

**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)	<i>Public Joint Stock Company “Aeroflot – Russian Airlines”</i>
1.2. Short company name of the issuer	<i>PJSC Aeroflot</i>
1.3. Actual address of the issuer	<i>119002, Moscow, Arbat Str., 10</i>
1.4. PRSN code of the issuer	<i>1027700092661</i>
1.5. TIN code of the issuer	<i>7712040126</i>
1.6. Unique code of the issuer assigned by the registering authority	<i>00010 – A</i>
1.7. Web page used by the issuer to disclose information	<a href="http://ir.aeroflot.com/en/disclosure-of-information/material-facts/">http://ir.aeroflot.com/en/disclosure-of-information/material-facts/</a> <a href="http://disclosure.skrin.ru/disclosure/7712040126">http://disclosure.skrin.ru/disclosure/7712040126</a>

2. Notice content							
2.1. Quorum for the meeting of the Issuer’s Board of Directors: <b><i>11 out of 11 members of the issuer’s Board of Directors.</i></b>							
2.2. Content of resolutions adopted by the Board of Directors of the issuer and results of voting on the corresponding agenda items:							
<b>2.2.1. Policy concerning the Internal Auditing Department.</b>							
Approve the policy concerning the Internal Auditing Department (PSP-001-001).							
<p><i>Results of voting:</i></p> <table style="margin-left: 40px;"> <tr> <td>FOR</td> <td style="text-align: right;">11</td> </tr> <tr> <td>AGAINST</td> <td style="text-align: right;">0</td> </tr> <tr> <td>ABSTENTIONS</td> <td style="text-align: right;">0</td> </tr> </table> <p>Resolution adopted.</p>		FOR	11	AGAINST	0	ABSTENTIONS	0
FOR	11						
AGAINST	0						
ABSTENTIONS	0						
<b>2.2.2. Approval of related-party transactions between PJSC Aeroflot and Aeroflot Group regarding the provision of aviation fuel and lubricants as well as other special purpose liquids for aircraft.</b>							
1. Approve the related-party transaction, under the following material terms:							
<p><b>Parties:</b>  PJSC Aeroflot - Agent;  JSC Rossiya Airlines - Principal / Beneficiary;</p> <p><b>Subject:</b> The completion of legal and other necessary activities by the Agent on its own behalf, but on account of the Principal, to provide aircraft with fuel (including refuelling) for the purpose of air transportation on Russian and foreign territory, at the request of the Principal;</p> <p><b>Duration:</b> 01.01.2018 - 31.12.2018</p> <p><b>Cost:</b> Cost of services (agent fee) – 1.5% of the cost of fuel, purchased by the Agent and given to the Principal for refuelling every month.</p> <p><b>Interested parties to the deal and grounds for their interest:</b> member of the Board of Directors of JSC Rossiya Airlines Vadim Zingman, who serves as member of the Management Board of PJSC Aeroflot; CEO and Chairman of the Board of Directors of JSC Rossiya Airlines Dmitry Saprykin, who serves as member of the Board of Directors of PJSC Aeroflot.</p>							
2. Approve the related-party transaction, under the following material terms:							
<p><b>Parties:</b>  PJSC Aeroflot - Agent;  JSC Aurora Airlines – Principal/Beneficiary;</p> <p><b>Subject:</b> The completion of legal and other necessary activities by the Agent on its own behalf, but on</p>							

account of the Principal, to provide aircraft with fuel (including refuelling) for the purpose of air transportation on Russian and foreign territory, at the request of the Principal;

**Duration:** 01.01.2018 - 31.12.2018

**Cost:** Cost of services (agent fee) – 1.5% of the cost of fuel, purchased by the Agent and given to the Principal for refuelling every month.

**Interested parties to the deal and grounds for their interest:** members of the Management Board of PJSC Aeroflot Vladimir Antonov and Vadim Zingman, who serve as members of the Board of Directors of Aurora Airlines.

3. Approve the related-party transaction, under the following material terms:

**Parties:**

PJSC Aeroflot - Agent;

LLC Pobeda Airlines – Principal /Beneficiary;

**Subject:** The completion of legal and other necessary activities by the Agent on its own behalf, but on account of the Principal, to provide aircraft with fuel (including refuelling) for the purpose of air transportation on Russian and foreign territory, at the request of the Principal;

**Duration:** 01.01.2018 - 31.12.2018

**Cost:** Cost of services (agent fee) – 1.5% of the cost of fuel, purchased by the Agent and given to the Principal for refuelling every month.

**Interested parties to the deal and grounds for their interest:** PJSC Aeroflot, which is the supervisory body of Pobeda Airlines; members of the Management Board of PJSC Aeroflot, Vitaly Saveliev, Vladimir Antonov, Vasily Avilov, Vladimir Aleksandrov, Kirill Bogdanov, Vadim Zingman, Shamil Kurmashov, Igor Parakhin, Igor Chalik, who serve as members of the Board of Directors of LLC Pobeda Airlines.

*Results of voting:*

FOR 9

AGAINST 0

ABSTENTIONS 0

Resolution adopted.

\*V. Saveliev did not participate in voting on this agenda item, as he is not independent director.

\* D. Saprykin did not participate in voting on this agenda item, as he is an interested party.

