

**Dear Shareholders of Rosneft!**

By the Resolution of the Board of Directors of Rosneft of April 22, 2016 the Annual (2015 results) General Shareholders Meeting of Rosneft was convoked and is to be held in the form of meeting (joint presence of the Company shareholders for discussion of the agenda items and making resolutions on the items put to voting) on **June 15, 2016** at 11:00 at the following address: Russia, 199406, St. Petersburg, V.I., 28/16 Nalichnaya St., MFK Gornyi.

The list of entities entitled to participation in the annual (2015 results) general shareholders meeting of Rosneft was prepared based on the data contained in the Company Shareholders Register as of the end of the business day of May 03, 2016.

Registration of the attendees of the Annual (2015 results) General Shareholders Meeting starts from 10-00 a.m. to 17-00 of June 14, 2016 and from 9-00 a.m. on June 15, 2016 at the following address: Russia, 199406, St. Petersburg, V.I., 28/16 Nalichnaya St., MFK Gornyi.

The registration of the persons entitled to participate in the Annual (2015 results) General Shareholders Meeting shall terminate at the time of completion of discussion of the last item on the agenda of the meeting for which there is a quorum and until the beginning of the period of time allocated for voting to the persons who have not yet voted by that time.

During the registration, the persons entitled to participate in the General Shareholders Meeting (their authorized representatives) shall produce (submit) the following documents:

shareholder which is an individual: document(s) which establish(es) his/her identity and enable(s) to identify him/her in the list of persons entitled to participate in the General Shareholders Meeting;

authorized representative of a shareholder which is an individual: power of attorney issued by such individual, and document(s) which establish(es) the identify of such representative;

person representing a shareholder which is a legal entity and acting without the power of attorney as permitted by the law or constituent documents: copies of constituent documents of such shareholder which is a legal entity, document(s) certifying the authority of such person (in particular, copy of resolution of his/her election or appointment to his/her position), and document(s) which establish(es) his/her identity;

authorized representative of a shareholder which is a legal entity: power of attorney issued by such legal entity, and document(s) which establish(es) the identify of such representative;

person representing a shareholder which is a government or municipality and acting without the power of attorney as permitted by the federal laws or regulations of authorized government bodies or local self-government bodies: document(s) certifying the authority of such person (service certificate, voting directions, etc.), and document(s) which establish(es) his/her identity.

Powers of attorney and other documents certifying the right of the participant to act for and on behalf of the shareholder shall be surrendered to the Company at the time of the registration.

Should the Company violate the order of registration, shareholders may apply to the Head of Shareholder Affairs Division of the Corporate Governance Department Irina Sidorenko at tel: (495) 987-30-60, 8-800-500-11-00 (toll-free in Russia), fax (499) 517-86-53 or e-mail: [shareholders@rosneft.ru](mailto:shareholders@rosneft.ru).

The shareholders of Rosneft execute their right to participate in the Annual General Shareholders Meeting through posting (or personal delivery) of the filled-out voting ballots (and the power of attorney when applicable) to the Company office at the following addresses: 117997 Moscow, 26/1 Sofiyskaya embankment, Rosneft Oil Company or 115172 Moscow, P.O. Box 4 (or 115172 Moscow P.O. Box 24), Reestr-RN.

The shareholders whose right to the Company's shares are taken into account by the nominal holder are entitled to participate in the Annual General Shareholders Meeting via giving instruction to the nominal holder to vote in a certain way if this is provided by the contract with the nominal holder. The procedure for giving such instructions is determined by the contract with the nominal holder.

When determining the presence of a quorum and the results of voting those ballots and electronic documents for voting with electronic signature of the nominal holder shall be counted, which were received by the Company no later than 18:00 on June 12, 2016. Acceptance of voting ballots submitted to the Company in person is from 08:00 to 20:00, and on the last day of the ballots acceptance on June 12, 2016 (Sunday) is from 08:00 to 18:00.

**Meeting Agenda\*:**

1. Approval of the Company's Annual Report.
2. Approval of the Company annual accounting (financial) statements;
3. Approval of the Company profit distribution based on the 2015 results.
4. On amounts, timing, and form of payment of dividends in accordance with the results of the year 2015
5. On remuneration and compensation of expenses to the members of the Company Board of Directors
6. On remuneration of the Company Audit Commission members.
7. Election of the members of the Company Board of Directors.
8. Election of the members of the Company Internal Audit Commission.
9. Approval of the Company Auditor.
10. Approval of related-party transactions.
11. Approval of changes to the Rosneft Charter.
12. Approval of changes to the Rosneft General Shareholders Meeting Regulation.
13. Approval of changes to the Rosneft Board of Directors Regulation.
14. Approval of changes to the Rosneft Regulation on the Collective Executive Body (Management Board).
15. Approval of changes to the Rosneft Regulation on the Sole Executive Body (President).
16. Approval of changes to the Rosneft Regulation on the Audit Commission.

