

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).

Registered office: **Russian Federation, Moscow.**

Legal address: **115035, 26/1 Sofiyskaya Embankment, Moscow, Russia.**

Meeting details:

Meeting type: **extraordinary.**

Meeting form: **voting in absentia.**

Date of determining (fixing) of eligible Meeting participants: **5 September 2019 (close of business).**

Meeting date: **30 September 2019.**

Meeting Agenda:

1. On size, timing, and form of dividend payments for H1 2019.

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 5 September 2019.**

Filled-in voting ballots were accepted until 6 pm the latest on 30 September 2019 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 Limited Liability Company.

Web-site where the electronic voting ballots were filled in: www.rosneft.ru

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: **Russian Federation, Moscow**

Registrar's address: **109028, 2/6 Podkopyevsky Pereulok, bldg. 3-4, Moscow.**

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 5, 2019** includes shareholders totally holding **10,598,177,817** ordinary shares of the Company.

Agenda item: *On size, timing, and form of dividend payments for H1 2019.*

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. 4.24 of the Bank of Russia Regulation No. 660-P dated 16.11.2018 "On General Shareholder Meetings" 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 **9 738 984 895** 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 2019 in cash in the amount of 15 rubles 34 kopecks (fifteen rubles thirty four kopecks) per one issued share.

Fix the date when those entitled to dividends will be determined – October 11, 2019.

Dividends to nominee shareholders and trustees who are professional securities traders put into the Shareholders Register shall be paid out no later than 25 October 2019, and to other shareholders from the Shareholder Register – no later than 18 November 2019.

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>
IN FAVOR	9 661 778 712
AGAINST	6 627
ABSTAINED	76 860 952

The number of votes cast on this Meeting Agenda Item which were not counted, as the voting ballots were held invalid or otherwise: **338 604**.

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 2019 in cash in the amount of 15 rubles 34 kopecks (fifteen rubles thirty four kopecks) per one issued share.

Fix the date when those entitled to dividends will be determined – October 11, 2019.

Dividends to nominee shareholders and trustees who are professional securities traders put into the Shareholders Register shall be paid out no later than 25 October 2019, and to other shareholders from the Shareholder Register – no later than 18 November 2019.

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

These Minutes were drawn up on 3 pages, net of Attachments, in two 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 of the Minutes: 3 October 2019.

Chairman of the Meeting: SIGNED G. Schröder

Secretary of the Meeting: SIGNED S.V. Gritskevich