

**Notification of a Material Fact**  
**On the decisions taken by the sole participant (the entity that owns all the voting shares)**  
**of the issuer**

1. General Information	
1.1. The issuer's full corporate name	Public Joint Stock Company «Transneft» (before amendment to the Articles of Association by the decision of the annual general meeting of shareholders dated 30 June 2016 the issuer's full corporate name was Oil Transporting Joint Stock Company Transneft)
1.2. The issuer's abbreviated corporate name	Transneft (before amendment to the Articles of Association by the decision of the annual general meeting of shareholders dated 30 June 2016 the issuer's abbreviated corporate name was Transneft, JSC)
1.3. The issuer's principal place of business	Moscow, Russian Federation (before amendment to the Articles of Association by the decision of the annual general meeting of shareholders dated 30 June 2016 the issuer's principal place of business was 57 Bolshaya Polyanka St., Moscow, 119180)
1.4. The issuer's OGRN (Primary State Registration Number)	1027700049486
1.5. The issuer's INN (Taxpayer's Identification Number)	7706061801
1.6. The issuer's unique code assigned by the registering body	00206-A
1.7. The address of the web page used by the issuer for the purposes of disclosing information	<a href="http://www.e-disclosure.ru/portal/company.aspx?id=636">http://www.e-disclosure.ru/portal/company.aspx?id=636</a> <a href="http://www.transneft.ru/">http://www.transneft.ru/</a>
2. Content of the Notification	
<p><b>2.1. Surname, first name, patronymic (if available) or full corporate name (the name of the noncommercial organization), principal place of business, the Taxpayer Identification Number (hereinafter referred to as INN) (if applicable) and the Primary State Registration Number in the Unified State Register of Legal Entities (hereinafter referred to as OGRN) (if applicable) assigned by the tax authorities of the sole participant (the entity that owns all the voting shares) of the issuer:</b> the Russian Federation represented by the Federal Agency for State Property Management. Principal place of business: 9 Nikolsky Lane, Moscow, 109012; INN: 7710723134; OGRN: 1087746829994.</p>	
<p><b>2.2. Wording of the decisions taken unilaterally by the sole participant (the entity that owns all the voting shares) of the issuer:</b></p> <ol style="list-style-type: none"> <li>1. To approve the annual report of Transneft, JSC for 2015.</li> <li>2. To approve the accounting (financial) statements, including the income statement of Transneft, JSC for 2015.</li> <li>3. To approve the following distribution of net profits of Transneft, JSC for 2015 in the amount of 12,801,410 thousand rubles: <ul style="list-style-type: none"> <li>– for payment of dividends on shares of Transneft, JSC for 2015 in the aggregate amount of 12,801,410 thousand rubles: (100% of net profits), including: <ul style="list-style-type: none"> <li>on ordinary shares (5,546,847 pieces) in the amount of 11,521,266 thousand roubles (2,077.08376736 per one share);</li> </ul> </li> </ul> </li> </ol>	

on preferred shares (1,554,875 pieces) in the amount of 1,280,144 thousand roubles (823,31 roubles per one share).

4. To pay dividends on shares of Transneft, JSC for 2015 in the aggregate amount of 12,801,410 thousand roubles: (100% of net profits), including:

on ordinary shares (5,546,847 pieces) in the amount of 11,521,266 thousand roubles (2,077.08376736 per one share);

on preferred shares (1,554,875 pieces) in the amount of 1,280,144 thousand roubles (823,31 roubles per one share).

4.1. To pay dividends as follows:

on ordinary shares by transfer of funds to the relevant bank account specified by the authorized body;

on preferred shares:

a) to shareholders of Transneft, JSC - legal entities - by transfer of funds to their bank accounts;

b) to shareholders of Transneft, JSC - individuals - by mail transfer of funds or under the relevant application by transfer of funds to their bank accounts;

c) to the persons entitled to receive dividends, whose rights to the shares are granted by nominal holders of the shares, - according to the procedure provided for by the laws of the Russian Federation on securities.

4.2. To determine the date of drawing up the list of persons entitled to receive dividends (according to clause 5 of Article 42 of Federal Law No. 208-FZ dated 26 December 1995 "On Joint-Stock Companies") — on the 20<sup>th</sup> day from the date of approval of the decision on dividend payment by the annual general meeting of shareholders of Transneft, JSC.

4.3. To pay dividends to the nominal holders and trustees being professional securities traders, who are registered in the register of shareholders, within 10 working days, and to other persons registered in the register of shareholders — within 25 working days from the date of drawing-up of the list of persons entitled to receive dividends.

5. To elect the following persons as the members of the Board of Directors of Transneft, JSC: M. Warnig, D. V. Vasilevskaia, V. S. Katkalo, A. V. Novak, N. P. Tokarev, M. I. Grishankov, I. I. Klebanov, A. N. Chilingarov

6. To elect the following persons as the members of the Revision Commission of Transneft, JSC: A. A. Gladkov, O. S. Zenkov, P. G. Shumov

7. To approve KPMG, JSC as the auditor of Transneft, JSC for 2016.

8. To pay remuneration to the members of the Board of Directors of Transneft, JSC – non-governmental officers in the amount determined according to the Regulations on Remuneration of the members of the Board of Directors of Transneft, JSC.

9. To pay remuneration to the members of the Revision Commission of Transneft, JSC – non-governmental officers in the amount determined according to the internal documents of the Company.

10. To approve the new version of the Articles of Association of the Company.

**2.3. Date of unilateral approval of the decision by the sole participant (the entity that owns all the voting shares) of the issuer:** 30 June 2016.

**2.4. Date of preparation, number and name of the document that formalizes the decisions unilaterally approved by the sole participant (the entity that owns all the voting shares) of the issuer:** Order of Rosimushchestvo No. 520-r dated 30 June 2016.

### 3. Signature

3.1. Vice President of Transneft, acting under power of attorney No. 94 dated 01 March 2016

(signature)

R. R. Sharipov

3.2. Date: 07 July 2016

L.S.