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2 December 2016

### **Public Joint Stock Company «Europlan» Announces the Pricing and the Preliminary Results of the Public Offering of its Shares<sup>1</sup>**

Public Joint Stock Company «Europlan» («Europlan» or the «Company»), the leading independent vehicle leasing company in Russia, announces the pricing and the preliminary results of the Offering.

#### **The Pricing:**

- The Offering price has been set at RUB 720 per Share.

#### **The Offering on MOEX:**

- The size of the Offering on MOEX amounts to 20.8 mln Shares, which corresponds to RUB 15 billion based on the Offering price.
- Settlement in the Shares on the Moscow Exchange will be completed today, 2 December 2016.

#### **The Share Swap:**

- Based on the Offering price and the monetary value of shares of NPF SAFMAR and VSK, as determined by the Board of Directors of the Company, the ratios of the Share Swap (the «Share Swap Ratios») are as follows:
  - 0.0033 shares<sup>2</sup> of NPF SAFMAR per one Share of Europlan.
  - 0.8113 shares<sup>2</sup> of VSK per one Share of Europlan.
- The preliminary offers to purchase the Shares with payment in shares of NPF SAFMAR and VSK were received in the amount of:

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<sup>1</sup> All capitalized terms used herein as defined in the Announcement of the Terms of the Public Offering of the Shares as of 18 November 2016

<sup>2</sup> Round to fourth decimal

- 149 763 shares of NPF SAFMAR, which corresponds to 45.8 mln shares of Europlan based on the respective Share Swap ratio.
- 17 885 000 shares of VSK, which corresponds to 22 mln shares of Europlan based on the respective Share Swap ratio.
- The settlement in the Shares as part of the Share Swap will commence today, 2 December 2016, and is expected to be completed on 5 December 2016, or earlier.

**The Pre-Emptive Rights:**

- No Shares have been offered as part of the Pre-Emptive Rights as there were no orders to purchase the Shares as part of the Pre-Emptive Rights.

The announcement of the final results of the Offering is expected on 5 December 2016. The trading in the Shares is expected to commence in the second half of December 2016, after the state registration of the report on additional share issue results.

The Company plans that after the Offering the total number of shares outstanding will remain unchanged during 180 days following completion of the Offering.

VTB Capital is acting as the Sole Global Coordinator and a Joint Bookrunner of the Offering. ATON is acting as a Joint Bookrunner of the Offering. EFG Asset Management is acting as a Co-Lead Manager of the Offering. BINBANK is acting as a Broker of the Offering. LECAP is acting as Legal Counsel to the Company in connection with the Offering.

## Notes:

**«SAFMAR Financial Investments»** – financial holding with focus on investing and transparent management of assets in the financial sector. The target structure of the Holding at the completion of all processes: PJSC «SAFMAR Financial Investments» will own 100% of JSC «NPF SAFMAR», up to 49% stake in «VSK» and 100% of the leasing business, which will be spun off from the existing PJSC «Europlan» into a separate legal entity.

**PJSC «Europlan»** – the largest private and 2nd largest auto leasing company in Russia with market share approx. 15%. The Company provides a full range of vehicle leasing services to corporate and retail clients. It is also being ranked among Top-30 European auto leasing companies (according to Leaseurope). In 2014 Europlan was awarded the “Best Russian vehicle financing and leasing company” by Global Banking & Finance Awards and in 2015 – “Best leasing company in Russia” by International Finance Magazine. Established in 1999, the Company provides vehicle leasing services for small and medium businesses through the network of branches and representative offices covering over 70 regions in Russia. During its operational history the Company has executed over 225,000 leasing contracts. Europlan lessees include approx. 62,000 of companies and individual entrepreneurs ranging from major international companies to small family businesses in different industries. A broad product offering as well as large-scale vehicle leasing programs for over 60 car brands largely support Europlan achievements and growth prospects. Europlan’s shares are traded on the Moscow Exchange since December 2015 (MOEX: EPLN). The Company has earned an exceptional reputation for its effective and efficient performance – new leasing business volume has increased by 46% in the 9 months of 2016 and amounted to RUB 25.8bn, during 9 months of 2016 net profit under IFRS grew by 67% to RUB 2.1bn compared to the corresponding period of 2015, shareholder equity increased by 20%, amounting to RUB 12.8bn. At the end of 2015, total assets amounted to RUB 38bn, net profit from continuing operations – RUB 1.9bn.

**JSC NPF «SAFMAR»** is included in a Top-5 pension group in Russia with 9% market share. NPF SAFMAR provides both obligatory and voluntary pension insurance services. In August 2016 NPF SAFMAR finalized merger with other 3 non-state pension funds of the Group: NPF Evropeyskiy, NPF Regionfond, NPF Obrazovanie and Nauka. Total NPF SAFMAR assets under management after merger will be over RUB 185bn, including over RUB 177bn of pension savings and over RUB 8bn of pension reserves. NPF SAFMAR serves over 2.3mn clients.

**Insurance company «VSK»** is one of the largest insurance companies in Russia, Top-10 company by gross written premiums (GWP). In 2015 GWP totaled RUB 48bn, net income amounted to RUB 3bn. Main lines of business are motor insurance (appx. 65% of the total GWP as of 1H 2016), voluntary health insurance and property insurance.