

**Notification of a Material Fact:  
Information that Materially Influences, in the Issuer's Opinion, the Value of Its Equity Securities**

| 1. General Information   |  |
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| 1.1. The issuer's full corporate name  | <i>Oil Transporting Joint Stock Company Transneft</i>  |
| 1.2. The issuer's abbreviated corporate name   | <i>Transneft, JSC</i>  |
| 1.3. The issuer's principal place of business  | <i>57 Bolshaya Polyanka, Moscow, 119180, Russia</i>  |
| 1.4. The issuer's OGRN (Primary State Registration Number)                                     | <i>1027700049486</i>   |
| 1.5. The issuer's INN (Taxpayer's Identification Number)                                       | <i>7706061801</i>  |
| 1.6. The issuer's unique code assigned by the registering body                                 | <i>00206-A</i>   |
| 1.7. The address of the web page used by the issuer for the purposes of disclosing information | <i><a href="http://www.e-disclosure.ru/portal/company.aspx?id=636">http://www.e-disclosure.ru/portal/company.aspx?id=636</a><br/><a href="http://www.transneft.ru/">http://www.transneft.ru/</a></i> |

| 2. Content of the Notification  |  |
|---|--|
| <p>2.1. Brief description of the event (action) the occurrence (performance) of which influences, in the Issuer's opinion, the value of its securities:</p> <p><i>Establishment of the procedure for the securities offering, deadlines for submission of offers from potential acquirers of the Exchange-Traded Bonds series BO-05 to conclude Preliminary Agreements.</i></p>   |  |
| <p>2.2. If the respective event (action) is related to, or associated with, a third party, the full corporate name (for non-profit institutions, the name), principal place of business, INN (if applicable), OGRN (if applicable) or the surname, name, and patronymic (if applicable) of such person: <i>it is impossible to provide such information as it concerns potential investors of Exchange-Traded Bonds series BO-05.</i></p>   |  |
| <p>2.3. If the respective event (action) is related to, or associated with, a resolution taken by the issuer's or a third party's competent management body, the name of such competent management body, the adopted resolution date and content, the drafting date and number of the minutes of the meeting (session) of the competent management body, if the resolution was adopted by the collegial management body of the respective entity: <i>The Resolution was adopted by President of Transneft, JSC, the Sole Executive Body of the Issuer, on April 14, 2016 (Order No. 75 dated April 14, 2016).</i></p> <p><i>To place interest-bearing documentary non-convertible exchange-traded bearer bonds subject to mandatory centralized deposit series BO-05 of Transneft, JSC, identification number 4B02-05-00206-A dated March 15, 2010 (hereinafter referred to as the Exchange-Traded Bonds series BO-05) by collecting targeted applications from buyers for acquisition of Exchange-Traded Bonds series BO-05 at a fixed price and the coupon rate for the first coupon period defined by Transneft, JSC in the manner and on the terms stipulated by the Issue Resolution and the Securities Prospectus.</i></p> <p><i>To establish that the period for sending offers to conclude Preliminary Agreements with potential acquirers of Exchange-Traded Bonds series BO-05 setting forth the obligation to conclude (in future) with them or with bidders acting for their benefit master agreements aimed at alienation to them of placed Exchange-Traded Bonds BO-05 begins at 11:00 on April 14, 2016 and ends at 15:00 on April 14, 2016.</i></p> |  |
| <p>2.4. If the respective event (action) is related to, or may influence materially, the value of the issuer's certain securities, the type, category (kind) and other identification features of such securities of the issuer: <i>Exchange-Traded Bonds: interest-bearing documentary non-convertible exchange-traded bearer bonds subject to mandatory centralized deposit series BO-05, maturing on the 3,640th (Three Thousand Six Hundred and Fortieth) day from the date when the exchange-traded bonds of the issue were offered with possibility of early repayment upon request of holders and at the Issuer's discretion, offered publicly (identification number 4B02-05-00206-A dated March 15, 2010 (hereinbefore and hereinafter, the Exchange-Traded Bonds, Exchange-Traded Bonds series BO-05).</i></p>  |  |

