

TCS Group Holding PLC (TCS)

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TCS Group Holding PLC Notice of AGM

Moscow, Russia - 4 May 2018. TCS Group Holding PLC (**TCS**) (the Group), Russia's leading provider of online retail financial services, including Tinkoff Bank and Tinkoff Insurance, today announces that its Annual General Meeting of Shareholders (AGM) will take place at 12 noon on Tuesday 29 May 2018 at the Group's registered office, 5th floor, 25 Berengaria, Spyrou Araouzou 25, 3036 Limassol, Cyprus.

The AGM agenda includes:

- Re-appointment of PricewaterhouseCoopers Limited, Cyprus as Auditors of the Group and authorisation of the Board of Directors to determine their remuneration in accordance with their terms of engagement;
- Re-appointment of Mr. Martin Cocker as a director of the Group;
- Re-appointment of Mr. Jacques Der Megreditchian as a director of the Group;
- Approval of remuneration of the members of the Board of Directors;
- Granting of authority to the Board of Directors to buy back class A shares or interests in class A shares including global depository receipts in the Group;
- Increase of share capital;
- Waiver of Pre-emption rights;
- Authority to the Board of Directors to issue and allot shares;
- Receiving and considering the Annual Report for the year ended 31 December 2017. The Annual Report was published on 27 April 2018.

The record date for the AGM is 25 May 2018.

The Notice of AGM and Form of Proxy are available on the Group's website at <https://www.tinkoff.ru/eng/>

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About the Group

TCS Group is an innovative provider of online retail financial services operating in Russia through a high-tech branchless platform. TCS Group includes Tinkoff Bank, mobile virtual operator network Tinkoff Mobile, Tinkoff Insurance, and Tinkoff Software DC, a network of IT development hubs across Russia.

The Group was founded in 2006 by the Russian entrepreneur Oleg Tinkov and has been listed on the London Stock Exchange since October 2013.

With no retail branches, the Group serves its customers remotely via online channels and its call centre, and operates a network of over 2,500 representatives to ensure smooth delivery of its products. The network covers all of Russia and allows next day delivery to most customers.

The Group's key business is Tinkoff Bank, Russia's first and only direct bank offering both own brand and partner retail financial services via its Tinkoff.ru platform. The product range includes daily banking (credit and debit cards, payments, money transfers), savings, investments, loyalty programmes, travel services, SME services, mortgage platform, and insurance. With its special focus on mobile business, the bank offers mobile applications both for its customer base (Mobile Bank) and beyond it (Traffic Fines, MoneyTalk, Card 2 Card instant money transfers).

As at 1 February 2018, the bank was the second largest player in the Russian credit card market, with a market share of 11.7%. The FY2017 IFRS net income of TCS Group Holding PLC amounted to RUB 19.0 bn, ROE stood at 53%.

Banki.ru, Russia's largest financial news portal, named Tinkoff Bank the Bank of the Year 2016. In October 2016 Tinkoff Bank was named the largest independent global direct bank by Frost & Sullivan. In 2015 and 2016, the Global Finance magazine named Tinkoff Bank as the Best Consumer Digital Bank in Russia. In 2016, the bank also won Global Finance's Best Integrated Consumer Bank Site award and was named the Best Digital Bank in the CEE by Euromoney. The bank's mobile application was recognised as the best in Russia by Marksworld Rank & Report for three consecutive years in 2014, 2015 and 2016, and by Deloitte for four consecutive years from 2013 to 2016.

Forward-looking statements

Some of the information in this announcement may contain projections or other forward-looking statements regarding future events or the future financial performance of the Group and Tinkoff Bank. You can identify forward looking statements by terms such as "expect", "believe", "anticipate", "estimate", "intend", "will", "could", "may" or "might", the negative of such terms or other similar expressions. The Group and Tinkoff Bank wish to caution you that these statements are only predictions and that actual events or results may differ materially. The Group and Tinkoff Bank do not intend to update these statements to reflect events and circumstances occurring after the date hereof or to reflect the occurrence of unanticipated events. Many factors could cause the actual results to differ materially from those contained in projections or forward-looking statements of the Group and Tinkoff Bank, including, among others, general economic conditions, the competitive environment, risks associated with operating in Russia, rapid technological and market change in the industries the Group operates in, as well as many other risks specifically related to the Group, Tinkoff Bank and their respective operations.

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