

03/10/18-18:25:30

RECEIVED

----- Instance Type and Transmission -----

Original received from SWIFT

Priority : Normal

Message Output Reference : 1826 181003ICFIRUMMAXXX2185178204

Correspondent Input Reference : 1726

181003MGTCBEBEECL3136948502

----- Message Header -----

Swift Output : FIN 568 Corporate Action Narrative

Sender : MGTCBEBEECL

EUROCLEAR BANK S.A / N.V

BRUSSELS BE

Receiver : ICFIRUMMAXX

JSC JSCB 'INTERNATIONAL FINANCIAL CLUB'

MOSCOW RU

----- Message Text -----

16R: Start of Block

GENL

28E: Page Nbr/Continuation Indicator

1/ONLY

20C: Reference

:CORP//CA000003245682

20C: Reference

:SEME//DSI9SWSK3XC1S321

23G: Function of the Message

REPL

22F: Indicator

:CAEV//BIDS

98C: Date/Time

:PREP//20181003152609

16R: Start of Block

LINK

22F: Indicator

:LINK//WITH

13A: Number Identification

:LINK//564

20C: Reference

:PREV//DSI9SWSK3XCBS321

16S: End of Block

LINK

16S: End of Block

GENL

16R: Start of Block

USECU

97A: Account

:SAFE//47637

35B: ID of the Financial Instrument

ISIN XS0764220017

//RZD CAPITAL PLC 5.70000 05/04

/22 USD

16S: End of Block

USECU

16R: Start of Block

ADDINFO

70F: Narrative

:ADTX//

----- EVENT DETAILS -----

UPDATE 03/10/2018: PAYMENT INFORMATION

1. DEBIT OF EXERCISED SECURITIES

VALIDLY INSTRUCTED POSITION SHOULD BE DEBITED FROM YOUR

ACCOUNT

IN THE TODAY'S REAL-TIME PROCESS

.
EUCLID USERS: PLEASE REFER TO YOUR R23 REPORT.
SWIFT USERS: PLEASE REFER TO YOUR MT 566.

.
2. CREDIT OF CASH ENTITLEMENT
CASH ENTITLEMENT SHOULD BE CREDITED IN THE NEXT OVERNIGHT
PROCESS.

BATCH

.
EUCLID USERS: PLEASE REFER TO YOUR R20 REPORT.
SWIFT USERS: PLEASE REFER TO YOUR MT 566.

.
END OF UPDATE.

.-----
UPDATE 01/10/2018: CASH BREAKDOWN

. PRORATION FACTOR: NA
. TENDER CONSIDERATION/PURCHASE PRICE: USD 1,024.00 PER

MULTIPLE

. ACCRUED INTEREST: USD 28.183000 PER MULTIPLE
. INTEREST RATE: 5.70 PERCENT
. NUMBER OF DAYS: 178
. CALCULATION METHOD: 30/360 DAYS

.
END OF UPDATE

.-----
UPDATE 24/09/2018: TENDER RESULTS

OF

.
AS AT THE EXPIRATION DEADLINE, THE AGGREGATE PRINCIPAL AMOUNT
USD 63,501,000 OF THE 2020 NOTES, THE AGGREGATE PRINCIPAL
AMOUNT OF USD 439,982,000 OF THE 2022 NOTES AND THE AGGREGATE
AMOUNT OF USD 12,046,000 OF THE 2024 NOTES HAVE BEEN VALIDLY
TENDERED IN THE OFFERS.

AMOUNT

PRINCIPAL

.
THE OFFEROR WILL ACCEPT FOR PURCHASE THE ENTIRE AGGREGATE
PRINCIPAL AMOUNTS OF THE VALIDLY TENDERED NOTES.

.
INFORMATION AGENT: LUCID ISSUER SERVICES LIMITED

DOCUMENTS

.
PLEASE REFER TO THE DOCUMENTATION FOR MORE DETAILS. THE
ARE ONLY AVAILABLE FROM THE AGENT AT: [HTTPS://PORTAL.LUCID](https://portal.lucid)

IS.COM

.
NOTE:

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POSITIONS WILL REMAIN BLOCKED UNTIL FURTHER NOTICE OR UNTIL
DEBIT OF POSITIONS.