**2.2.3. Approval of related-party transaction between PJSC Aeroflot and JSC Aurora Airlines regarding commercial management by PJSC Aeroflot of the load of a number of JSC Aurora Airlines' flights within the framework of an agreement for joint flight operation code-sharing / block seats.**

1. Approve the transaction between PJSC Aeroflot and JSC Aurora Airlines regarding the joint flight operation "code-sharing/block seats" based on "commuter" (regional) traffic, under the following material terms:

2. **Parties:** PJSC Aeroflot (Marketing Partner), JSC Aurora Airlines (Partner-Operator);

3. **Subject:** the commercial management of a number of PJSC Aeroflot flights by Aurora Airlines (including pricing and the sale of tickets for such flights) within the framework of an agreement for joint flight operation "code-sharing / block seats" based on "commuter" (regional) traffic, allowing the publication of joint flights in the booking under a single code of the Aeroflot system between SU5400-5799;

4. **Duration of the deal:** 01.11.2017 - 31.10.2018 inclusive.

5. **Interested parties to the deal and grounds for their interest:** members of the Management Board of PJSC Aeroflot Vladimir Antonov and Vadim Zingman, who serve as members of the Board of Directors of JSC Aurora Airlines

*Results of voting:*

FOR 10

AGAINST 0

ABSTENTIONS 0

Resolution adopted.

\*V. Saveliev did not participate in voting on this agenda item, as he is not independent director.

#### **2.2.4. Approval of related-party transaction with JSC Aurora Airlines regarding a joint operation of flights on the terms of the free sale “code-sharing/free-sale”.**

1. Approve the related-party transaction regarding a joint operation of flights on the terms of the free sale “code-sharing/free-sale”, under the following material terms:

**Parties:** PJSC Aeroflot (Marketing Partner), JSC Aurora Airlines (Partner-Operator);

**Subject:** joint operation of flights on the terms of the free sale “code-sharing/free-sale”, publishing flights in the booking systems under two codes JSC Aurora Airlines (HZ) and PJSC Aeroflot (SU) between HZ3630-HZ3639, HZ4526-HZ4545, HZ4590-HZ4629;

**Duration of the deal:** 01.07.2017 - 31.12.2018 inclusive.

**Interested parties to the deal and grounds for their interest:** members of the Management Board of PJSC Aeroflot Vladimir Antonov and Vadim Zingman, who serve as members of the Board of Directors of JSC Aurora Airlines.

*Results of voting:*

FOR	10
AGAINST	0
ABSTENTIONS	0

Resolution adopted.

\*V. Saveliev did not participate in voting on this agenda item, as he is not independent director.

#### **2.2.5. Approval of related-party transaction with JSC Rossiya Airlines regarding mutual transfer of passengers in case of failures.**

Approve the related-party transaction between PJSC Aeroflot and JSC Rossiya Airlines regarding the mutual transfer of passengers in case of failures, under the following material terms:

**Parties:** PJSC Aeroflot and JSC Rossiya Airlines, either party may act as the transmitting party or the party accepting passengers.

**Subject:** mutual transfer of passengers from one flight to free seats on the flight of the other party, in the event of adverse circumstances that may affect the timely dispatch of passengers.

**Duration of the deal:** 01.01.2018 - 31.12.2022

**Interested parties to the deal and grounds for their interest:** PJSC Aeroflot, which is the supervisory body for JSC Rossiya Airlines; member of the Board of Directors of JSC Rossiya Airlines Vadim Zingman, who serves as member of the Management Board of PJSC Aeroflot; CEO and Chairman of the Board of Directors of JSC Rossiya Airlines Dmitry Saprykin, who serves as member of the Board of Directors of PJSC Aeroflot.

*Results of voting:*

FOR	9
AGAINST	0
ABSTENTIONS	0

Resolution adopted.

\*V. Saveliev did not participate in voting on this agenda item, as he is not independent director.

\* D. Saprykin did not participate in voting on this agenda item, as he is an interested party.

#### **2.2.6. Approval of related-party transaction with LLC Pobeda Airlines regarding mutual transfer of passengers in case of failures.**

Approve the related-party transaction between PJSC Aeroflot and LLC Pobeda Airlines regarding the mutual transfer of passengers in adverse circumstances, under the following material terms:

**Parties:** PJSC Aeroflot and LLC Pobeda Airlines, either party may act as the transmitting party or the party accepting passengers.

**Subject:** mutual transfer of passengers from one flight to free seats on the flight of the other party, in the event of adverse circumstance that may affect the timely dispatch of passengers.

**Duration of the deal:** 01.10.2017- 31.12.2022

**Interested parties to the deal and grounds for their interest:** PJSC Aeroflot, which is the supervisory body of LLC Pobeda Airlines, members of the Management Board of PJSC Aeroflot, Vitaly Saveliev, Vladimir

Antonov, Vasily Avilov, Vladimir Aleksandrov, Kirill Bogdanov, Vadim Zingman, Shamil Kurmashov, Igor Parakhin, Igor Chalik, who serve as members of the Board of Directors of LLC Pobeda Airlines.

*Results of voting:*

FOR 10  
AGAINST 0  
ABSTENTIONS 0

Resolution adopted.

\*V. Saveliev did not participate in voting on this agenda item, as he is not independent director.

2.3. Date on which the meeting of the Board of Directors (Supervisory Board) of the issuer took place, at which the relevant decision was made: **6 December 2017**

2.4. Date and number of the minutes of the meeting of the issuer's Board of Directors (advisory board), at which these decisions were made: **Minutes No. 6 of 6 December 2017.**

3. Signature

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

\_\_\_\_\_  
(signature)

S.E. Denisenko

3.2. Date “ 6 ” December 20 17 r. Stamp