

Notification of a material fact

About the information that can have a material impact on the value of securities of the joint-stock company

1. General information	
1.1. The issuer's full corporate name	Oil Transporting Joint-Stock Company Transneft
1.2. The issuer's abbreviated corporate name	Transneft, JSC
1.3. The issuer's principal place of business	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	http://www.e-disclosure.ru/portal/company.aspx?id=636 http://www.transneft.ru/

2. Notification content
<p>2.1. A brief description of the event (action), the occurrence (performance) of which, in the opinion of the issuer, has an impact on the value of its equity securities: <i>On the procedure for placing securities, deadline for submission of offers by prospective investors regarding the signature of a Preliminary Agreement</i> <i>Securities: Exchange-traded bonds, series BO-03: documentary inconvertible interest bearing exchange-traded bonds in bearing form with mandatory central keeping, series BO-03, having the maturity term on the 3,640th (Three thousand six hundred fortieth) day from the beginning date of placement of the exchange-traded bonds of the issue, with an option of early redemption upon the request of their owners and at the discretion of the Issuer, placed through public offering (identification number – 4B02-03-00206-A dd. March 15, 2010.</i></p> <p>2.2. If the respective event (action) is related to or connected with a third person – the full corporate name (the denomination of a non-commercial organization), principal place of business, INN (if applicable), OGRN (if applicable) or surname, name, patronymic of this person: <i>disclosure of the information is deemed as impossible; the information involves prospective investors of the Issuer's Exchange-Traded Bonds, series BO-03.</i></p> <p>2.3. If the respective event (action) is related to or connected with the decision adopted by the authorized management body of the issuer or a third party – the name of this management body, the date when the decision was adopted and the content of the adopted decision, the date and the number of the minutes of the meeting (session) of the authorized management body, if the decision is adopted by a collegial management body of the respective person: <i>The Decision was adopted by the Issuer's President acting pursuant to the Articles of Association (Decree No. 169 of October 15, 2014).</i></p> <p><i>To place documentary inconvertible interest bearing exchange-traded bonds in bearing form with mandatory central keeping, series BO-03 of Transneft, JSC, identification number 4B02-03-00206-A (permitted to be traded on the stock exchange in the process of placement on March 15, 2010) (hereinafter, "BO-03 series exchange-traded bonds") by collecting target requests from buyers for purchasing BO-03 series exchange-traded bonds at a fixed price and the coupon rate for the first coupon period determined by Transneft, JSC, in accordance with the procedure and on the terms stipulated by the Decision to issue securities and the Prospectus.</i></p> <p><i>To establish that the time-limit for submission of offers by prospective investors regarding the signature of a Preliminary Agreement with perspective purchasers of the BO-03 series exchange-traded bonds stipulating an obligation to sign main agreements with them in the future or bidders acting in their interests for alienation of placed the BO-03 series exchange-traded bonds starts at</i></p>

12:00 of October 15, 2014 and expires at 16:00 of October 2014.

2.4. Invitation to make offers for signing Preliminary Agreements under which the investor and the issuer are to sign main agreements for purchase and sale of the BO-03 series bonds at the date of the beginning of placement of the BO-03 series exchange-traded bonds.

October 15, 2014

Concerning: Participation in the placement of the BO-03 series exchange traded bonds of Oil Transporting Joint-Stock Company Transneft.

ATTENTION: YOU MUST READ INFORMATION BELOW BEFORE PERFORMING ANY ACTION. This notification covers information below and issuing 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 read this notification before you perform any actions in connection with such Documents. In the process of reading and performing any actions in connection with Documents, you undertake to comply with the terms stated below, including any changes of such terms that you may receive from us as a result of reading the Documents.

THIS NOTIFICATION AND DOCUMENTS MADE AVAILABLE TO YOU CONSTITUTE NO OFFER TO SELL ANY SECURITIES AND ARE NOT DESIGNED FOR BEING PRESENTED OR MADE AVAILABLE TO PERSONS STAYING IN THE UNITED STATES OF AMERICA, AUSTRALIA, CANADA, OR JAPAN.

THIS NOTIFICATION AND DOCUMENTS MAY NOT BE SENT OR DISTRIBUTED, EXCEPT IN ACCORDANCE WITH THE PROCEDURE STATED BELOW AND MAY NOT BE REPRODUCED IN ANY WAY.