2.5. Date of occurrence of the respective event (performance of the action) and, if the respective event occurs with respect to a third party (the respective action is performed by a third party), also the date when the issuer learned of occurrence of such event (performance of such action): **April 14, 2016**

2.6. Invitation to make offers to conclude Preliminary Agreements under which the investor and the issuer undertake to conclude master agreements for purchase and sale of Exchange-Traded Bonds series BO-05 on the date when the placement of Exchange-Traded Bonds series BO-05 starts:  
**April 14, 2016**

**Re: Participation in placement of the Exchange-Traded Bonds of Oil Transporting Joint Stock Company Transneft series BO-05**

**ATTENTION: YOU SHOULD READ CAREFULLY THE INFORMATION BELOW BEFORE TAKING ANY ACTION.** This Notification applies to the information below and the issue documents posted on the website <http://www.e-disclosure.ru/portal/company.aspx?id=636>, <http://www.transneft.ru> (hereinafter collectively referred to as the “**Documents**”), and you must carefully review the provisions of this Notification before you take any action in connection with such Documents. When reviewing and taking any action in connection with the Documents, you agree to be bound by the following terms and conditions, including any changes to such terms and conditions which can be received by you from us as a result of reviewing the Documents by you.

**THIS NOTIFICATION AND THE DOCUMENTS PROVIDED TO YOU ARE NOT AN OFFER TO SELL ANY SECURITIES AND ARE NOT INTENDED TO BE REVIEWED OR ACCESSED BY THE PERSONS BASED OR LOCATED IN THE UNITED STATES, AUSTRALIA, CANADA, OR JAPAN.**

**THIS NOTIFICATION AND THE DOCUMENTS MAY NOT BE SENT OR DISTRIBUTED, EXCEPT IN THE MANNER SPECIFIED BELOW, AND MAY NOT BE REPRODUCED IN ANY WAY.**

Neither Closed Joint-Stock Company Sberbank CIB nor Gazprombank (Open Joint-Stock Company) (hereinafter collectively referred to as the “Organizers”) nor Oil Transporting Joint Stock Company Transneft (hereinafter referred to as the “**Issuer**”) hereby make an offer to sell any securities and to carry out any actions aimed at obtaining an offer to purchase any securities regarding any persons in any jurisdiction. This Notification and the Documents provided to you may not be used for, or in connection with, preparation of any notification in any jurisdiction or under any circumstances, in/under which such prepared notification will be deemed to be unacceptable or illegal. The Issuer requires each person who gains access to this Notification and the Documents to understand and observe any such restrictions. The documents provided are for information purposes only and do not constitute an advertisement or an offer to sell any securities in any country.

No securities of the Issuer may be offered for sale or sold in the United States of America without registration or exemption from registration in accordance with the US Law on Securities 1933 (as amended from time to time). Securities of the Issuer are not registered in the United States of America, and the Issuer has no intention to carry out such registration in respect of any part of any issue of securities, or to publicly offer any securities in the United States of America.

This notification and the Documents are solely intended for: (i) persons outside the UK, or (ii) investment professionals falling within the scope of Article 19(5) of Order (Financial Promotion) 2005 under the UK Financial Services and Financial Markets Act 2000 (hereinafter referred as the “**Order**”), or (iii) legal or other high net worth individuals to whom this Notification and the Documents may be lawfully sent and who fall within the scope of Articles 49(2)(a)–49(2)(d) of the Order (all such persons mentioned above hereinafter collectively referred to as the “**Relevant Persons**”). Any securities can be acquired and any invitation, offer, or agreement to subscribe, purchase or otherwise acquire such securities may be accepted only by such Relevant Persons. Any other person who is not a Relevant Person may not act in connection with, or otherwise rely on, this Notification and the Documents or any information contained therein.

Any public offering of securities which may be deemed to be made based on the fact of sending of this Notification and the Documents in any member state of the European Community which accepted for execution Directive 2003/71/EC (together with any additional procedures for its application in such a member state, hereinafter referred to as the “**Prospectus Directive**”) is intended solely for qualified investors of such EC member state in the meaning defined by the Prospectus Directive.

