



**ОТКРЫТОЕ АКЦИОНЕРНОЕ ОБЩЕСТВО  
«НЕФТЯНАЯ КОМПАНИЯ «РОСНЕФТЬ»**  
(ОАО «НК «Роснефть»)

<b>Extract from Minutes No. 34</b>	<b>Meeting of the Rosneft Board of Directors</b>																					
	<b>Venue:</b> 6 Maloy Nevki Embankment, Saint-Petersburg	<b>Time:</b> April 28, 2014 5:00 PM																				
<b>Chairman:</b> A.D. Nekipelov		<b>Secretary:</b> S.V. Gritskevich																				
<b>Members of the Rosneft Board of Directors:</b> Matthias Warnig, Robert Dudley, N.P. Laverov, John Mack, A.L. Kostin, A.D. Nekipelov, I.I. Sechin, Donald Humphreys, S.V. Chemezov.																						
<b>Procedural aspects:</b> the meeting is quorate.																						
<b>Meeting Agenda</b>																						
<b>8. On recommendations regarding distribution of profit and losses of Rosneft for 2013.</b>																						
<b>9. On recommendations regarding the amount of dividend on Rosneft shares based on the results of 2013 and the procedure for its payment.</b>																						
<b>Matters put to the vote and the resolutions</b>																						
<b>Item 8</b>	<b>Responsible person</b>	<b>Deadline</b>																				
To recommend the Annual (on the results of 2013) General Shareholders Meeting of Rosneft to adopt the following resolution: To approve the distribution of Rosneft profits based on the results of 2013 fiscal year as follows:	-----	-----																				
<table border="1" style="width: 100%;"> <thead> <tr> <th></th> <th style="text-align: right;">mln rubles</th> </tr> </thead> <tbody> <tr> <td>Pretax profit</td> <td style="text-align: right;">154,779.7</td> </tr> <tr> <td>Change in deferred tax assets</td> <td style="text-align: right;">2,333.0</td> </tr> <tr> <td>Change in deferred tax liabilities</td> <td style="text-align: right;">(24,539.0)</td> </tr> <tr> <td>Profit tax and other similar compulsory payments</td> <td style="text-align: right;">3,705.1</td> </tr> <tr> <td><b>Net profit</b></td> <td style="text-align: right;"><b>136,278.8</b></td> </tr> <tr> <td>Expenditures out of net profit</td> <td style="text-align: right;">136,278.8</td> </tr> <tr> <td><i>including:</i></td> <td></td> </tr> <tr> <td>Payment of dividends</td> <td style="text-align: right;">136,186.6</td> </tr> <tr> <td>Investment, operation and social development of Rosneft</td> <td style="text-align: right;">92.2</td> </tr> </tbody> </table>		mln rubles	Pretax profit	154,779.7	Change in deferred tax assets	2,333.0	Change in deferred tax liabilities	(24,539.0)	Profit tax and other similar compulsory payments	3,705.1	<b>Net profit</b>	<b>136,278.8</b>	Expenditures out of net profit	136,278.8	<i>including:</i>		Payment of dividends	136,186.6	Investment, operation and social development of Rosneft	92.2		
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<b>Item 9</b>	<b>Responsible person</b>	<b>Deadline</b>																				
To recommend the Annual (on the results of 2013) General Shareholders Meeting of Rosneft to adopt the following resolution: 'To pay dividends in cash based on the results of 2013 fiscal year in the amount of RUR 12.85 (Twelve rubles eighty five kopecks) per one outstanding share. To fix the date for identifying the individuals/entities that are entitled to receive the dividends - July 8, 2014. Dividends must be paid to the nominal shareholders and the trustees being securities market professionals who are registered in the Shareholders Register by July 22, 2014 and to the other entities/individuals registered in the Shareholders Register - by August 12, 2014'.	-----	-----																				
<b>Voting results: the resolution is adopted.</b>																						

Minutes execution date: May 5, 2014.

Chairman

A.D. Nekipelov