

Regulation
on access procedure to insider information of Transneft, JSC, rules of protecting its confidentiality
and performing control over compliance of the laws on insider information

Oil Transporting Joint Stock Company Transneft (Transneft, JSC)

APPROVED
by resolution of
the Board of Directors
of Transneft, JSC
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control over compliance with the laws on insider information

1. Basic notions, definitions and abbreviations used in this Regulation

Company	Transneft, JSC
Law on insider information	Federal Law "On opposing illegal use of insider information and manipulation of market and on amending certain regulatory acts of the Russian Federation" No. 224-ФЗ dd. July 27, 2010.
Market operator	Stock, currency, commodities exchange and other organization, which pursuant to the federal laws performs activity on arranging trading with financial instruments, foreign currency and/or goods.
Insider information	Accurate and specific information, which wasn't distributed or provided (including information, which is commercial, service or bank secrecy, secrecy of communications (in the part of information about funds postal transfers) and other information, protected by law), distribution or provision of which can make substantial influence on prices of financial instruments and which refers to the information included into the respective list of insider information, approved by the authorized Federal Financial Markets Executive Authority.
List of insider information of the Company	Exhaustive list of information formed on the basis of the list of insider information approved by the authorized Federal Financial Markets Executive Authority, approved by the Order of the Company and placed on the Company's official web-site on the Internet.
Insider	For the purpose of this Regulation: 1) persons that have access to insider information of the Company on the basis of civil law agreements, including auditors (audit organizations), appraisers (legal entities, with which appraisers have entered into employment agreements), professional participants of securities market, loan and insurance organizations; 2) members of the Board of Directors, collective executive body, person, which performs functions of the sole executive body and members of the Revision Commission of the Company; 3) information agencies that perform disclosure or provision of the information to the Company; 4) persons that assign ratings to the Company and securities; 5) individuals that have access to insider information of the Company on the basis of concluded labor and/or civil law agreements.
List of insiders of the Company	The document containing information about insiders of the Company and formed on the basis of the Law on insider information, regulatory legal acts of the authorized Federal Financial Markets Executive Authority.

2. General provisions

2.1. This Regulation on access procedure to insider information of Transneft, JSC, rules of protecting its confidentiality and performing control over compliance with the laws on insider information (hereinafter referred to as the Regulation) has been developed in line with the requirements of the Law of insider information, other federal laws, regulatory and legal acts of the authorized Federal Financial Markets Executive Authority and bylaws of the Company.

2.2. The Regulation regulates the matters as follows:
procedure for forming and submitting the list of insiders;

procedure for the Company's notifying insiders about inclusion to/exclusion from the list of insiders;

procedure for notifying the Company and the Federal Financial Markets Executive Authority about transactions performed by insiders and the access procedure to insider information of the Company;

rules of protecting confidentiality of insider information;

control rules over compliance with the laws on insider information and liability for its illegal use;

other matters related with circulation and protection of insider information.

2.3. Insider and terms of disseminating (disclosing) or providing insider information shall be established by regulatory and legal acts of the authorized Federal Financial Markets Executive Authority.

3. Procedure for forming and providing the list of insiders

3.1. Keeping the list of insiders shall be performed in line with requirements of the applicable laws for the purpose of accounting insiders in the Company.

3.2. List of insiders of the Company shall be kept in electronic form as presented in Annex No. 1 thereto.

If necessary, the list of insiders can be presented in paper form on the basis of written inquiry of the authorized persons in the cases established by the laws and bylaws of the Company.

3.3. A person shall be included into the list of insiders of the Company within 1 (one) business day from the date when the Company's relations started with that person, due to which he/she/it has access to insider information.

A person shall be excluded from the list of insiders of the Company within 1 (one) business day from the date when the Company's relations terminated with that person, due to which he/she/it had access to insider information.

The head of business unit, which supervises conclusion of a civil law agreement of the Company with that person, and in case of concluding a labor agreement – the head of the business unit, to which that person is hired, shall be liable for notifying the Company (business unit responsible for keeping the list of insiders, as well as human resources department in case of conclusion of an employment agreement) about authorization or termination of such person's access to insider information and providing information about such person in line with the form presented in Annex No. 1.

3.4. In case of change of information about insider indicated in Annex No. 1, the person that supervises conclusion of an agreement by the Company with an insider (and in case the insider is an employee of the Company – the insider himself/herself) shall notify the corporate management department (hereinafter referred to as the business unit responsible for keeping the list of insiders) about past changes within 1 (one) business day from the moment when he/she/it has come to know about such changes.