This Notification and the Documents are not an issue prospectus for the purposes of interpreting such terms in accordance with the procedures for application of the Prospectus Directive and other applicable laws. This Notification and the Documents, as well as the issue prospectus prepared in connection with the Issuer's securities offering, may not be distributed in any country where such distribution requires compliance with additional requirements or violates the applicable laws of such country.

**POSSESSION OF BONDS OR OTHER FINANCIAL INSTRUMENTS ALWAYS INVOLVES RISKS.** This Notification is for information purposes only and contains very limited information on investing in the Issuer's securities. Such investment should be preceded by a well-considered decision based, inter alia, on a careful analysis of the Issuer, its affiliates, operations, financial standing, sales, and earnings, state of the Russian economy in general, and other risk factors.

**Dear Investor,**

We do hereby inform you on the possibility to participate in the placement of interest-bearing documentary non-convertible exchange-traded bearer bonds of Oil Transporting Joint Stock Company Transneft (hereinafter referred to as the “**Issuer**”). Closed Joint-Stock Company Sberbank CIB (hereinafter referred to as “**Sberbank CIB**”) and Gazprombank (Open Joint Stock Company) act as organizers of the placement. This Notification is an invitation to make offers and does not constitute an offer.

The Issuer was admitted to trading during placement of the issue of 17,000,000 (Seventeen Million) non-convertible interest-bearing documentary exchange-traded bonds maturing on the 3,640th (Three Thousand Six Hundred and Fortieth) day from the date when the exchange-traded bonds of the issue were offered publicly (hereinafter referred to as the “**Exchange-Traded Bonds**”). The issue of the Exchange-Traded Bonds was admitted to trading by Closed Joint-Stock Company MICEX Stock Exchange during the placement on March 15, 2010, identification number 4B02-05-00206-A. Admission of the Exchange-Traded Bonds to trading during the placement does not mean that the actual information contained in the issue documents is accurate and reliable. The Exchange-Traded Bonds will be placed through transactions of sale and purchase of the Exchange-Traded Bonds at CJSC MICEX Stock Exchange. The Exchange-Traded Bonds placement is scheduled for April 21, 2016, but may be held on any another date. The exact date of the placement shall be set (defined) in accordance with the Issue Resolution and the Exchange-Traded Bonds Prospectus (hereinafter referred to as the “**Issue Documents**”). The Exchange-Traded Bonds can be paid for only in cash.

You can participate in the placement by making, under the established procedure, an offer to conclude a preliminary agreement for purchase of the Exchange-Traded Bonds (hereinafter referred to as the “**Offer to Purchase**”) in the prescribed form, specifying the maximum total amount in Russian roubles for which you would like and are ready to purchase the Exchange-Traded Bonds, as well as the minimum coupon rate for the Exchange-Traded Bonds at which you would like and are ready to acquire the Exchange-Traded Bonds in the specified amount.

The Offer to Purchase is your offer to conclude a Preliminary Contract (as this term is defined below).

For the purposes of compliance with the Exchange-Traded Bonds placement procedure, the Organizers consider only those Offers to Purchase that were duly made and signed, and received by the Organizers in the manner and under the terms and conditions set out in this Notification.

#### **Placement and Settlement Procedure**

If you decide to participate in the placement of the Exchange-Traded Bonds, please confirm your acceptance of the terms and conditions of the Exchange-Traded Bonds placement set forth in the Issue

Documents and this Notification by delivering to the Organizers (either by courier, by fax or by e-mail) a properly executed and signed Offer to Purchase at the address below not later than 15:00 (Moscow time) on **April 14, 2016** (hereinafter referred to as the “**Closing Time**”). An Offer to Purchase sent by a legal entity must be made on the letterhead of such legal entity and sealed with its seal. An Offer to Purchase may not be withdrawn after the Closing Time.

For avoidance of misunderstanding and any doubt, please note that the receipt of your Offer to Purchase by the Organizers does not mean that it will be accepted. Neither the Issuer nor the Organizers accept any liability or give any representations or warranties that your Offer to Purchase will be accepted in whole or in any part.

