

**SHAREHOLDERS MEETING OF SARAS S.P.A.**

**CANDIDATE FOR THE APPOINTMENT OF A MEMBERS OF THE BOARD  
OF DIRECTORS OF SARAS S.P.A**

The undersigned shareholder of SARAS S.p.A., holder of the ordinary shares representing the percentage of share capital near each shareholder indicated below and that in total represents the percentage of share capital displayed in the table:

Shareholder	No. of shares	% of share capital
<b>Gian Marco Moratti S.a.p.A. di Gian Marco Moratti</b> società in accomandita per azioni Registered office in Milan, Foro Buonaparte 69, Tax ID code, VAT number and registered with the Register of Enterprises of Milan at no. 08379580965, Share capital Euro 50,000,000.00.	237,854,559	25.01%
<b>Massimo Moratti S.a.p.A. di Massimo Moratti</b> società in accomandita per azioni Registered office in Milan, Foro Buonaparte 69, Tax ID code, VAT number and registered with the Register of Enterprises of Milan at no.08379590964, Share capital Euro 50,000,000.00.	237,854,558	25.01%
<b>Total</b>	475,709,117	50.02%

With regard to item 1 (one) on the agenda of the ordinary part of the Ordinary and Extraordinary Shareholders' Meeting of Saras S.p.A. convened in Milan, via Meravigli 9/b, at Palazzo Turati, at 11.00, on 15<sup>th</sup> October 2013 with first call and, if necessary with second call on 16<sup>th</sup> October 2013 same time and place, hereby

**submitting**

the name of the following candidate for the office of Director of Saras S.p.A.:

No.	Surname	First name	Date and place of birth
1.	Sechin	Igor Ivanovich	7 <sup>th</sup> September 1960 St. Petersburg - Russia

The candidacy, pursuant to the requirements of Art. 18 of the Articles of Association and current regulatory requirements, contains:

- An indication of the identity of the shareholders who have submitted the candidacy and the percentage of shares held, as well as written proof of their ownership of their stake.
- Detailed information concerning the personal and professional information about the candidate (*curriculum vitae*), showing the management and supervisory roles filled in other companies, duly undersigned.
- Declaration by the candidate of acceptance of the candidature and certifying, under his own responsibility the non-existence of any reason for ineligibility and incompatibility, as well as the satisfaction of the requirements pursuant to current regulations and the articles of association in relation to the filling of the role of Director of Saras S.p.A..

In case Saras S.p.A. needs to contact shareholders who have submitted the candidacy please contact:

Avv. Simona Berri, tel 02/7737.644, fax 02/7737289, email: [simona.berri@saras.it](mailto:simona.berri@saras.it)

Milan, 4<sup>th</sup> October 2013

Signature of the Shareholders

**Gian Marco Moratti S.a.p.A. di Gian Marco Moratti**

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Name: Dott. Gian Marco Moratti

Title: Sole Administrator

**Massimo Moratti S.a.p.A. di Massimo Moratti**

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Name: Dott. Massimo Moratti

Title: Sole Administrator

**Comunicazione ex artt. 23/24  
del Provvedimento Banca d'Italia/Consob del 22 febbraio 2008 modificato il 24 dicembre 2010**

**1. Intermediario che effettua la comunicazione**

ABI  CAB   
denominazione INTESA SANPAOLO PRIVATE BANKING S.P.A

**2. Intermediario partecipante se diverso dal precedente**

ABI (n.ro conto MT)   
denominazione \_\_\_\_\_

**3. data della richiesta**

**4. data di invio della comunicazione**

**5. n.ro progressivo annuo**

**6. n.ro progressivo della comunicazione che si intende rettificare/revocare (\*)**

**7. causale della rettifica (\*)**

**8. nominativo del richiedente, se diverso dal titolare degli strumenti finanziari**

\_\_\_\_\_

**9. titolare degli strumenti finanziari:**

cognome o denominazione GIAN MARCO MORATTI S.A.P.A. DI GIAN MARCO MORATTI

nome \_\_\_\_\_

codice fiscale

comune di nascita \_\_\_\_\_ provincia di nascita

data di nascita  nazionalità ITALIANA

indirizzo FORO BUONAPARTE,69

città 20121 MILANO (MI) Stato ITALIA

**10. strumenti finanziari oggetto di comunicazione:**

ISIN

denominazione SARAS SPA

**11. quantità strumenti finanziari oggetto di comunicazione:**

**12. vincoli o annotazioni sugli strumenti finanziari oggetto di comunicazione**

natura   data di:  costituzione  modifica  estinzione

Beneficiario vincolo \_\_\_\_\_

**13. data di riferimento**

**14. termine di efficacia**

**15. diritto esercitabile**

**16. note**

CERTIFICAZIONE PER LA PRESENTAZIONE DELLA CANDIDATURA DI UN COMPONENTE DEL CONSIGLIO DI AMMINISTRAZIONE DELLA SOCIETA' SARAS SPA

**Intesa Sanpaolo Group Services Scpa**  
per procura di INTESA SANPAOLO PRIVATE BANKING S.p.A.  
Ufficio Anagrafe Titoli ed Operazioni Societarie




**Comunicazione ex artt. 23/24  
del Provvedimento Banca d'Italia/Consob del 22 febbraio 2008 modificato il 24 dicembre 2010**

**1. Intermediario che effettua la comunicazione**

ABI  CAB   
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ABI (n.ro conto MT)   
denominazione \_\_\_\_\_

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**4. data di invio della comunicazione**