If this occurs, the persons that supervise conclusion of civil law agreements of the Company with insiders shall take all the possible measures aiming at updating the mentioned information.

In case of cessation (termination) of an employment agreement with an insider, the human resources department shall inform the business unit responsible for keeping the list of insiders within the last working day of the insider regarding the above.

3.5. The list of insiders of the Company shall include the persons indicated in sub-clauses 5, 7 and 11-13 of Article 4 of the Law on insider information.

3.6. The information contained in the list of insiders shall be transferred by the Company in line with the procedure and in the volume established by the market operator. The Company shall be entitled at its own choice to transfer the list of insiders to one of market operators, if that market operator undertakes to transfer the list of insiders of the legal entity to other market operators.

3.7. The list of insiders (changes to the list of insiders) shall be transferred by the Company to market operator by 18:00 Moscow time of the business day following the day of the Company's making the list of insiders (amending the list of insiders).

3.8. Information about persons included into the list of insiders of the Company shall be subject to change in line with the procedure established by the market operator within 1 (one) business day from the date, when the Company was officially notified by the person, whose information changed, about emergence of the relevant changes.

In case of making any changes to the list of insiders of the Company, the Company shall transfer to the market operator the changes made to the list of insiders and the new version of the list of insiders of the Company.

3.9. The Company shall transfer the list of insiders to the authorized Federal Financial Markets Executive Authority upon its demand in writing, in line with the procedure established by the law.

4. Procedure for the Company's notification of insiders about inclusion to/exclusion from the list of insiders

4.1. The Company shall notify the person included into the list of insiders (excluded from it) within 1 (one) business day from the date of inclusion (exclusion) of insider as per the form of notification in accordance with Annex No. 2.

The notification about inclusion of a person into the list of the Company's insiders (exclusion from the list) shall be transferred directly to the person included into the list (excluded from it) or sent to the address of the mentioned person, which is known to the Company, by way which allows to confirm the fact of receiving that notification by such person.

4.2. If the notification sent to the person included into the list of the Company's insiders (excluded from it) to the address known to the Company hasn't been received by the mentioned person for the reasons independent of the Company, the Company shall notify the Federal Financial Markets Executive Authority thereabout within 5 business days from the date when the Company has learnt about the relevant fact.

4.3. The information about sending notifications shall be included into the insiders list of the Company.

4.4. The Company shall account all the notifications sent in line with Clause 4 thereof. The complete information about notifications shall be kept safe by the Company for 5 years from the date of excluding the person from the Company's list of insiders.

4.5. In case of change of the Company's details indicated in notification, the Company shall notify the persons included into the list of insiders about such change within 5 (five) business days from the date of such changes or within 5 (five) business days from the date when the Company has learnt or should have learnt about the changes.

5. Notification procedure for the Company and authorized Federal Financial Markets Executive Authority about the committed insider transactions

5.1. The insiders included into the list of the Company's insiders shall notify the Company, as well as the Federal Financial Markets Executive Authority, about their effected transactions with securities of the Company and about conclusion of agreements, which are derivative financial instruments, the basic asset of which is a security.

The insiders shall send notification within 10 (ten) business days from the date of effecting relevant transaction by them as per the form presented in Annex No. 3.

5.2. Notifications shall be sent to the Company by the means that ensure confirmation of its receipt with its delivery to the control and records department of the Company or by way of advice-of-receipt post.

5.3. The Company shall account all the notifications received in line with Section 5 thereof.

5.4. The notification shall be sent to the Federal Financial Markets Executive Authority in line with the procedure established by this body.

5.5. Notification presented by an insider in paper form shall be signed and sealed, if it is presented (sent) by a legal entity, as well as numbered and bound, if it has more than one sheet.

6. Access procedure to insider information of the Company

6.1. Insider information shall be confidential until the moment of its disclosure.

Persons included into the list of insiders of the Company in line with this Regulation and requirements of the laws of the Russian Federation shall have access to insider information indicated in the List of insider information of the Company,

6.2. The persons that have access to insider information shall:

- comply with the information protection mode established by the Company with regard to the information, which is commercial secret and other confidential data until the moment of its disclosure in line with the established procedure;
- ensure protection of insider information from unauthorized access, destruction, modification, copying, unauthorized provision and dissemination, as well as from other unauthorized actions;
- take all the necessary measures aiming at protection of insider information by other persons;
- not provide or disclose insider information, including the information which is commercial secret, owned by the Company and its counterparties, nor use this information without their consent;
- in case of status loss of the person that has access to insider information, transfer to the Company all the media holding insider information available.