Once the coupon rate for the Exchange-Traded Bonds is determined, the Issuer makes a decision on whether to accept or to reject your Offer to Purchase. Only if it is decided to accept your Offer to Purchase, Sberbank CIB, acting as the attorney on behalf of and at the expense of the Issuer, or as a Commission Agent on its own behalf and at the expense of the Issuer, will send you (by courier or by fax) a written notification of acceptance (hereinafter referred to as the “**Notification of Acceptance**”) of your Offer to Purchase to the address or fax number specified in your Offer to Purchase. If the Notification of Acceptance is sent by fax, it shall be deemed to have been received by you at the time of its sending. If the Issuer decides to reject your Offer to Purchase, or if the Issuer does not consider your Offer to Purchase, or if no decision is made in its regard, Sberbank CIB will not send you a notification to that effect. However, the fact that you will not be sent such a notification does not mean acceptance of your Offer to Purchase (silence does not amount to acceptance).

**ATTENTION! ACCEPTANCE OF YOUR OFFER TO PURCHASE MEANS THAT YOU AND THE ISSUER CONCLUDE A PRELIMINARY AGREEMENT (HEREINAFTER REFERRED TO AS THE PRELIMINARY AGREEMENT) UNDER WHICH YOU AND THE ISSUER UNDERTAKE TO CONCLUDE, ON THE DATE WHEN PLACEMENT OF THE EXCHANGE-TRADED BONDS STARTED, THE MASTER AGREEMENT OF SALE AND PURCHASE OF EXCHANGE-TRADED BONDS (HEREINAFTER REFERRED TO AS THE “MASTER AGREEMENT”) UNDER THE FOLLOWING TERMS AND CONDITIONS: THE ISSUER UNDERTAKES TO SELL YOU, AND YOU UNDERTAKE TO PURCHASE FROM THE ISSUER (OR FROM THE COMMISSION AGENT, ATTORNEY, OR ANY OTHER AGENT APPOINTED BY THE ISSUER) AND TO PAY FOR THE EXCHANGE BONDS IN THE AMOUNT, AT THE OFFERING PRICE, AND AT THE COUPON RATE SPECIFIED IN THE NOTIFICATION OF ACCEPTANCE. THE NUMBER OF THE EXCHANGE-TRADED BONDS SPECIFIED IN THE NOTIFICATION OF ACCEPTANCE WILL DEPEND ON THE PLACEMENT PRICE, THE COUPON RATE, AND THE MARKET DEMAND FOR THE EXCHANGE-TRADED BONDS. YOUR OFFER TO PURCHASE MAY BE ACCEPTED IN WHOLE OR IN PART. IF YOUR OFFER TO PURCHASE IS ACCEPTED IN PART, THE PRELIMINARY AGREEMENT IS DEEMED TO HAVE BEEN CONCLUDED ONLY IN RESPECT OF SUCH PART OF YOUR OFFER TO PURCHASE WHICH WILL BE SPECIFIED IN THE NOTIFICATION OF ACCEPTANCE\*. THE PROCEDURE FOR CONCLUDING THE MASTER AGREEMENT (EXCHANGE-TRADED BONDS PLACEMENT PROCEDURE), THE DATE WHEN THE PLACEMENT OF THE EXCHANGE-TRADED BONDS STARTS, THE PLACEMENT PRICE, COUPON RATE FOR THE EXCHANGE-TRADED BONDS, AND THE SETTLEMENT PROCEDURE ARE SET (DETERMINED) IN ACCORDANCE WITH THE ISSUE DOCUMENTS.**

This Notification, the Offer to Purchase, and the Notification of Acceptance (if any) form an integral part of the Preliminary Agreement.

All disputes related to conclusion of the Preliminary Agreement, its validity and performance shall be settled in the Arbitrazh Court of the city of Moscow.

You can send a copy of the Offer to Purchase to:

CJSC Sberbank CIB by fax (495) 258-05-47 or by e-mail at [Debt\\_Syndicate@sberbank-cib.ru](mailto:Debt_Syndicate@sberbank-cib.ru) (Attention: Maksim Vashlaev)

Gazprombank, JSC: by fax (495) 983-17-63 or by e-mail at BondsBook@gazprombank.ru, Semen.Odintsov@gazprombank.ru (Attention: Semen Odintsov)

and you are obliged to send the original of the Offer to Purchase:

by courier, to the office of Sberbank CIB at the address: 4, Romanov pereulok, Moscow, 125009 (Attention: Maksim Vashlaev).

