

**Recommendations by the Rosneft Board of Directors
for Annual (based on 2018 results) General Shareholders Meeting of Rosneft on
distribution of profit of Rosneft based on 2018 results including amount of
dividends for shares of Rosneft for 2018 results and their payment procedure**

To recommend that the Rosneft Annual (on 2018 results) General Shareholders Meeting pass the following resolutions:

1. To approve the following distribution of the Rosneft profit based on results for the fiscal year 2018:

	RUB mln
Revenue	6,968,248.04
General expenses	(6 342 549.96)
Balance of other income and costs	(191 860.00)
Profit tax, changes in deferred tax assets and liabilities, tax effect from other operations not included in the net profit (loss) for the period under review	26,945.92
Net profit	460,784.01
Expenditures out of net profit, including dividend payout:	274,598.78
1H 2018 results	154,521.43
2018 results	120,077.35
Retained amount	186,185.23

2. To pay dividends in the cash form based on 2018 fiscal year performance in the amount of 11 rubles and 33 kopecks. (eleven rubles thirty three kopecks) per one issued share.

To fix the date when the entities entitled to dividends are specified – June 17, 2019.

Dividends to nominee shareholders and trustees who are professional securities traders put into the Shareholders Register shall be paid out no later than July 1, 2019; and to other shareholders from the Shareholders Register - no later than July 22, 2019.

**Information demonstrating the presence of conditions required for payment of
dividends for Rosneft shares**

Rosneft has a right (there are no conditions for restricting it) for declaration and payment of dividends on the Company shares for 2018 in accordance with Article 43 of the Federal Law on Joint Stock Companies in view of the following expectations:

1) before the General Shareholders Meeting takes the decision to pay the dividends:

- Rosneft charter capital will remain paid for in full;
- Rosneft Oil Company will not effect the procedure of shares buyout in accordance with Article 76 of Federal Law “On Joint-Stock Companies”;

2) at the date when the General Shareholders Meeting takes dividends payment decision and at the dividends payment date:

- Rosneft Oil Company will not be qualified for insolvency (bankruptcy) in accordance with the Russian Federation insolvency (bankruptcy) legislation and will not be thus qualified as a result of dividends payment;
- value of net assets of Rosneft will not be less than the charter capital and reserve funds and will not be reduced below the latter amount as a result of dividends payment decision and the dividends payment (*as of 31.12.2018 Rosneft's net assets value exceeded the Company charter capital and reserve funds by 2,026,359,136 thousand rubles*).