

**MINUTES**  
**OF THE EXTRAORDINARY SHAREHOLDERS GENERAL MEETING**  
**OF THE PUBLIC JOINT STOCK COMPANY**  
**ROSNEFT OIL COMPANY**  
(hereinafter - the Meeting)

**Company details:**

Full corporate name: **Public Joint Stock Company Rosneft Oil Company** (Rosneft or the Company).

Location: **Russian Federation, Moscow.**

**Meeting details:**

Meeting type: **extraordinary.**

Meeting form: **voting in absentia.**

Date of determining (listing) eligible Meeting participants: **03 September 2018 (close of business).**

Meeting date: **28 September 2018.**

**Meeting Agenda:**

1. On amount, timing and form of payment of dividends based on 1H 2018 results.

In accordance with Art.60 par.2 of the Federal Law "On Joint Stock Companies", ballots for voting were sent to all persons of record and eligible to take part in the Meeting held in absentia, as of the Shareholders Register at the close of business **on 03 September 2018.**

Filled-in voting ballots were accepted until 6 pm the latest on 28 September 2018 at the following addresses:

**117997, Moscow, 26/1 Sofiyskaya Embankment, Rosneft Oil Company;**  
**115172, Moscow, PO Box 4 (or 115172, Moscow, PO Box 24), Reestr-RN.**

The Chairman of the Meeting: **Gerhard Schröder – Chairman of the Company Board of Directors.**

Secretary of the Meeting: **Svetlana Valentinovna Gritskevich – Corporate Secretary of the Company.**

The Counting Commission functions were performed by the special Registrar:

**Reestr-RN Limited Liability Company.**

Registrar's office location: **109028, Moscow, 2/6 Podkopaevsky Pereulok, Bld.3-4.**

Persons authorized by the Registrar functioning as the Counting Commission to sign the Counting Commission documents:

**Vladimir Vladislavovich Shakotko;**

**Vera Anatolyevna Semenova;**

**Olga Nikolaevna Bozhechkova.**

The total number of shares owned by the shareholders holding voting shares of the Company is: **10,598,177,817.**

The list of eligible Meeting participants as of the Shareholders Register at the close of business on **September 03, 2018** includes shareholders totally holding **10,598,177,817** ordinary shares of the Company.

**Agenda item: *On amount, timing and form of payment of dividends based on 1H 2018 results.***

The number of votes held by the persons included into the list of eligible Meeting participants with respect to this Item of the Meeting Agenda is **10,598,177,817**.

The number of votes attached to the Company's voting shares on this Item of the Meeting Agenda and determined in line with par.4.20 of the Regulation on Additional Requirements for the General Shareholders Meeting Preparation, Convocation and Holding Procedure (approved by an Order of the Federal Service for Financial Markets on February 02, 2012, No. 12-6/pz-n) is equal to **10,598,177,817**.

The number of votes held by the persons who participated in the Meeting to consider this Agenda Item amounted to **9,788,950,095** which is more than a half of the votes attached to issued voting shares of the Company regarding this Item of the Meeting Agenda.

**There is a quorum on this Agenda Item.**

Based on Art.49 par.2 of the Federal Law "On Joint Stock Companies", a resolution on this Agenda Item shall be made by a majority vote of voting shareholders of the Company participating in the General Shareholders Meeting.

Draft resolution put to a vote regarding the Agenda Item:

**Pay dividends for 1st half of 2018 in cash in the amount of 14 rubles 58 kopecks (fourteen rubles fifty eight kopecks) per one issued share.**

**Fix the date when those entitled to dividends will be determined – October 9, 2018.**

**Dividends to nominee shareholders and trustees who are professional securities traders put into the Shareholders Register shall be paid out no later than 23 October 2018, and to other shareholders from the Shareholders Register – no later than 14 November 2018.**

The number of votes cast on each voting option ("in favor", "against" and "abstained") of this Item of the Meeting Agenda:

<i>Voting option</i>	<i>Number of votes</i>
<b>IN FAVOR</b>	<b>9 766 381 492</b>
<b>AGAINST</b>	<b>219 734</b>
<b>ABSTAINED</b>	<b>21 995 679</b>

The number of votes cast on this Meeting Agenda Item which were not counted, as the voting ballots were held invalid or otherwise: **353 190**.

The number of votes cast IN FAVOR constitute a majority of the votes of shareholders holding the voting shares of the Company who participated in the Meeting to consider this Item of the Agenda.

Based on the voting results, the following resolution **HAS BEEN PASSED:**

**Pay dividends for 1st half of 2018 in cash in the amount of 14 rubles 58 kopecks (fourteen rubles fifty eight kopecks) per one issued share.**

**Fix the date when those entitled to dividends will be determined – October 9, 2018.**

**Dividends to nominee shareholders and trustees who are professional securities traders put into the Shareholders Register shall be paid out no later than 23 October 2018, and to other shareholders from the Shareholders Register – no later than 14 November 2018.**

The Minutes of the Counting Commission on the voting results of the Extraordinary General Shareholders Meeting of the Company is attached hereto.

These Minutes are drawn up on 3 pages, net of Attachments, and executed in 2 copies.

Attachment to the 1st copy of the Minutes:

- 1) The Minutes of the Counting Commission on the voting of the Extraordinary General Shareholders Meeting of the Company.

*Date the Minutes were drawn up on October 03, 2018*

**Chairman of the Meeting: SIGNED G. Schröder**

**Secretary of the Meeting: SIGNED S.V. Gritskevich**