

**Material fact**  
**Individual 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	<i><a href="http://ir.aeroflot.com/en/disclosure-of-information/">http:// ir.aeroflot.com/en/disclosure-of-information/</a> <a href="http://disclosure.skrin.ru/disclosure/7712040126">http://disclosure.skrin.ru/disclosure/7712040126</a></i>
1.8. Date of the event (material fact)	<i>11.12.2018</i>

2. Notice content	
2.1. Quorum at a meeting of the issuer’s board of directors: <i>11 out of 11 members of the Issuer’s Board of Directors.</i>	
2.2. Content of decisions made by the issuer’s board of directors and results of vote taken on relevant agenda items:	
<b>2.2.1. Election of the Chairman of the Board of Directors of PJSC Aeroflot.</b>	
1. Elect Yvgeny Dietrich as Chairman of the Board of Directors of PJSC Aeroflot.	
<i>Vote results</i>	
FOR	11
AGAINST	0
ABSTENTIONS	0
Resolution adopted.	
<b>2.2.2. Partial change to the composition of the Management Board of PJSC Aeroflot.</b>	
1. Set the number of members of the Management Board at 10.	
2. Appoint Andrey Chikhanchin (Deputy CEO of PJSC Aeroflot for Commerce and Finance) as a member of the Management Board.	
<i>Vote results</i>	
FOR	11
AGAINST	0
ABSTENTIONS	0
Resolution adopted.	
<b>2.2.3. Agreement on (approval of) related-party transactions between PJSC Aeroflot and airlines of the Aeroflot Group regarding provision of aviation fuel and fuelling.</b>	
1. Agree on (approve) related-party transaction between PJSC Aeroflot and JSC Rossiya Airline regarding the prolongation of agent contract no. 674-31/06.04.17 of 05.04.2016 for the period between 01.01.2019 and 31.12.2019, under the following material terms:	
<u>Parties:</u>	
PJSC Aeroflot - Agent;	
JSC Rossiya Airline - principal/beneficiary;	
<u>Subject:</u> Performing by the Agent on its own behalf, but at the expense of the Principal, of legal and other necessary actions to ensure (including organizing refueling) the supply of aircraft fuel at the request of the Principal for performing air transportation across the Russian Federation and foreign countries;	
<u>Term:</u> between 01.01.2019 and 31.12.2019	
<u>Term of the prolonged transaction:</u> between 05.04.2016 and 31.12.2019	
<u>Cost:</u> the cost of the service (agency fee) - 1.5% of the total cost of aircraft fuel purchased by the agent and	

transferred to the Principal for each month of fuelling (excluding VAT).

Other material terms approved by the Board of Directors on 06.12.2017 (minutes no.6) remain unchanged.

Persons interested in the transaction and the grounds for their interest: member of the Management Board of PJSC Aeroflot Vadim Zingman who is also a member of the Board of Directors of JSC Rossiya Airline.

*Vote results*

FOR	10
AGAINST	0
ABSTENTIONS	0

Resolution adopted.

\* V. Saveliev did not participate in voting on this agenda item, as he does not comply with the requirements of Paragraph 3 of Article 83 of the Federal Law on Joint-Stock Companies.

2. Agree on (approve) related-party transaction between PJSC Aeroflot and JSC Aurora Airline regarding the prolongation of agent contract no. 22.5/2016-0251 of 05.04.2016 for the period between 01.01.2019 and 31.12.2019, under the following material terms:

Parties:

PJSC Aeroflot - Agent;

JSC Aurora Airline - principal/beneficiary;

Subject: Performing by the Agent on its own behalf, but at the expense of the Principal, of legal and other necessary actions to ensure (including organizing refueling) the supply of aircraft fuel at the request of the Principal for performing air transportation across the Russian Federation and foreign countries;

Term: between 01.01.2019 and 31.12.2019

Term of the prolonged transaction: between 05.04.2016 and 31.12.2019

Cost: the cost of the service (agency fee) - 1.5% of the total cost of aircraft fuel purchased by the agent and transferred to the Principal for each month of fuelling (excluding VAT).

Other material terms approved by the Board of Directors on 06.12.2017 (minutes no.6) remain unchanged.

Persons interested in the transaction and the grounds for their interest: member of the Management Board of PJSC Aeroflot Vadim Zingman who is also a member of the Board of Directors of JSC Aurora Airline.

*Vote results*

FOR	10
AGAINST	0
ABSTENTIONS	0

Resolution adopted.

\* V. Saveliev did not participate in voting on this agenda item, as he does not comply with the requirements of Paragraph 3 of Article 83 of the Federal Law on Joint-Stock Companies.

