

**Dear Rosneft Shareholders,**

**On April 28, 2014** the Board of Directors of Rosneft resolved that the Annual (2013 results) General Meeting of Rosneft Shareholders in the form of a meeting (joint presence of the Company shareholders for discussion of the agenda items and making resolutions on the items put to vote) be held on **June 27, 2014 at 11:00 AM** at the following address: 85 Lenina Street, Khabarovsk, Khabarovsk Region, 680030, Russia ("City Cultural Palace").

**The list of the individuals/entities entitled to participate** in the Annual (2013 results) General Meeting of Rosneft Shareholders has been prepared on the basis of the Company Shareholders Register as of the end of the business day of **May 12, 2014**.

**The registration** of the meeting participants will be carried out **on June 26, 2014 from 10:00 AM to 5:00 PM and on June 27, 2014 from 9:00 AM** at the following address: 85 Lenina Street, Khabarovsk, Khabarovsk Region, 680030 Russia ("City Cultural Palace").

The registration of the meeting participants will be finished after completing the discussion of the last item on the agenda of the meeting on which the quorum is achieved and until the beginning of the period of time allocated for voting to the persons who have not yet voted by that time.

During the registration, all attendees (or their authorized representatives) will have to provide the following documents:

- any individual shareholder - document(s) confirming the shareholder's identity, and allowing to identify the shareholder on the list of meeting participants;
- any representative of an individual shareholder – a power of attorney given by the shareholder and identity document(s) of the representative;
- any person representing a corporate shareholder without a power of attorney due to legal reasons or provisions of constituent documents – a copy of constituent documents of the shareholder and document(s) certifying the representative's authority to participate in the meeting (in particular, a copy of an election/appointment resolution), and identity document(s) of the representative;
- any representative of a corporate shareholder – a power of attorney authorized by the shareholder and identity document(s) of the representative;
- any person representing a state or municipal shareholder that acts without a power of attorney on the grounds of federal laws or other relevant provisions of governmental bodies – document(s) confirming the representative's authority to participate in the meeting (ID card, voting order, etc.), and document(s) confirming the representative's identity.

Powers of attorney and other documents certifying the right of the participant to act for and on behalf of the shareholder are submitted during registration.

Should the Company violate the registration procedure, shareholders may apply to Irina Sidorenko, Deputy Head, Shareholder Relations Division, Corporate Governance Department, Rosneft by telephone: (495) 987-30-60, (499) 429-06-89, 8-800-500-11-00 (toll free from Russia), fax (499) 517-86-53 or e-mail: [shareholders@rosneft.ru](mailto:shareholders@rosneft.ru).

The Rosneft shareholders may also execute their right to participate in the Annual General Meeting of Shareholders through posting (or submitting in person) their filled-in voting ballots and, if applicable, their powers of attorney to the Company at the following addresses: 26/1 Sofiyskaya Embankment, Moscow, 117997, Rosneft or P.O. Box 4, Moscow 115172 (or P.O. Box 24, Moscow, 115172), LLC Reestr-RN.

When determining the meeting quorum and summarizing the voting results, only the ballots received by the Company prior to June 24, 2014 6:00 PM will be taken into account. The ballots submitted by the shareholders to the Company in person will be accepted from 8:00 AM to 8:00 PM and on the last day of ballot acceptance, i.e. June 24, 2014 (Tuesday), from 8 AM to 6 PM.

**Meeting Agenda:**

- 1. Approval of the Company Annual Report.**
- 2. Approval of the Company annual financial statements including the profit and loss statements (profit and loss accounts).**
- 3. Approval of the distribution of 2013 Company profits.**
- 4. Amounts, timing and form of dividends for 2013.**
- 5. Remuneration and reimbursement of expenses to the members of the Company Board of Directors.**
- 6. Election of the members of the Company Board of Directors.**
- 7. Election of the members of the Company Audit Commission.**
- 8. Approval of the Company Auditor.**
- 9. Approval of related-party transactions.**
- 10. Approval of a new version of the Rosneft Charter.**
- 11. Approval of a new version of the Regulations on the Company General Meeting of Shareholders.**
- 12. Approval of a new version of the Regulations on the Company Board of Directors.**
- 13. Approval of a new version of the Regulations on the Company Management Board.**
- 14. Approval of a new version of the Regulations on the Company President.**
- 15. Approval of a new version of the Regulations on the Company Audit Commission.**

The information (materials) submitted in preparation for the Annual General Meeting of Rosneft Shareholders will be available for review starting from June 7, 2014 on the Rosneft web site – [www.rosneft.ru](http://www.rosneft.ru) (in Russian) and [www.rosneft.com](http://www.rosneft.com) (in English) and on any working day from 10:00 AM to 5:00 PM (local time) at the Rosneft offices at the following address: 26/1 Sofiyskaya Embankment, Moscow, 115035, telephone: (495) 987-30-60, (499) 429-06-89, 8-800-500-11-00 (toll free from Russia) (Shareholder Relations Division, Corporate

Governance Department, Rosneft) and at the offices of the specialized registrar (Rosneft Shareholders Register keeper) – LLC Reestr-RN at the following addresses:

<b>I. LLC Reestr-RN Headquarters</b>	2/6, Podkopaevskiy Lane, Bldg. 3-4, Moscow, 109028, tel.: (495) 411-79-11
<b>II. LLC Reestr-RN branches</b>	
<b>Belgorod</b>	52 B. Khmelnitskogo Avenue, Belgorod, Belgorod Oblast, 308000, tel.: (4722) 31-77-22, 31-77-33
<b>Vladimir</b>	7 Elektrozavodskaya Street, Vladimir, Vladimir Oblast, 600009, tel.: (4922) 43-00-48
<b>Krasnodar</b>	1/1 Tramvaynaya Street, Office 608, Krasnodar, 350911, tel.: (861) 234-51-01, 234-52-01
<b>Perm</b>	21 Pushkina Street, Perm, 614015, tel.: (342) 233-44-73
<b>Samara</b>	52 Michurina Street, Office 320 (left wing), Samara, Samara Oblast, 443096, tel. (846) 302-18-08
<b>Saint-Petersburg</b>	212 Moskovskiy Avenue, Saint-Petersburg, 196066, tel. (812) 363-20-28
<b>Saratov</b>	43a Nekrasova Street, Saratov, 410031, tel.: (8452) 23-57-81
<b>Tambov</b>	34 Sovetskaya Street, Tambov, Tambov Oblast, 392002, tel.: (4752) 75-96-58
<b>Tula</b>	50 Turgenevskaya Street, Tula, 300000, tel.: (4872) 30-76-44
<b>Khabarovsk</b>	123 Sheronova Street, Khabarovsk, Khabarovsk Region, 680000, tel.: (4212) 32-37-71, 32-88-30
<b>Cheboksary</b>	17 Yaroslavskaya Street, Office 7, Cheboksary, Chuvash Republic, 428003, tel.: (8352) 58-60-96, 58-62-65
<b>Yaroslavl</b>	9 Sovetskaya Street, Yaroslavl, Yaroslavl Oblast, 150000, tel.: (4852) 73-91-58, 25-55-51
<b>III. Transfer agents' outlets of LLC Reestr-RN serving the Rosneft shareholders</b>	
<b>In the Khabarovsk Region</b>	107 Leningradskaya Street, Komsomolsk-on-Amur, Khabarovsk Region, 681007, tel.: (4217) 52-55-09
<b>In the Yamalo-Nenetskiy Autonomous Area</b>	3 Community 10, Gubkinskiy, Yamalo-Nenetskiy Autonomous Area, 629830; 42 Community 2, Administration Building of LLC RN-Burenie, Office 23, Gubkinskiy, Yamalo-Nenetskiy Autonomous Area, 629830, tel.: (34936) 5-31-74
<b>In Saint-Petersburg</b>	69-71-A Marata Street (Renaissance Plaza, Office of the Branch of OJSC VBRR in Saint-Petersburg), Saint-Petersburg, 191119, tel.: (812) 610-41-73
<b>In the Stavropol Region</b>	5 50 Let Pionerii Street, Neftekumsk, Stavropol Region, 356880; Unnumbered Vostochnaya Street, Administration Building of LLC RN-Stavropolneftegaz No. 2, Office 110, Neftekumsk, Stavropol Region, 356880, tel. (86558) 2-28-55

The Rosneft shareholders who are planning to attend the Annual General Meeting of Shareholders are kindly requested to provide prior notice by telephone: (495) 987-30-60, (499) 429-06-89, 8-800-500-11-00 (toll free from Russia), fax (499) 517-86-53 or e-mail: shareholders@rosneft.ru.

We hereby inform you that **broadcasting will be arranged from the venue** of the Annual (2013 results) General Meeting of Rosneft Shareholders **starting 11:00 AM (Khabarovsk time) on June 27, 2014.**

The shareholders can watch the broadcast of the Annual (2013 results) General Meeting of Rosneft Shareholders in Angarsk, Irkutsk, Komsomolsk-on-Amur, Krasnoyarsk, Nakhodka and Yuzhno-Sakhalinsk at the following addresses:

- Angarsk, territory of OJSC ANKhK, Facility 1445, Floor 3, VC room, OJSC Angarskaya Neftekhimicheskaya Kompaniya, telephones for information: (3955) 57-88-37, (3955) 57-60-66;
- Irkutsk, 5 Oktyabrskoi Revolyutsii Street, CJSC Irkutsknefteprodukt, telephone for information: (3952) 288-062;
- Komsomolsk-on-Amur, 115 Leningradskaya Street, Refinery Office Building – Auditorium, LLC RN-Komsomolskiy NPZ, telephone for information: (4217) 52-53-00;
- Krasnoyarsk, Sovetskiy District, 15 78th Dobrovolcheskoi Brigady Street, CJSC Vankorneft, telephone for information: (391) 250-49-20;
- Nakhodka, PMP Administration Camp, Main Building, Floor 2, Office 208, CJSC Vostochnaya Neftekhimicheskaya Kompaniya, telephone for information: (4236) 69-93-77;
- Yuzhno-Sakhalinsk, 17 Khabarovskaya Street (Auditorium) – Administration Building, LLC RN-Sakhalinmorneftegaz, telephones for information: (4242) 307-540, (4242) 307-435.

Only persons entitled to participate in the Annual General Meeting of Shareholders will have access to the viewing rooms.

The broadcasting sites will be opened **starting 9:00 AM (Khabarovsk time) on June 27, 2014.**

Viewing of the broadcast is not considered to constitute the exercise of the shareholder right to participate in the Annual General Meeting of Shareholders.

Pursuant to Point 1 of Article 58 of the Federal Law on Joint Stock Companies, the following are deemed to have participated in a General Shareholders Meeting:

- the shareholders who arrived at the meeting venue specified in the meeting notice and registered to participate in the meeting;
- the shareholders whose ballots were received at least two days prior to the date of the General Shareholders Meeting (i.e. no later than 6:00 PM on June 24, 2014).

**Rosneft Board of Directors**