Sberbank KIB Closed Joint-Stock Company, Gazprombank (Open Joint-Stock Company) (hereinafter, the “Organizers”), Oil Transporting Joint-Stock Company Transneft (hereinafter, the “Issuer”) do not hereby offer to sell any securities and performed no actions aimed at receiving an offer to purchase any securities with respect to any persons in any jurisdiction. This notification and the Documents presented to you may not be used for or in connection with the preparation of any notification in any jurisdiction or under any circumstances in/under which the above notification will be deemed unacceptable or unlawful. The Issuer demands that each person with an access to this notification and the Documents read and comply with such restrictions. The Documents made available to you are solely informational and constitute no advertisement or offer to sell any securities in any country.

Any securities of the Issuer may not be offered for sale or be sold in the United States of America without registration or exemption from registration under the US 1933 Securities Act (in its effective version). The Issuer’s securities are not registered in the United States of America and the Issuer does not intend to register any part of the issue of securities or publicly place securities in the United States of America.

This notification and the Documents are designed solely for: (i) persons outside Great Britain, or (ii) professional investors subject to Article 19(5) of the 2005 Order (Financial Assistance) of the UK 2000 Financial Services and Financial Markets Act (hereinafter, the “Order”), or (iii) legal entities or other individuals with large net capital, to which this notification and the Documents may be lawfully forwarded, subject to Articles 49(2)a – 49(2)d of the Order (all such persons are hereinafter collectively referred to as the “Relevant Persons”). Any securities may be purchased and any invitation, proposal, or agreement to sign, purchase or otherwise acquire such securities may be made by the Relevant Persons only. Any person other than the Relevant Persons may not

act in connection with or otherwise rely on this notification and the Documents or any information herein and therein.

Any public offer of securities that may be deemed to have been made on the basis of the fact of sending this notification and the Documents in any member of the European Community that adopted Directive 2003/71/EU (along with any additional procedures for its application in the said member state are hereinafter referred to as the “**Prospectus Directive**”) is addressed solely to qualified investors of the said EU member as defined in the Prospectus Directive.

This notification and the Documents constitute no issue prospectus for the purpose of their interpretation in accordance with the procedures for applying the Prospectus Directive and other applicable laws. This notification and the Documents as well as the issue prospectus prepared due to the placement of the Issuer’s securities may not be distributed in any country where such distribution requires additional requirements or is non-compliant with this country’s laws.

HOLDING BONDS OR OTHER FINANCIAL INSTRUMENTS IS ALWAYS ASSOCIATED WITH RISKS. This notification is for reference only and includes very limited information about investments in the Issuer’s securities. Such investment must be preceded by a balanced decision based, in particular, on a careful analysis of the Issue, its affiliates, transactions, financial standing, sales and income, Russian economy in general, and other risk factors.

Dear Investor,

We hereby inform you about a possibility to participate in the placement of non-convertible interest-bearing documentary bonds of Oil Transporting Joint-Stock Company Transneft (hereinafter, the “**Issuer**”). Sberbank KIB Closed Joint-Stock Company (hereinafter, “**Sberbank KIB**”), Gazprombank (Open Joint-Stock Company) act as placement organizers. This notification is a proposal to make offers and is not an offer.

The Issuer received access to the trade on the stock exchange in the process of placing the issue of 25 000 000 (Twenty-five million) non-convertible interest-bearing documentary bonds maturing on the 3 640th (Three thousand, six hundred and fortieth) day since the date of the beginning of placing exchange-traded bonds of the issue to be placed by public subscription (hereinafter, the “**Exchange-Traded Bonds**”). The issue of exchange-traded bonds is permitted by MICEX Closed Joint-Stock Company to be traded on the stock exchange in the process of placement on March 15, 2010, identification number 4B02-03-00206-A. Permission for exchange-traded bonds to be traded on the stock exchange in the placement process does not mean that actual information provided in the issuing documents is accurate and reliable. Exchange-traded bonds will be placed by performing transactions involving purchase and sale of exchange-traded bonds at MICEX, CJSC. Placement of exchange-traded bonds is planned for October 22, 2014, but it may take place on a different day. The final date of the placement beginning is established (determined) by the Issue Decision and the Exchange-Traded Bonds Prospectus (hereinafter, the “**Issuing Documents**”). Exchange-traded bonds may be paid for in cash only.