THE

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END OF UPDATE

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INFORMATION SOURCE: INFORMATION AGENT:

.
LUCID ISSUER SERVICES LIMITED
TANKERTON WORKS
12 ARGYLE WALK
LONDON WC1H 8HA

UNITED KINGDOM
TELEPHONE: +44 20 7704 0880
EMAIL: RZD(AT)LUCID-IS.COM

.
GENERAL INFORMATION
.-----

THE PURPOSE OF THE OFFERS IS TO ENABLE THE OFFEROR TO ACQUIRE CERTAIN OUTSTANDING NOTES, WHICH IS REFLECTIVE OF THE

COMPANY'S

ROBUST LIQUIDITY POSITION AND CONSISTENT WITH ITS ONGOING LIABILITY MANAGEMENT OBJECTIVES

.
1. TENDER AND CONSENT: NOT APPLICABLE

.
2. CONDITIONS AND RESTRICTIONS: CERTAIN RESTRICTIONS APPLY

FOR

THE FOLLOWING COUNTRIES: UNITED STATES, UNITED KINGDOM,

FRANCE,

BELGIUM, ITALY, RUSSIAN FEDERATION, IRELAND

.
THESE RESTRICTIONS APPLY TO BENEFICIAL

.
THE OFFER IS SUBJECT TO, AMONG OTHER THINGS, TRANSACTION CONDITIONS

AND

.
REFER TO THE OFFER DOCUMENTATION FOR THE COMPLETE CONDITIONS

RESTRICTIONS OF THIS OFFER

.
ENTITLEMENT
.-----

WILL

1. ACCRUED AND UNPAID INTEREST: ACCRUED AND UNPAID INTEREST

BE PAID UP TO, BUT NOT INCLUDING, THE SETTLEMENT DATE

NOT

.
2. MINIMUM AGGREGATE ACCEPTANCE AMOUNT: THE TENDER OFFER IS

CONDITIONAL ON A MINIMUM AGGREGATE AMOUNT OF SECURITIES BEING TENDERED.

(EXCLUDING

.
3. TENDER CAP: MAXIMUM AGGREGATE PURCHASE CONSIDERATION: USD 700,000,000 AGGREGATE PURCHASE CONSIDERATION IN CASH

ANY ACCRUED INTEREST PAYMENT) ACROSS ALL SERIES OF NOTES

.
4. PRORATION: APPLICABLE

CAP.

.
THE COMPANY OFFERS TO ACCEPT INSTRUCTIONS UP TO THE TENDER

IF THE CAP IS EXCEEDED, INSTRUCTIONS WILL BE ACCEPTED ON A PRO-RATA BASIS, AS FURTHER DESCRIBED IN THE DOCUMENTATION

.
5. POOLFACTOR: NOT APPLICABLE

OFFER

.
THIS CORPORATE ACTION NOTIFICATION DOES NOT CONSTITUTE AN

BY

TO SELL OR THE SOLICITATION OF AN OFFER TO BUY ANY SECURITIES

ANYONE IN ANY JURISDICTION.

INVESTMENT
YOU
THE
LIMITED
ANY
A
ANY
ACCOUNT

IT IS NOT, AND SHOULD NOT BE CONSTRUED OR TREATED AS,
OR FINANCIAL ADVICE. IN PROVIDING THIS INFORMATION, EUROCLEAR
BANK IS NOT ACTING AS AGENT OF THE ISSUER.
BY SENDING AN INSTRUCTION TO EUROCLEAR BANK, YOU CONFIRM THAT
(AND ANY BENEFICIAL OWNER(S) FOR WHOM YOU ACT) COMPLY WITH
TERMS AND CONDITIONS OF THE CORPORATE EVENT AND COMPLY WITH
APPLICABLE LOCAL LAWS OR REQUIREMENTS, INCLUDING BUT NOT
TO HOLDING AND TRANSFER RESTRICTIONS.
IF HOLDING AND TRANSFER RESTRICTIONS WOULD PROHIBIT YOU (AND
BENEFICIAL OWNER(S) FOR WHOM YOU ACT) TO HOLD THE PROCEEDS OF
CORPORATE EVENT IN YOUR ACCOUNT IN EUROCLEAR BANK, YOU (AND
BENEFICIAL OWNER(S) FOR WHOM YOU ACT) MUST ENSURE TO SEND AN
INSTRUCTION TO ALLOW THE TRANSFER OF THESE PROCEEDS TO AN
OUTSIDE THE EUROCLEAR SYSTEM.