3. Agree on (approve) related-party transaction between PJSC Aeroflot and LLC Pobeda Airline regarding the prolongation of agent contract no. 1067-31/05.07.2016 for the period between 01.01.2019 and 31.12.2019, under the following material terms:

Parties:

PJSC Aeroflot - Agent;

LLC Pobeda Airline - principal/beneficiary;

Subject: Performing by the Agent on its own behalf, but at the expense of the Principal, of legal and other necessary actions to ensure (including organizing refueling) the supply of aircraft fuel at the request of the Principal for performing air transportation across the Russian Federation and foreign countries;

Term: between 01.01.2019 and 31.12.2019

Term of the prolonged transaction: between 05.04.2016 and 31.12.2019

Cost: the cost of the service (agency fee) - 1.5% of the total cost of aircraft fuel purchased by the agent and transferred to the Principal for each month of fuelling (excluding VAT).

Other material terms approved by the Board of Directors on 06.12.2017 (minutes no.6) remain unchanged.

Persons interested in the transaction and the grounds for their interest: members of the Management Board of PJSC Aeroflot Vasily Avilov, Vladimir Alexandrov, Vladimir Antonov, Kirill Bogdanov, Vadim Zingman, Igor Parakhin, Vitaly Saveliev, Igor Chalik who are also members of the Board of Directors of LLC Pobeda Airline.

*Vote results*

FOR	10
AGAINST	0

ABSTENTIONS 0

Resolution adopted.

\* V. Saveliev did not participate in voting on this agenda item, as he does not comply with the requirements of Paragraph 3 of Article 83 of the Federal Law on Joint-Stock Companies.

**2.2.4. Agreement on (approval of) related-party transaction between PJSC Aeroflot and JSC Aurora Airline regarding joint operation of "codesharing/free sale" flights.**

Agree on (approve) related-party transaction between PJSC Aeroflot and JSC Aurora Airline regarding the conclusion of an agreement for joint operation of "codesharing/free sale" flights, under the following material terms:

Parties: PJSC Aeroflot (marketing partner), JSC Aurora Airline (operating partner);

Subject: Joint operation of JSC Aurora Airlines flights based on "codesharing/free-sale" agreement that provides for marketing of flights in booking systems under two different airline codes HZ (JSC Aurora Airline) and SU (PJSC Aeroflot) for flights in the ranges HZ3630-HZ3639, HZ4526-HZ4545 and HZ4590-HZ4629.

Term of transaction: between 01.01.2019 and 31.12.2023;

Persons interested in the transaction and the grounds for their interest: members of the Management Board of PJSC Aeroflot Vladimir Antonov and Vadim Zingman who are also members of the Board of Directors of JSC Aurora Airline.

*Vote results*

FOR 10

AGAINST 0

ABSTENTIONS 0

Resolution adopted.

\* V. Saveliev did not participate in voting on this agenda item, as he does not comply with the requirements of Paragraph 3 of Article 83 of the Federal Law on Joint-Stock Companies.

**2.2.5. Agreement on (approval of) related-party transaction between PJSC Aeroflot and LLC A-Technics regarding maintenance and repair of SSJ-100 aircraft.**

Agree on (approve) related-party transaction between PJSC Aeroflot and LLC A-Technics regarding maintenance and repair (MRO) of SSJ-100 aircraft ("aircraft") and provision of MRO-related services under the following material terms:

Parties: PJSC Aeroflot (client) and LLC A-Technics (contractor).

Subject: The contractor shall provide services for maintenance and repair (MRO) of SSJ-100 aircraft to the Client for a fee, as well as provide MRO-related services, including, but not limited to the following: stationing aircraft in hangars, engineering maintenance, logistics, delivery and storage of spare parts, renting out maintenance equipment.

Term of transaction: from the signing of the agreement through 31.12.2030.

Other material terms: the Contractor provides services in accordance with the Client's plan-tasks and orders. Place of service- Sheremetyevo airport (can be negotiated). Terms of service are agreed upon if necessary.

Persons interested in the transaction and the grounds for their interest: members of the Management Board of PJSC Aeroflot Vladimir Antonov and Igor Parakhin who are also members of the Board of Directors of LLC A-Technics.

*Vote results*

FOR 10

AGAINST 0

ABSTENTIONS 0

Resolution adopted.

\* V. Saveliev did not participate in voting on this agenda item, as he does not comply with the requirements of Paragraph 3 of Article 83 of the Federal Law on Joint-Stock Companies.

2.4. Date on which the meeting of the Board of Directors (Supervisory Board) of the issuer took place,

at which the relevant decision was made: **11 December 2018**.

2.5. Date and number of the minutes taken of the Issuer's Board of Directors (Supervisory Board) meeting, at which this decision was made: **Minutes no. 8 of 11 December 2018**.

Signature

3.1. Head of Corporate  
Governance Department

A.V. Melyokhin

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(signature)

3.2. Date “ 11 ” December 2018 /

Stamp