

**T A B L E**  
**of changes to the Charter of Rosneft Oil Company**

No.	Changes to the Charter of Rosneft Oil Company		
	Current version	Proposed wording	Comment
1.	<p>9.1.2. Resolutions of the General Shareholders Meeting may be adopted at the meeting where the voting is combined with absentee voting (hereinafter, also for the purposes of Article 9 of this Charter – a Meeting), or by absentee voting of the General Shareholders Meeting, without holding a meeting (hereinafter, also for the purposes of Article 9 of this Charter – absentee voting). Shareholders Meetings shall be conducted in the city of the Company’s location - Moscow, or in cities of St. Petersburg, Krasnodar, Sochi, Stavropol, Saratov, Orenburg, Tyumen, Krasnoyarsk, Khabarovsk, Vladivostok, Krasnogorsk (Moscow Region).</p> <p>If, in accordance with the legislation of the Russian Federation, resolutions on the items related to election of the Board of Directors and the Audit Commission, the appointment of an audit organization, and on the items related to approval of the annual report and annual accounting (financial) statements may be adopted by the General Shareholders Meeting by absentee voting, the Board of Directors of the Company shall have the right to resolve on the adoption of resolutions on those items by the General Shareholders Meeting of the Company by absentee voting, without holding a meeting. In this case, the rules of this Charter and internal documents of the Company governing the preparation and holding of a meeting (including an annual meeting) shall apply to the conduct of absentee voting, unless this is contrary to the essence of relevant relations.</p>	<p>9.1.2. Resolutions of the General Shareholders Meeting may be adopted at the meeting where the voting is combined with absentee voting (hereinafter, also for the purposes of Article 9 of this Charter – a Meeting), or by absentee voting of the General Shareholders Meeting, without holding a meeting (hereinafter, also for the purposes of Article 9 of this Charter – absentee voting). Shareholders Meetings shall be conducted in the city of the Company’s location - Moscow, or in cities of St. Petersburg, Krasnodar, Sochi, Stavropol, Saratov, Orenburg, Tyumen, Krasnoyarsk, Khabarovsk, Vladivostok, Krasnogorsk (Moscow Region), <b>Bolshoy Kamen, Angarsk, Irkutsk.</b></p> <p>If, in accordance with the legislation of the Russian Federation, resolutions on the items related to election of the Board of Directors and the Audit Commission, the appointment of an audit organization, and on the items related to approval of the annual report and annual accounting (financial) statements may be adopted by the General Shareholders Meeting by absentee voting, the Board of Directors of the Company shall have the right to resolve on the adoption of resolutions on those items by the General Shareholders Meeting of the Company by absentee voting, without holding a meeting. In this case, the rules of this Charter and internal documents of the Company governing the preparation and holding of a meeting (including an annual meeting) shall apply to the conduct of absentee voting, unless this is contrary to the essence of relevant relations.</p>	<p>The Charter expands the list of cities and towns where General Shareholders' Meetings may be held, taking into account the locations of shareholders, major production and logistics assets, key contractors, and consumers of Rosneft Oil Company's products.</p>