*\*Items No.No.1-4, No.No.7-9 of Meeting are initiated by: shareholder of Rosneft – AO ROSNEFTEGAZ, items No.No.5-6 and No.No.10-16 of Meeting agenda are initiated by Rosneft Board of Directors.*

Information (materials) submitted in preparation for the Extraordinary General Shareholders Meeting of Rosneft can be found starting from May 16, 2016 at the website of Rosneft on the Internet: [www.rosneft.ru](http://www.rosneft.ru) (in Russian) and [www.rosneft.com](http://www.rosneft.com) (in English), also in the working hours from 10-00 to 17-00 local time at Rosneft's Office at the following address: 115035 Moscow, 26/1 Sofiyskaya Embankment, telephone: (495) 987-30-60, 8-800-500-11-00 (toll-free in Russia), (Shareholder Affairs Division of the Corporate Governance Department of Rosneft) and with the specialized registrar (keeper of Rosneft Shareholders Register) – OOO Reestr-RN at the representative offices of the Issuer providing services to the Rosneft shareholders at the following addresses:

<b>I. Central Office of OOO Reestr-RN</b>	109028 Moscow, 2/6 Podkopyayevsky Side Street, bld. 3-4, tel: (495) 411-79-11
<b>II. OOO Reestr-RN Representative Offices</b>	
<b>Belgorod</b>	308000 Belgorod Region, Belgorod, 52 B. Khmel'nitsky Av., tel: (4722) 31-77-22, 31-77-33
<b>Vladimir</b>	600009 Vladimir Region, Vladimir, 7 Electrozavodskaya, tel: (4922) 43-00-48
<b>Krasnodar</b>	350911, Krasnodar Region, Krasnodar, 1/1 Tramvaynaya St., Room 608, tel: (861) 234-51-01, 234-52-01
<b>Perm</b>	614015, Perm, 21 Pushkin St., tel: (342) 233-44-73
<b>Samara</b>	443096 Samara Region, Samara, 52 Michurin St., office 320 (left wing), tel: (846) 302-18-08
<b>St. Petersburg</b>	196066 Saint-Petersburg, 212 Moscow Avenue, tel: (812) 363-20-28
<b>Saratov</b>	410031, Saratov, 43a Nekrasov St., tel: (8452) 23-57-81
<b>Tambov</b>	392002 Tambov Region, Tambov, 34 Sovetskaya St., tel: (4752) 75-96-58
<b>Tula</b>	300000, Tula, 50 Turgenev St., tel: (4872) 30-76-44
<b>Khabarovsk</b>	680000, Khabarovsk Region, Khabarovsk, 123 Sheronov St., tel: (4212) 32-37-71, 32-88-30
<b>Cheboksarsky</b>	428003, Chuvash Republic, Cheboksary, 17-7 Yaroslavskaya St., tel: (8352) 58-60-96, 58-62-65
<b>Yaroslavl</b>	150000 Yaroslavl Region, Yaroslavl, 9 Sovetskaya St., tel: (4852) 73-91-58, 25-55-51
<b>III. Transfer Agency Offices, serving Rosneft shareholders</b>	
<b>Gubkinsky</b>	629830, Yamalo-Nenets Autonomous Okrug, Gubkinsky, Microdistrict 3, bld. 1, Gubkinsky additional office, Nefteyugansk branch of VBRR Bank, tel: (349) 365-55-11
<b>Neftekumsk</b>	356880, Stavropol Territory, district 3, bld. 1, operational office in Neftekumsk, Krasnodar branch of VBRR Bank, tel: (865) 583-32-29
<b>Tuapse</b>	352800, Krasnodar Territory, Tuapse, 1 Marx St., additional office in Tuapse, Krasnodar branch of VBRR Bank, tel: (861) 672-52-69
<b>Komsomolsk</b>	681024, Khabarovsk Territory, Komsomolsk-on-Amur, 43 Lenina Ave, Additional Office 1402 in Lenina Ave, Khabarovsk branch of PAO Dalnevostochny Bank, tel:(4217) 53-35-35, (4217) 27-33-00
<b>Yuzhno-Sakhalinsk</b>	693020, Sakhalin Region, Yuzhno-Sakhalinsk, 53 Amurskaya St., Sakhalin branch of PAO Dalnevostochny Bank, tel: (4242) 72-39-70
<b>IV. Representative offices of the Issuer providing services to the Rosneft shareholders</b>	
<b>In Yamal-Nenets Autonomous District</b>	629830 Yamal-Nenets Autonomous District, Gubkinsky, 3 Urban District 10, Room 314 (OOO RN-Purneftegaz' Office), tel: (34936) 5-31-74
<b>In Stavropol Territory</b>	356880, Stavropol Region, Neftekumsk, 5 50 Let Pionerii St.; (reception of shareholders at: Stavropol Region, Neftekumsk, n/n Vostochnaya, OOO RN-Stavropolneftegaz' Office No. 2, Room 110), tel: (86558) 2-28-55
<b>In Khabarovsk Territory</b>	681007, Khabarovsk Region, Komsomolsk-on-Amur, 107 Leningradskaya, tel: (4217) 52-55-09

For the shareholders of Rosneft who are planning to attend the Annual General Shareholders Meeting - please inform hereof by tel: (495) 987-30-60, 8-800-500-11-00 (toll-free in Russia), fax (499) 517-86-53 or E-mail: [shareholders@rosneft.ru](mailto:shareholders@rosneft.ru).

**Rosneft Board of Directors**