

Registered on 7 February 2024

Bank of Russia

(signature of the authorized representative of the Bank of Russia)

SHARE ISSUE DECISION

Public Joint Stock Company “Transneft”

Ordinary Shares

State Registration Number of the Securities Issue

2-01-00206-A

Approved by the resolution of Transneft PJSC, adopted on 28 December 2023 (Minutes No. 21 dated 28 December 2023), pursuant to the resolution on the share split of Transneft PJSC, adopted by the Extraordinary General Meeting of Shareholders on 14 November 2023 (Order No. 1500-r of the Federal Agency for State Property Management dated 14 November 2023).

Registered office of the Issuer (as specified in its charter): Moscow, Russian Federation.

President of Transneft
Nikolay Tokarev

(signature)

11 January 2024

(date)

1. Class, Category (type) and Identification Characteristics of the Securities

Preferred shares.

Preferred shares are non-convertible.

2. Par Value of Each Security in the Issue

RUB 0.01 (one kopeck) per share.

3. Rights of Each Security Holder in the Issue

3.1. Not applicable to this category of shares.

3.2. For preferred shares, the exact provisions of the Company's Articles of Association regarding the rights granted to holders of preferred shares shall be specified, including:

- the amount of the dividend (or the procedure for determining the dividend amount) and/or the liquidation value (or the procedure for determining the liquidation value) applicable to the preferred shares;
- the shareholder's right to receive declared dividends;
- the shareholder's right to participate and vote at the General Meeting of Shareholders on matters within its authority, in the cases, under the procedure, and subject to the conditions established in accordance with the Federal Law "On Joint-Stock Companies."

In accordance with Article 8 of the Issuer's (hereinafter also referred to as the **Company**) Articles of Association:

8.1 The Company's preferred shares are non-voting and entitle their holders solely to receive a fixed dividend based on the Company's annual financial results.

8.2 Following the end of each fiscal year, the Company's General Meeting of Shareholders shall decide to allocate 10 percent of the Company's net profit for that year to the payment of dividends on all preferred shares. The dividend payable per preferred share may not be less than the dividend payable per common share.

8.3 The Company's preferred shares grant their holders voting rights at the General Meeting of Shareholders on matters relating to the Company's reorganization and liquidation, amendments to the Company's Articles of Association that restrict the rights of holders of preferred shares, and the filing of an application to delist the preferred shares.

8.4 If the Annual General Meeting of Shareholders does not adopt a resolution to pay dividends on the preferred shares or adopts a resolution to pay dividends in an amount less than the full amount due, holders of preferred shares shall acquire the right to vote at the General Meeting of Shareholders on all matters within its authority. Such voting rights shall terminate upon the first full payment of dividends on the preferred shares.

4. Obligations of the Issuer

The Issuer undertakes to ensure that holders of the securities are able to exercise their rights, provided that such rights are exercised in accordance with the procedures established by the laws of the Russian Federation.

5. Other Information

The issue of ordinary shares of Transneft PJSC was registered in accordance with the federal law and/or other regulatory legal acts of the Russian Federation governing the privatization of state and municipal property, without a resolution on the issuance of the shares.

This Resolution on the Share Issue has been prepared, approved and registered pursuant to Part 13 of Article 24 of Federal Law No. 514-FZ dated 27 December 2018 *On Amendments to the Federal Law "On the Securities Market" and Certain Legislative Acts of the Russian Federation to Improve the Legal Regulation of Securities Issuance*, for the purpose of changing the par value of the ordinary shares of Transneft PJSC (State Registration No. 1-01-00206-A dated 20 December 2007) in connection with their share split.

The preparation and registration of this Resolution do not constitute the registration of a new issue of ordinary shares or the placement of such shares.