

NOTICE CONVENING AN EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
in public joint stock company Gazprom Neft
(JSC Gazprom Neft)
to be held at: Galernaya Ulitsa d. 5, entrance A, St Petersburg, Russian Federation 190000

DEAR SHAREHOLDER,

Notice is hereby given by the Board of Directors of JSC Gazprom Neft of an Extraordinary General Meeting of Shareholders held in the form of absentee voting.

Publication of the list of persons entitled to vote at the Meeting: **August 23rd, 2015 (close of business).**

Date and time for submission of completed voting papers: **September 30th, 2015, 18.00 hours (6.00 pm).**

Postal address for return of completed voting papers: **JSC Gazprom Neft, Pochtamtskaya Ulitsa d. 3–5, St Petersburg, Russian Federation 190000.**

AGENDA FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS:

1. Regarding payment of dividends for the first half of 2015.
2. Regarding approval of the new version of the Charter of JSC Gazprom Neft.
3. Regarding approval of the new version of the Corporate Governance Code of JSC Gazprom Neft.

All information (materials) necessary for shareholders to prepare for the Meeting will be made available for a period of 20 days prior to the Extraordinary General Meeting of Shareholders, **during working hours (from 09.00 to 18.00 hours, 9.00 am to 6.00 pm) at the following addresses: Profsoyuznaya Ulitsa d. 125A, Moscow, Russian Federation 117647; Pochtamtskaya Ulitsa d. 3–5, St Petersburg, Russian Federation 190000; and Galernaya Ulitsa d. 5, entrance A, St Petersburg, Russian Federation 190000 (tel. 8-800-700-3152 (free of charge), e-mailshareholders@gazprom-neft.ru),**

and on the official JSC Gazprom Neft website, at **www.gazprom-neft.ru.**

Where voting on Agenda items is to be undertaken by legal assignees or the authorized representatives of individuals included in the list of those entitled to participate in the Extraordinary General Meeting of Shareholders, documents (or appropriately certified copies thereof) confirming the authorization of such legal assignees or authorized representatives must be appended to the voting ballots for such individuals.

Participation in the Meeting is subject to the mandatory completion of voting ballots. The signed voting ballot must be returned to the address shown in this notice. Those shareholders whose ballots are received by the deadline for submission of completed voting papers will be deemed to have participated in the Extraordinary General Meeting.

The procedure for completing the voting ballot is outlined overleaf the ballot.

The Board of Directors of JSC Gazprom Neft also point out that, pursuant to Section 5, Article 44 of the Federal Law No. 208-FZ “On Joint Stock Companies”, adopted December 26th, 1995, any individual included in the Shareholders’ Register is obliged to ensure that the holder of the shareholder register receives timely notification of any changes to personal data. Any verification of personal data (which for physical persons will include their surname, name, patronymic, personal tax reference number (where appropriate), passport data, place of residence, and date and place of birth; and which for legal entities will include the official name, Principal State Registration Number, tax reference number, location, and the surname, name and patronymic of the head of such organization), or any changes to information held on a specific account must be directed to the agency at which such shares are held – i.e., the registrar or depository. The timely notification of such changes significantly simplifies registration procedures, participation in General Meetings, and the receipt of dividends.

In the event of information on changes to such data not being provided neither the company (JSC Gazprom Neft) nor the Registrar (ZAO CR-DRAGa) accept any liability for any loss or damages arising therefrom.

JSC Gazprom Neft Board of Directors