You may participate in the placement by offering, in accordance with the procedure below, a preliminary agreement for purchase of exchange-traded bonds (hereinafter, “**Bid**”) according to the established form, specifying the maximum total amount in the Russian Federation rubles for which you are willing and ready to purchase exchange-traded bonds as well as the minimum coupon rate on exchange-traded bonds at which you are willing and ready to purchase exchange-traded bonds for the said amount.

The Bid constitutes your offer to conclude the Preliminary Agreement (as defined below).

In order to comply with the requirements for the procedure of placing exchange-traded bonds, the

Organizers consider only Bids that were duly made and signed and received by the Organizers in accordance with the procedure and on the terms stated herein.

Placement and Settlement Procedure

If you decide to participate in the placement of exchange-traded bonds, please confirm your acceptance of the procedure for and terms of placing exchange-traded bonds stated in the Issuing Documents and herein by delivering to the Organizers (by courier, fax, or e-mail) the Bid duly executed and signed by you to the address below by 16:00 Moscow time on **October 15, 2014** (hereinafter, the “**Book Closing Time**”). The Bid sent by a legal entity must be made on the legal entity’s letterhead and with seal affixed. The Bid may not be withdrawn after the Book Closing Time.

In order to avoid misunderstanding and any doubts, we hereby especially emphasize that your Bid receipt by the Organizers does not mean that it will be accepted. The Issuer and the Organizers do not assume any obligations and provide no guarantees that your Bid will be fully or partly accepted.

Upon determining the coupon rate on exchange-traded bonds, the Issuer decides to accept or reject your Bid. Only if it is decided to accept your Bid, Sberbank KIB acting as an attorney on behalf and at the expense of the Issuer or a commissioner on its behalf and at the Issuer’s expense will send you (by courier or fax) a written notification of acceptance (hereinafter, the “**Acceptance Notification**”) of your Bid to the address or fax number indicated in your Bid. If the Bid is sent by fax, it is deemed received by you at the moment of sending. If the Issuer decides to reject your Bid, the Issuer will not consider your Bid or a decision will be made thereon, Sberbank KIB will not send you a notification thereof. The fact that no notification will be sent to you does not mean that your Bid was accepted (silence does not mean acceptance).

ATTENTION! YOUR BID ACCEPTANCE MEANS THAT YOU AND THE ISSUER SIGNED A PRELIMINARY AGREEMENT (HEREINAFTER, THE “PRELIMINARY AGREEMENT”), UNDER WHICH YOU AND THE ISSUER UNDERTAKE TO SIGN, AT THE DATE OF THE BEGINNING OF THE EXCHANGE-TRADED BONDS PLACEMENT, THE MAIN AGREEMENT FOR PURCHASE AND SALE OF THE EXCHANGE-TRADED BONDS (HEREINAFTER, THE “MAIN AGREEMENT”) ON THE FOLLOWING TERMS: THE ISSUER UNDERTAKES TO SELL YOU AND YOU UNDERTAKE TO PURCHASE FROM THE ISSUER (OR A COMMISSIONER, ATTORNEY, OR OTHER AGENT APPOINTED BY THE ISSUER) AND PAY FOR EXCHANGE-TRADED BONDS IN THE QUANTITY, AT THE PRICE OF PLACEMENT AND AT THE COUPON RATE SPECIFIED IN THE ACCEPTANCE NOTIFICATION. THE NUMBER OF EXCHANGE-TRADED BONDS INDICATED IN THE ACCEPTANCE NOTIFICATION WILL DEPEND ON THE PRICE OF PLACEMENT, THE COUPON INTEREST RATE AND MARKET DEMAND FOR THE EXCHANGE-TRADED BONDS. YOUR BID MAY BE ACCEPTED IN FULL OR IN PART. IF YOUR BID IS PARTLY ACCEPTED, THE PRELIMINARY AGREEMENT IS DEEMED TO BE SIGNED ONLY WITH RESPECT TO PART OF YOUR BID SPECIFIED IN THE ACCEPTANCE NOTIFICATION*. THE PROCEDURE FOR SIGNING THE MAIN AGREEMENT (PROCEDURE FOR THE EXCHANGE-TRADED BONDS PLACEMENT), DATE OF THE BEGINNING OF PLACEMENT OF THE EXCHANGE-TRADED BONDS, PRICE OF PLACEMENT, COUPON RATE ON THE EXCHANGE-TRADED BONDS, AND SETTLEMENT PROCEDURE ARE ESTABLISHED (DETERMINED) IN ACCORDANCE WITH THE ISSUING DOCUMENTS.

