

**Notification of a Material Fact**  
**On Certain Decisions Adopted by the Board of Directors (the Supervisory Board) of the Issuer**

1. General Information	
1.1. The issuer's full corporate name	Public Joint Stock Company Transneft
1.2. The issuer's abbreviated corporate name	Transneft
1.3. The issuer's principal place of business	Moscow, Russian Federation
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. Notification content	
<p><b>2.1. The quorum of the meeting of the Board of Directors of the Issuer and voting results:</b>            9 of 9 members of the Board of Directors participated in the meeting.            The quorum is recorded as present.            Voting results on issue No. 1 "On preliminary approval of the annual report of Transneft for 2017", No. 2 "On distribution of profits of Transneft for 2017", No. 3 "On the amount, form and procedure for payment of annual dividends as regards all the types of shares of Transneft (recommendations)".            "aye" – 9;            "nay" – none;            "blank votes" – none.            The decisions were adopted.</p> <p><b>2.2. Content of the decisions adopted by the Board of Directors of the Issuer:</b></p> <p>2.2.1. Decision on the issue No. 1 put to voting:            To approve preliminary the annual report of Transneft for 2017.</p> <p>2.2.2. Decision on the issue No. 2 put to voting:            To recommend to the annual general meeting of shareholders of Transneft the following distribution of net profits of Transneft acquired according to the results of 2017 in the amount of 58,843,624,620.27 rubles:</p> <p>1. For payment of dividends in the amount of 58,843,537,864.79 rubles. Including, according to the results of 2017, to forward part of the net profits in the amount of 31,236,041,611.83 rubles (without taking into account the profits in the amount of 27,607,496,252.96 rubles, distributed as dividends according to the results of the first semester of 2017):</p> <p>* as regards ordinary shares (5,694,468 items): according to the results of 2017, taking into account the dividends paid earlier according to the results of the first semester of 2017, to perform final payment of dividends in the amount of 4,308.81 rubles for one ordinary share of Transneft, in total in the amount of 24,536,380,663.08 rubles.</p> <p>* as regards preferred shares (1,554,875 items): according to the results of 2017, taking into account the dividends paid earlier according to the results of the first semester of 2017, to perform final payment of dividends in the amount of 4,308.81 rubles for one preferred share of Transneft, in total in the amount of 6,699,660,948.75 rubles.</p> <p>In addition, to forward 23,701,436,964.78 rubles for payment of dividends for 2017 from undistributed profit of past years of Transneft:</p>	

\* as regards ordinary shares (5,694,468 items) in the amount of 18,617,835,347.28 rubles (3,269.46 rubles for 1 share);

\* as regards preferred shares (1,554,875 items) in the amount of 5,083,601,617.50 rubles (3,269.46 rubles for 1 share).

In total, to forward 54,937,478,576.61 rubles for payment of dividends for 2017 (without taking into account the profits in the amount of 27,607,496,252.96 rubles, distributed as dividends according to the results of the first semester of 2017), including:

\* as regards ordinary shares (5,694,468 items) in the amount of 43,154,216,010.36 rubles (7,578.27 rubles for 1 share) with the use of the net profits according to the results of 2017 in the amount of 24,536,380,663.08 rubles, as well as undistributed profit of past years in the amount of 18,617,835,347.28 rubles;

\* as regards preferred shares (1,554,875 items) in the amount of 11,783,262,566.25 rubles (7,578.27 rubles for 1 share) with the use of the net profits according to the results of 2017 in the amount of 6,699,660,948.75 rubles, as well as undistributed profit of past years in the amount of 5,083,601,617.50 rubles.

In total 82,544,974,829.57 rubles shall be forwarded for payment of dividends for 2017.

2. To forward part of the net profits in the amount of 22,143.15 rubles for supplementing the reserve funds of Transneft.

2.2.3. Decision on the issue No. 3 put to voting:

To recommend to the annual general meeting of shareholders of Transneft:

1. To forward 54,937,478,576.61 rubles for payment of dividends for 2017, including:

\* as regards ordinary shares (5,694,468 items) in the amount of 43,154,216,010.36 rubles (7,578.27 rubles for 1 share) with the use of the net profits according to the results of 2017 in the amount of 24,536,380,663.08 rubles, as well as undistributed profit of past years in the amount of 18,617,835,347.28 rubles;

\* as regards preferred shares (1,554,875 items) in the amount of 11,783,262,566.25 rubles (7,578.27 rubles for 1 share) with the use of the net profits according to the results of 2017 in the amount of 6,699,660,948.75 rubles, as well as undistributed profit of past years in the amount of 5,083,601,617.50 rubles.

2. To pay dividends:

\* as regards ordinary shares – by means of transferring money to the corresponding bank account, specified by the authorized body;

\* as regards preferred shares:

a) to the shareholders of Transneft – legal entities – by means of transferring money to their bank accounts;

b) to the shareholders of Transneft – individuals – payment of dividends in monetary form to individuals, whose share rights are registered with the company's shareholders' register, shall be performed by means of transferring money to their bank accounts, details of which are kept with the company's registrar or, if there is no information on their bank accounts, by means of mail transfer of money;

c) to persons entitled for dividends obtaining, whose share rights are registered with the nominee shareholder – according to the procedure established by the Russian Federation laws on securities.

3. To specify the date of making the list of persons entitled for dividends obtaining – the 10<sup>th</sup> day from the date of adopting the decision on payment of dividends by the annual general meeting of shareholders of Transneft.

4. To pay dividends to the nominee shareholders and trust managers being professional participants of securities market, registered with the shareholders' register, within the period not later than in 10 working days, and to other persons registered with the shareholders' register – not

later than in 25 working days from the date, as of which the persons entitled for dividends obtaining are specified.

**2.3. The date of holding of the meeting of the Board of Directors of the Issuer at which the corresponding decisions were adopted:** 31 May 2018.

**2.4. The date and number of minutes of the meeting of the Board of Directors of the Issuer at which the corresponding decisions were adopted:** 31 May 2018, Minutes No. 10.

**2.5. The type, category (kind), state registration number of the issue of securities, its state registration date and international securities identification code (number) (ISIN):**

Ordinary registered book-entry shares (1-01-00206-A dated 20 December 2007), ISIN - RU0009088884.

Ordinary registered book-entry shares (1-01-00206-A-002D dated 17 November 2016), ISIN - RU000A0JWZP4.

Ordinary registered book-entry shares (1-01-00206-A-003D dated 11 January 2018), ISIN - RU000A0ZYNE6.

Preferred registered book-entry shares (2-01-00206-A dated 20 December 2007), ISIN - RU0009091573.

### 3. Signature

3.1. Vice President of Transneft

acting under Power of Attorney No. 94 dated 01 March 2016 \_\_\_\_\_ R.R. Sharipov

(signature)

L. S.

3.2. Date: 01 June 2018