Best regards,

Oil Transporting Joint Stock Company Transneft

\* The Notification of Acceptance will specify the number of the Exchange-Traded Bonds calculated on the basis of the offering price as well as the respective money amount specified in your Offer to Purchase as the maximum amount of cash that you are ready to pay for the Exchange-Traded Bonds.

2.5. The form of the offer to conclude the preliminary agreement for purchase of the Exchange-Traded Bonds series BO-05 (Offer to Purchase):

[ON THE INVESTOR'S LETTERHEAD (for legal entities)]

Date:

CJSC Sberbank CIB

Correspondence address:

4, Romanov pereulok, Moscow, 125009

Fax: (495) 258-05-47

Attention: Maksim Vashlaev

E-mail: Debt\_Syndicate@sberbank-cib.ru

Copy to Gazprombank, JSC:

Fax: (495) 983-17-63

Attention: Semen Odintsov

E-mail: BondsBook@gazprombank.ru,

Semen.Odintsov@gazprombank.ru

#### OFFER TO CONCLUDE THE PRELIMINARY AGREEMENT OF PURCHASE AND SALE

We have read and understood the terms and conditions of participation in the placement of interest-bearing documentary non-convertible exchange-traded bearer bonds subject to mandatory centralized deposit series BO-05 of Oil Transporting Joint Stock Company Transneft with possibility of early repayment upon request of holders and at the Issuer's discretion in the amount of 17,000,000 (Seventeen Million) having nominal value of RUB 1,000 (One Thousand) each, having total nominal value of RUB 17,000,000,000 (Seventeen Billion) maturing on the 3,640th (Three Thousand Six Hundred and Fortieth) day from the date when the placement of the exchange-traded bonds of the issue started, publicly offered with possibility of early repayment upon request of holders and at the Issuer's discretion (identification number 4B02-05-00206-A dated March 15, 2010) (hereinafter referred to as the "Exchange-Traded Bonds") as specified in the Issue Resolution and the Securities Prospectus.

Having carefully analysed the financial, economic, legal, and other risks and implications of acquisition and holding of the Exchange-Traded Bonds, we, [please specify your full corporate name], [acting as the Trustee (for management companies)], do hereby undertake to conclude, on the date when the Bonds placement starts, master agreements of purchase and sale on acquisition by us of the Exchange-Traded Bonds from CJSC Sberbank CIB, providing the Issuer with services for placement of the Exchange-Traded Bonds and acting by order and at the expense of the Issuer in accordance with the Issue Resolution and the Securities Prospectus under the following terms and conditions:

|   |   |
|---|---|
| Maximum amount for which we are ready to buy the Exchange-Traded Bonds (Russian roubles) ** | Maximum rate of the first coupon of the Exchange-Traded Bonds, at which we are ready to purchase the Exchange-Traded Bonds for the maximum amount specified |
| [please specify]  | [please specify]  |

Please note that the Bidder of MICEX Stock Exchange issuing Offers to Purchase the Exchange-Traded Bonds by our order will be [please specify name of your broker] (for Purchasers operating via a broker).

This offer is valid through April 21, 2016.

Please send the Notification of Acceptance of this offer using the following details: for sending by courier: [specify your office address (place of registration for individuals)], for sending by fax: [specify the fax number of your office (fax number for individuals)], for sending by e-mail: [specify e-mail address of your office employee in charge]

Best regards,

\_\_\_\_\_

Full name:

Position:

M.

\*\* This amount does not include costs associated with acquisition of the Exchange-Traded Bonds and settlement.

### 3. Signature

3.1. Vice President, Transneft, JSC

Acting under Power of Attorney No. 94 dated March 01, 2016 \_\_\_\_\_ R.R. Sharipov  
(signature)  
L.S.

3.2. Date April 14, 2016