This notification, Bid, and Acceptance Notification (if any) form an integral part of the Preliminary Agreement.

Any and all disputes associated with the Preliminary Agreement, its validity and implementation, are settled at the Moscow Arbitration Court.

You may send a copy of the Bid:

To Sberbank KIB: by fax (495) 258-05-47 or by e-mail Debt_Syndicate@sberbank-cib.ru (attn.: Maxim Vashlaev).

To GPB (OJSC): by fax (495) 983-17-63 or by e-mail BondsBook@gazprombank.ru, Semen.Odintsov@gazprombank.ru (attn.: Semen Odintsov).

with further sending the original Bid:

by courier to the office of Sberbank KIB at 4 Romanov Lane, Moscow, 125009 (attn.: Maxim Vashlaev).

Sincerely yours,

Oil Transporting Joint-Stock Company Transneft

* The Acceptance Notification will include the number of exchange-traded bonds calculated on the basis of the placement price and the relevant part of the amount of funds indicated in your Bid as the maximum amount of funds for which you are ready to purchase the exchange-traded bonds.

2.5. Form of the offer to sign the preliminary agreement for purchasing BO-03 series exchange-traded bonds (Bid):

“[ON THE INVESTOR’S LETTERHEAD PAPER (for legal entities)]

Date:

To Sberbank KIB CJSC,

Street address:

4 Romanov Lane, Moscow, 125009

Fax: (495) 258-05-47

Attn.: Maxim Vashlaev,

Artur Plaude

E-mail: Debt_Syndicate@sberbank-cib.ru

Copy to GPB (OJSC)

Fax: (495) 983-17-63

Attn.: Semen Odintsov

E-mail: BondsBook@gazprombank.ru

Semen.Odintsov@gazprombank.ru

OFFER TO SIGN THE PRELIMINARY PURCHASE AND SALE AGREEMENT

We have read and understood the terms and the procedure for participation in the placement of documentary inconvertible interest bearing exchange-traded bonds in bearing form with mandatory central keeping, series BO-03, of Oil Transporting Joint-Stock Company Transneft with an option of early redemption upon the request of their owners and at the discretion of the Issuer totaling 25 000 000 (Twenty-five million) bonds with the par value of 1 000 (One thousand) rubles each and the total par value of 25 000 000 000 (Twenty-five billion) maturing on the 3 640th (Three thousand, six hundred and fortieth) day since the date of the beginning of the exchange-traded bonds placement of the issue with an option of early redemption upon the request of their owners and at the discretion of the Issuer, placed through public offering (identification number: 4B02-03-00206-

A dated march 15, 2010 (hereinafter, BO-03 series exchange-traded bonds) as stated in the Decision to issue securities and the Prospectus.

Having carefully analyzed the financial, economic, legal, and other risks and consequences of acquiring and holding exchange-traded bonds, we [please indicate your full name] [acting as the fiduciary manager (for managing companies)], hereby undertake to sign at the date of placement of the exchange-traded bonds the main purchase and sale agreements for acquiring the exchange-traded bonds from Sberbank KIB, CJSC, providing services of placing exchange-traded bonds to the Issuer and acting at the Issuer's order and expense according to the Decision to issue securities and the Prospectus on the following terms:

Maximum amount for which we are ready to purchase the exchange-traded bonds (in RF rubles)**	Minimum rate of the first coupon on exchange-traded bonds at which we are ready to purchase the exchange-traded bonds for the specified maximum amount
[please specify]	[please specify]

Please note that the Participants at the MICEX requesting to purchase exchange-traded bonds at our order will act [please specify your broker] (for Buyers operating through a broker).

This offer is valid until October 22, 2014, inclusive.

Please send this offer Acceptance Notification to: if sent by courier [specify your office address (for an individual – registration place)], if sent by fax [specify your office fax number (for an individual – fax number)], if sent by e-mail [specify your office responsible employee's e-mail].

Sincerely yours,

Name:

Position:

P.

** This amount excludes expenses associated with the acquisition of exchange-traded bonds and settlements.

2.6. Relevant event (action) date: October 15, 2014.

3. Signature

3.1. Vice President of Transneft, JSC,
Under power of attorney No. 85 dated August 22, 2014 _____ M. V. Barkov
(signature)

3.2. Date: October 15, 2014

L.S.