

**OPINION of the Internal Audit Commission
on reliability of data contained in the Annual Report
of OJSC Rosneft Oil Company**

April 12, 2010

Moscow

Internal Audit Commission of OJSC Rosneft Oil Company, consisting of:

- A.N. Kobzev - Chairman of the Internal Audit Commission;
- S.M. Ozerov, T.V. Fisenko, A.S. Yugov, I.F. Korovkina - the members of the Internal Audit Commission:

acting by virtue of the powers defined by the Federal Law 'On Joint-Stock Companies', Charter of OJSC Rosneft Oil Company, Regulations 'On Internal Audit Commission of OJSC Rosneft Oil Company' approved by the General Meeting of Shareholders on 19.06.2009, has audited the financial and business activities and the annual accounts of OJSC Rosneft Oil Company for 2009.

Based on the audit results and in view of the opinion submitted by ROSEXPERTIZA Limited Liability Company, the Internal Audit Commission concludes that:

The Annual Report of OJSC Rosneft Oil Company for 2009 reflects authentically, in all essential aspects, the financial state of the Company as at 31.12.2009 and the results of its financial and business activities for the period from January 1 to December 31, 2009, inclusive, according to the requirements of the laws of the Russian Federation, and recommends the General Meeting of Shareholders to approve the Annual Report for 2009.

Chairman of the Auditing Commission
of OJSC Rosneft Oil Company

A.N. Kobzev

Members of the Auditing Commission
of OJSC Rosneft Oil Company

A.S. Yugov

T.V. Fisenko

I.F. Korovkina

Secretary of the Auditing Commission

S.M. Ozerov