6.3. Any person, which doesn't have access to insider information of the Company, or any person, which is not included into the insiders list of the Company, but due to certain circumstances has received the mentioned information, shall comply with the requirements provided for thereby and the laws of the Russian Federation.

6.4. It is prohibited to use the insider information:

- for the purpose of committing transactions with financial instruments, which the insider information concerns, at own expense or at the expense of a third party, except for committing transactions within the frames of fulfilling obligations on purchase or sale of financial instruments, whose term of fulfillment has fallen due, if such obligation arose due to transaction, which had been carried out before the person learnt the insider information;
- by way of transferring it to another person, except transfer of that information to the person included into the insiders list due to their discharge of duties established by the federal laws, or due to performance of employment functions or fulfilling an agreement;
- by way of giving recommendations to third parties, thus forcing or encouraging them in any other way to purchase or sell financial instruments of the Company.

6.5. When entering into agreements with legal entities and civil law or employment agreements with natural persons, which on the basis of the mentioned agreements shall receive the right of access to insider information of the Company, it is necessary to include into the mentioned agreements provisions on obligations of those persons to comply with the requirements of the laws of the Russian Federation about insider information with regard to the information included into the list of insider information of the Company pursuant to regulatory and legal acts of the Federal Financial Markets Executive Authority.

7. Rules of protecting confidential insider information

7.1. In order to achieve the goals aiming at protecting insider information from unauthorized use the Company shall be entitled to:
grant right (bereave of right and limit right) of access to insider information of the Company to certain employees as well as other persons, which due to civil or corporate relations have access to insider information;

limit access rights of persons to premises of the Company, where the documents containing insider information are kept;

determine media for insider information and establish special circulation rules for such media;

use hardware and software means to prevent unauthorized access to insider information and limit insider information in the channels;

destroy media that contain insider information, which is not subject to disclosure or storage by the Company;

perform other actions aiming at protection of the insider information confidentiality.

7.2. Dissemination and/or provision of insider information, including the information, which is commercial secret or other confidential information, shall be performed in line with the applicable laws, regulatory legal acts of the Federal Financial Markets Executive Authority after the management of the Company passes resolution to disclose the information.

8. Control rules over compliance with the laws on insider information and liability for its unauthorized use

8.1. Control over compliance with the Law on insider information and this Regulation shall be performed by structural subdivision, accountable to the Board of Directors of the Company, which is authorized by the Order of the sole executive body of the Company.

8.2. Control over the procedure for circulating and processing insider information, which contains commercial secret or other confidential information, in the framework of their powers shall be performed by business units, whose functions include the matters of security, including the information security.

8.3. Insiders of the Company shall be liable for unauthorized use of insider information and can be called to civil, disciplinary, administrative or criminal liability in line with the laws of the Russian Federation.

8.4. Also other persons, which are not included into the list of insiders of the Company, but disseminate insider information or carry out transactions with financial instruments of the Company with the use of insider information, can also be held liable.

8.5. The Company and/or persons, which incurred losses due to unauthorized use of insider information, shall be entitled to demand compensation for damages from the persons guilty of unauthorized use and/or dissemination of insider information.

Form of list of insiders of Transneft, JSC

as of “_”_201_

Information about issuer:

Full name: Oil Transporting Joint Stock Company Transneft.

Short name: Transneft, JSC.**TIN:** 7706061801**Primary National Registration Number (OGRN):** 1027700049486**Location:** 57 Bolshaya Polyana St., Moscow, 119180.**Mailing address:** 57 Bolshaya Polyana St., Moscow, 119180.**Contact telephone:** (495) 950 81 78**Fax number:** (495) 950 89 00**E-mail:** transneft@transneft.ru**List of insiders – legal entities**

No.	Full legal name	Short legal name	TIN*	ORGN*	Location	Mailing address	Full name of manager	Contact	Inclusion into list*	Exclusion from list*	Information about notifications sent to that person
Phone	Fax	E-mail:	Date	Grounds	Date	Grounds					