NAMES,

.
----- ACTION TO BE TAKEN -----
TO INSTRUCT YOU NEED TO:
. SEND A SEPARATE INSTRUCTION PER BENEFICIAL OWNER (BO)
. BY SENDING INSTRUCTIONS, YOU AUTHORISE US TO DISCLOSE YOUR
ACCOUNT NUMBERS AND HOLDINGS
. BENEFICIAL OWNERSHIP:

THE OFFERING DOCUMENTATION EXPLICITLY STATES THAT YOU HAVE TO
SEND A SEPARATE INSTRUCTION PER BO
. YOU ARE SOLELY RESPONSIBLE TO DETERMINE WHETHER TO SEND A
SEPARATE INSTRUCTION PER BO OR NOT. WE CANNOT PROVIDE ANY
GUIDANCE ON THIS REQUIREMENT. WE WILL FORWARD BUT NOT

VALIDATE

ANY INSTRUCTION RECEIVED REGARDLESS IF YOU INSTRUCTED AT
BENEFICIAL OWNER OR NOT
. ELECTRONIC INSTRUCTIONS:

1. FREE FORMAT MT 599/MT 568 USERS: YOUR DEADLINE IS 10:00
(BRUSSELS TIME) ON THE BUSINESS DAY BEFORE THE DEADLINE DATE.
. 2. EASYWAY USERS
. MENTION IN FIELD 'NARRATIVE TO EUROCLEAR BANK' YOUR CONTACT
NAME AND TELEPHONE NUMBER
. 3. EUCLID USERS:
A. TO INSTRUCT, SEND AN INSTRUCTION TYPE '62'
MENTION IN FIELD:
. 72: YOUR CONTACT NAME AND PHONE NUMBER
. B. TO TAKE NO ACTION, SEND AN INSTRUCTION TYPE '54' SUBTYPE '
NOAC'. MENTION THE EVENT NUMBER IN FIELD 72 AS FOLLOWS:
'EVNB:CA00000XXXXXXX' (WHERE XXXXXXXX IS THE EVENT NUMBER)
.

4. SWIFT MT565 USERS:

MENTION IN FIELD:

. 70E:INST: YOUR CONTACT NAME AND PHONE NUMBER PRECEDED BY

' INX

CONTACT DETAILS'

PAPER FORM:

.-----

NO LEGAL DOCUMENTATION TO BE COMPLETED

.

DOCUMENTATION:

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DUE TO RESTRICTIONS DOCUMENTATION IS AVAILABLE ONLY AT THE
AGENT'S WEBSITE: [HTTPS://PORTAL.LUCID-IS.COM](https://portal.lucid-is.com) OR UPON REQUEST

TO

RZD(AT)LUCID-IS.COM

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REVOCABILITY

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CIRCUMSTANCES

.INSTRUCTIONS ARE IRREVOCABLE EXCEPT IN THE LIMITED

DESCRIBED IN THE OFFER DOCUMENTATION

.

PLEASE NOTE THE FREE TEXT LIMITATION OF 10 X 35 CHARACTERS IN
FIELD 72 OR 70E:INST

.

THESE

WE WILL FORWARD BUT NOT VALIDATE ANY OF THE INFORMATION IN

FIELDS.

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16S: End of Block

ADDINFO

----- Message Trailer -----

{CHK:6D578412A18E}

PKI Signature: MAC-Equivalent