Notice

On JSC VTB Bank Annual General Shareholders Meeting (29 Bolshaya Morskaya Ul., St. Petersburg)

Dear Shareholders,

the Supervisory Council of VTB Bank (public joint stock company) hereby gives notice on convening the Annual General Shareholders Meeting in the form of actual meeting (joint presence of shareholders for discussing items on the agenda and making resolutions on the issues put to the vote) on 24 June 2016.

The Annual General Shareholders Meeting Agenda includes the following items:

1. Approval of JSC VTB Bank Annual Report
2. Approval of JSC VTB Bank annual financial statements
3. Approval of JSC VTB bank profit allocation for the year 2015
4. Amount, terms and form of paying dividends for 2015 and the dividend cut-off date
5. Approval of the number of JSC VTB Bank Supervisory Council members
6. Election of JSC VTB Bank Supervisory Council members
7. Approval of the number of JSC VTB Bank Statutory Audit Commission members
8. Election of JSC VTB Bank Statutory Audit Commission members
9. Approval of JSC VTB Bank’s Auditor
10. Approval of the new version of the Charter of VTB Bank (PJSC)
11. Approval of the new version of the Regulation on the Procedure for Preparing, Convening and Holding the Bank's General Shareholders Meeting
12. Approval of the new version of the Regulation on JSC VTB Bank Supervisory Council
13. Approval of the new version of the Regulation on the Management Board
14. Approval of the new version of the Regulation on Remuneration and Compensation to Members of JSC VTB Bank Supervisory Council
15. Approval of the Regulation on Remuneration and Compensation to Members of JSC VTB Bank Statutory Audit Commission
16. Payment of remuneration to Supervisory Council members who are not state employees in compliance with JSC VTB Bank by-laws
17. Payment of remuneration to the Statutory Audit Commission members who are not state employees in compliance with JSC VTB Bank by-laws
18. Approval of related party transactions which may be entered into by JSC VTB Bank in the future course of its ordinary business

The list of persons eligible to attend the Annual General Shareholders Meeting shall be prepared according to JSC VTB Bank Shareholders Register as of 06 May 2016.

The AGM will take place at Oktyabrskiy Grand Concert Hall, 6 Ligovskiy Prospekt, St.Petersburg.

Registration of the AGM participants will start at 12:30 a.m. on 24 June 2016.

The registration will be held at Oktyabrskiy Grand Concert Hall, 6 Ligovskiy Prospekt, St.Petersburg.

The AGM will open at 14:00 on 24 June 2016.

Mailing address for submitting ballot papers: JSC VTB Bank, P.O. Box 12, 111033 Moscow, Russia.

To participate in the VTB Bank AGM, a private shareholder should have a passport or any other identification document in accordance with the applicable legislation. Persons participating in the VTB Bank AGM on behalf of a corporate shareholder without a power of attorney, in compliance with the applicable legislation or other legal or constituent documents, shall have original copies or duly certified copies of constituent documents and a document appointing (electing) such person to the relevant position. To participate in the AGM, a representative of a shareholder shall have a passport or any other identification document, and a duly certified power of attorney.

Starting from 03 June 2016, JSC VTB Bank shareholders may get access to the information disclosed before the AGM on every business day from 10:00 to 17:00 at any of the following JSC VTB Bank Shareholder Relations Centers:

* 29 Bolshaya Morskaya Ul., St. Petersburg, Office 40, tel.: (812) 494-94-46;
* 35 Myasnitskaya Ul., Moscow, Office 1026, tel.: (495) 645-43-61; and
* 5 Marshala Zhukova Ul., Yekaterinburg, tel.: (343) 379-66-15.

Any question related to the AGM can be addressed to JSC VTB Bank Inquiry Service, tel.: 8-800-200-77-99 (toll-free within Russia), (495) 739-77-99.

We invite you to participate in JSC VTB Bank Annual General Shareholders Meeting.