List of insiders – natural persons

No.	Last name*	First name*	Patronymic name*	Date of birth*	Place of birth*	Identification document*	Address	Contact	Inclusion into list*	Exclusion from list*	Information about notifications sent to that person
Number[1]	Issuer and date of issuance	Place of registration	Mailing address	Phone	Fax	E-mail	Date	Grounds	Date	Grounds	

“_”_201_

NOTIFICATION**about inclusion of persons into the list of insiders (exclusion of person from the list of insiders)**

No.	I. Information about the Organization
1.1.	Full name of the Organization
1.2.	INN of the Organization
1.3.	OGRN of the Organization
1.4.	Place of business of the Organization
1.5.	Another address for the Organization to receive mail
1.6.	Phone number of the Organization
1.7.	Number of fax of the Organization
1.8.	E-mail address of the Organization

No.	II. Information about the person included into the list of insiders of the Organization (exclusion from the list of insiders of the Organization)
	For insider – legal entity
2.1.	Full legal name of the insider
2.2.	INN of the insider
2.3.	OGRN of the insider
	For insider – natural person
2.1.	Full name of the insider
2.2.	Date of birth of the insider
2.3.	Place of birth of the insider

No.	III. Information about grounds for sending notification
3.1.	Grounds for sending notification (to indicate: “inclusion into the list of insiders” or “exclusion from the list of insiders”)
3.2.	Date of inclusion into the list of insiders (exclusion from the list of insiders)
3.2.	Grounds for inclusion of a person into the list of insiders (exclusion from the list of insiders)

Please be advised that from the moment of inclusion of a person into the list of insiders of the Organization, limitations shall be introduced with regard to that person as insider, provided for by Article 6 of Federal Law “On opposing unauthorized use of insider information and manipulation by market and on amending certain legislative acts of the Russian Federation” No. 224-ФЗ dd. July 27, 2010 (hereinafter referred to as the Federal Law), the liability of such person is determined in line with Article 7 of the Federal Law and the duties shall be imposed on such person, which are provided for by Article 10 of the Federal Law.

 (name of position of the authorized person of the Organization) (signature)** (initials, last name)**

seal**

(seal)**

NOTIFICATION
on insider's transaction with financial instrument,
foreign currency or commodity

1.	Full name of insider – natural person / Full legal name of insider – legal entity
2.	Type and details of identification document of the insider – natural person / INN, OGRN of insider – legal entity
3.	Place of registration of insider – natural person / Location of insider – legal entity
4.	Full legal name of the person, into whose list of insiders the insider is included
5.	Date of transaction
6.	Type of transaction (operation)
7.	Amount of transaction (operation)
8.	Place of entering into transaction (name of trading organizer or over the counter market)
9.	Kind, category (type) series of securities (to indicate for transactions with securities)
10.	Full legal name of security issuer (to indicate for transactions with securities)
11.	State registration number of security issue (to indicate for transactions with securities)
12.	Price of one security (to indicate it for all transactions with securities, except repurchase transactions)
13.	Price of purchase and sale of one security under repurchase agreement (for repurchase agreements)
14.	Number of securities (to indicate for transactions with securities)
15.	Type of agreement, which is derivative financial instrument (to indicate for transactions with derivative financial instruments)
16.	Name (marking) of the agreement, which is derivative financial instrument, accepted at the market operator (to indicate for transactions with derivative financial tools)
17.	Price of one agreement, which is derivative financial instrument (equals to option premium) (to indicate for transactions with derivative financial instruments)
18.	Number of agreements, which are derivative financial instruments (to indicate for transactions with derivative financial instruments)
19.	Execution price of the agreement, which is a derivative financial instrument (to indicate for transactions with derivative financial instruments)
20.	Kind of currency (to indicate for transactions with currency)
21.	Kind of commodity (to indicate for transactions with commodity)
22.	Amount of commodity (to indicate for transactions with commodity)
23.	Price per unit of commodity (to indicate for transactions with commodity)

_____ (date)

_____ (signature)(clarification of signature)

*Mandatory fields

[1] For natural persons – residents: to indicate series and number of identification document without blanks.

For natural persons – non-residents: to indicate series and number of identification document, and three-digit country code of non-resident insider, which corresponds to All-Russian Classifier of the countries of the world without blanks.

*To indicate when sending notification about inclusion of a person into the list of insiders.

**To put in case of sending notification in hard copy.

*To put in case of sending notification in hard copy.