

**Notification of a Material Fact
On the Decisions Adopted 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	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. Surname, first name, patronymic (if available) or a full corporate name (the name of the nonprofit organization), principal place of business, the Taxpayer Identification Number (hereinafter referred to as the INN) (if applicable) and the Primary State Registration Number in the Unified State Register of Legal Entities (hereinafter referred to as the OGRN) (if applicable), which have been assigned by the tax authorities, of the sole participant (the entity that owns all the voting shares) of the issuer: The Russian Federation represented by the Federal Agency for State Property Management of the Russian Federation. Principal place of business: 9 Nikolsky Lane, Moscow, the Russian Federation 109012; INN: 7710723134; OGRN: 1087746829994.</p>	
<p>2.2. Wording of the decisions taken unilaterally by the sole participant (the entity that owns all the voting shares) of the issuer:</p> <ol style="list-style-type: none"> 1. To approve the annual statement of Transneft, JSC for 2014. 2. To approve the accounting statements, inclusive of the income statement of Transneft, JSC for 2014. 3. To approve the distribution of profits of Transneft, JSC for 2014 in the amount of 11,783,832,918.11 rubles to: <ul style="list-style-type: none"> – payment of dividends on the shares of Transneft, JSC for 2014 in the total amount of 2,946,006,849.74 rubles (25% of net profit), including: <ul style="list-style-type: none"> on ordinary shares (5,546,847 pieces) in the amount of 1,767,613,733.49 rubles (318.67 rubles per one share); on preferred shares (1,554,875 pieces) in the amount of 1,178,393,116.25 rubles (757.87 rubles per one share); – financing of capital investments of Transneft, JSC in the amount of 5,398,140,438.49 rubles; – creation of provisions for repayment of borrowed funds intended for implementation of investment projects of Transneft, JSC, in the amount of 3,439,685,629.88 rubles. 4. To pay the dividends on the shares of Transneft, JSC for 2014 in the total amount of 2,946,006,849.74 rubles (25% of net profit), including: <ul style="list-style-type: none"> on ordinary shares (5,546,847 pieces) in the amount of 1,767,613,733.49 rubles (318.67 rubles per one share); 	

on preferred shares (1,554,875 pieces) in the amount of 1,178,393,116.25 rubles (757.87 rubles per one share).

4.1. To pay the dividends:

on ordinary shares – by monetary funds transfer to the respective bank account specified by the authorized body;

on preferred shares:

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

b) to the shareholders of Transneft, JSC – the individuals – by postal bank transfer of monetary funds or, subject to the relevant application, by monetary funds transfer to their bank accounts;

c) to the persons who are entitled to receive the dividends and the rights whereof to the shares are accounted by the nominee holder of the share – in accordance with the procedure established by the laws of the Russian Federation on securities.

4.2. To determine the date of preparation of the list of persons entitled to receive the dividends (in accordance with clause 5 of article 42 of Federal Law No. 208-FZ dated December 26, 1995 On Joint-Stock Companies) – on the 20th day from the date of the resolution on the dividends payment adopted by the annual General Meeting of Shareholders of Transneft, JSC.

4.3. To pay the dividends to the nominee holder and the trust manager being the professional participant of the securities market included in the Register of Shareholders within maximum 10 business days, and to other persons included in the Register of Shareholders – within maximum 25 business days from the date as of which the persons entitled to receive the dividends are determined.

5. To elect the Board of Directors of Transneft, JSC as follows:

– M. Warnig, Managing Director of Nord Stream AG;

– V. S. Katkalo, Rector of Sberbank Corporate University, Autonomous Non-Profit Organization for Continuing Professional Education;

– A. V. Novak, Minister of Energy of the Russian Federation;

– N. P. Tokarev President of Oil Transporting Joint Stock Company Transneft;

– M. I. Grishankov, First Vice President of Gazprombank, JSC (Joint-Stock Company);

– I. I. Klebanov, Chairman of the Board of Directors of PAO «Sovcomflot»;

– A. N. Chilingarov, special representative of the President of the Russian Federation on International Cooperation in the Arctic and Antarctica.

6. To elect the Audit Committee of Transneft, JSC as follows:

– O. L. Gracheva, Head of Administration of Joint Stock Company UniCredit Bank;

– O. S. Zenkov, Advisor to the Head of the Federal Agency for State Property Management of the Russian Federation;

– P. G. Shumov, Head of a Branch of a Department of Ministry of Economic Development of Russia.

7. To approve KPMG Closed Joint-Stock Company (OGRN: 1027700125628) to be the auditor of Transneft, JSC for 2015.

8. To pay remuneration to the members of the Board of Directors of Transneft, JSC who are the non-governmental officials for the period of their principal duties performance pursuant at the following rates:

– base (guaranteed) part – 1 million rubles;

– variable (bonus) part – based on the common fund in the amount of 2.5% of the amount of dividends on the preferred shares (pursuant to clause 12.3 of article 12 of the Articles of Association of Transneft, JSC it amounts to 10% of the net profit of the Company) divided into the total number of members of the Board of Directors;

– extra payment for additional duties performance: chairmanship in the Board of Directors – 50%; chairmanship in one of the special committees of the Board of Directors – 20%; membership in the special committees – 10% (for each committee).

9. To approve the Provision on Remuneration of Members of the Board of

Directors of Transneft, JSC.

10. To approve participation of Transneft, JSC in the Russian Council for International Affairs nonprofit partnership.

2.3. Date of unilateral approval of the decision by the sole participant (the entity that owns all the voting shares) of the issuer: June 30, 2015.

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: Instruction of Federal Agency for State Property Management of the Russian Federation No. 541-r dated June 30, 2015.

3. Signature

3.1. Deputy Vice President of Transneft, JSC,
acting under power of attorney No. 56 dated
April 03, 2013

S. A. Khodyrev

(signature)

3.2. Date July 08, 2015

L.S.