Meeting of shareholders of the Company an item "To approve a related-party transaction (series of transactions) regarding the waiver of purchase rights in respect of twenty two Boeing 787 aircraft.

To recommend that the General Meeting of shareholders of the Company approve a related-party transaction (or series of connected transactions) regarding the waiver of purchase rights in respect of twenty-two Boeing 787 aircraft, to be concluded on the following material terms:

1.1. Conclusion of a Novation Contract between PJSC Aeroflot, LLC Aviacapital Service and The Boeing Company in respect of contract no. 3063 dated 9 June 2007 between PJSC Aeroflot and The Boeing Company ("Contract 3063") regarding the purchase of twenty-two new Boeing 787 aircraft ("the Aircraft") on the following terms:

Subject: full waiver by PJSC Aeroflot of all rights and obligations under Contract 3063 in favour of LLC Aviacapital Service.

Parties: PJSC Aeroflot as the transferor, LLC Aviacapital Service as the transferee, The Boeing Company as manufacturer of the Aircraft.

Price (monetary value): the monetary value of all waivable rights and obligations under Contract 3063 shall be no more than USD 95,670,000.

Other material conditions:

Return by The Boeing Company of advance payments in the amount of USD 43,757,220 made by PJSC Aeroflot under Contract 3063;

Payment by LLC Aviacapital Service to The Boeing Company of USD 43,757,220 towards the purchase price of the Aircraft under Contract 3063;

1.2. Conclusion of a letter of agreement regarding the provision of credit memorandums between The Boeing Company and PJSC Aeroflot on the following material conditions:

Subject:

- Provision in favour of PJSC Aeroflot of credit memorandums (a) for the purchase of goods and services from The Boeing Company and its affiliated persons in the amount of USD 20,000,000; and (b) for the training of up to 193 crew members on Boeing 737-800, 777-300 and 747-400 aircraft;
 - Amendments to the delivery schedule for the Aircraft under Contract 3063 to the following schedule: 7 Aircraft in 2019; 5 Aircraft in 2020; 5 Aircraft in 2021; 5 Aircraft in 2022.
 - In the event of non-conclusion of a Novation Contract between PJSC Aeroflot, LLC Aviacapital Service and The Boeing Company before 1 January 2017
 - Annulment of Contract 3063 and refund by The Boeing Company of advance payments in the amount of USD 43,757,220, minus the total of credit memorandums taken up by PJSC Aeroflot.

Parties: PJSC Aeroflot, LLC Aviacapital Service.

Price (monetary value): Does not have a standalone value.

Applicable law: Legislation of the State of Washington, USA.

*Results of voting:**

FOR

AGAINST

ABSTENTIONS

Resolution passed

** Note:* Vitaly Saveliev and Dmitry Saprykin did not participate in voting on this item as they are not independent directors.

2.3. Date of the meeting of the Board of Directors (Supervisory Board) at which these resolutions were passed: **8 September 2016.**

2.4. Date of compilation and protocol number of the Issuer's Board of Directors (Supervisory Board) meeting at which these decisions were passed: **Protocol no. 1, 8 September 2016.**

3. Signature

3.1. Head of Shareholder Communications and Information Disclosure, Corporate Governance Department

S.E. Denisenko

(Signature)

3.2. Date “ 8 ” September 2016

stamp