**5. n.ro progressivo annuo**

**6. n.ro progressivo della comunicazione che si intende rettificare/revocare (\*)**

**7. causale della rettifica (\*)**

**8. nominativo del richiedente, se diverso dal titolare degli strumenti finanziari**

\_\_\_\_\_

**9. titolare degli strumenti finanziari:**

cognome o denominazione MASSIMO MORATTI S.A.P.A. DI MASSIMO MORATTI

nome \_\_\_\_\_

codice fiscale

comune di nascita \_\_\_\_\_ provincia di nascita

data di nascita  nazionalità ITALIANA

indirizzo FORO BUONAPARTE,69

città 20121 MILANO (MI) Stato ITALIA

**10. strumenti finanziari oggetto di comunicazione:**

ISIN   
denominazione SARAS SPA

**11. quantità strumenti finanziari oggetto di comunicazione:**

**12. vincoli o annotazioni sugli strumenti finanziari oggetto di comunicazione**

natura   data di:  costituzione  modifica  estinzione

Beneficiario vincolo

**13. data di riferimento**

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**16. note**

CERTIFICAZIONE PER LA PRESENTAZIONE DELLA CANDIDATURA DI UN COMPONENTE DEL CONSIGLIO DI AMMINISTRAZIONE DELLA SOCIETA' SARAS SPA

**Intesa Sanpaolo Group Services Scpa**  
per procura di INTESA SANPAOLO PRIVATE BANKING S.p.A.  
Ufficio Anagrafe Titoli ed Operazioni Societarie

**STATEMENT IN LIEU OF CERTIFICATION**

Pursuant to articles no. 46 and 47 of the D.P.R. no. 445 of December 28, 2000

The underwritten, Mr. Igor Ivanovich Sechin, born on September 7, 1960 at St. Petersburg, Russia, with professional address at 26/11, Sol'yetskaya Embankment 117997, Moscow (Russia)

Whereas

- In connection with the appointment of one director of Saras S.p.A. which is on the agenda of the Extraordinary and Ordinary Shareholders' Meeting called for October 15, 2013 and if necessary, on October 16, 2013, on second call, he was designated as candidate by the majority shareholder;
- He is aware of the requirements of the applicable law for the office as director of SARAS S.p.A., company listed on the Mercato Telematico Azionario operated Borsa Italiana S.p.A.

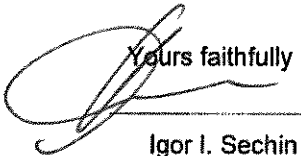
Hereby, under its exclusive responsibility, pursuant to and to the effect of article 76 of the D.P.R. no. 445 of December 28, 2000 for the cases of false acts and statements

**DECLARES THAT**

- He accepts the designation and the appointment, if any, to the office as Director of Saras S.p.A.;
- Do not exist, in so far as he is concerned, ineligibility and incompatibility issues, and that he meets the requirements of the existing laws for the assumption of such office, and among these, in particular, he meets the integrity requirements referred to jointly in articles 147 *quinquies* of the D.lgs. of February 24, 1998, no. 58 and art. 2 of the Ministerial Decree of March 30, 2000, no. 162;
- He is able to devote to his duties as director of Saras S.p.A. the time necessary for an effective and diligent performance of the same;
- He will communicate promptly to Saras S.p.A. and, for it, to its Board of Directors, any changes to this present statement and to produce, at the request of Saras S.p.A., if any, the appropriate documentation to confirm the accuracy of the data reported herein;
- He is informed, pursuant to and to the effect of art. 13 of the D.lgs. of June 30, 2003, no. 196, that the personal data collected herein will be processed by the Company, including via computer, only within the procedure aimed at the designation and appointment, if any, as director.

The applicable provisions of law are attached herein as part of this statement.

Moscow, October 2, 2013

  
Yours faithfully  
Igor I. Sechin

**Relevant provisions of law**

**Causes of ineligibility and decadence**

**Art. 2382 c.c.**

The debarred, the disqualified, the bankrupt, or those who have been convicted to a punishment which entails the disqualification, even temporary, from holding public offices or the inability to hold executive offices cannot be appointed directors of a company, and if appointed, automatically lose their office.

**Integrity requirements**

**Art. 147-quinquies D. Lgs. of February 24, 1998, no. 58**

1. Those who hold management and directorship positions must meet the integrity requirements established for the members of the auditing bodies pursuant to the Decree issued by the Minister of Justice pursuant to Article 148, paragraph 4.
2. Failure to meet such requirements shall result in the decadence from office.

**Art. 2, par. 1, of D.M. March 30, 2000 no. 162**

The office as director of a company cannot be held by those who:

- a) have been subjected to precautionary measures imposed by the court pursuant to the law of December 27, 1956 no. 1423 or the law of May 31, 1965, no. 575, and subsequent amendments, save for the effects of the rehabilitation;
- b) have been convicted, with a final and irrevocable award, save for the effects of the rehabilitation, to:
  1. imprisonment for an offense under the rules governing the banking, financial, securities, insurance activities and the rules governing markets and financial instruments, taxation and payment instruments;
  2. imprisonment for one of the crimes provided for in Title XI of Book V of the Civil Code and Royal Decree of March 16, 1942 no. 267;
  3. imprisonment for a period not lower than six months for a crime against the public administration, public faith, public property, public order and the public economy;
  4. imprisonment for a term not lower than one year for any offense different from offences due to negligence.

The office as director cannot be held by those to whom the sanctions listed above in point b) of paragraph 1 have been applied upon request of the parties, save that the offence is declared extinguished.

# Igor I. Sechin

President, Chairman of the Management Board, Deputy Chairman of the Board of Directors  
Rosneft Oil Company (Russia)



Born in 1960.

Graduated from Leningrad State University in 1984. PhD in Economics.

Deputy Head of the Executive Office of the President of the Russian Federation from 2000 until 2004.

Deputy Head of the Executive Office of the President of the Russian Federation, Aide to the President of the Russian Federation from 2004 until 2008.

Deputy Prime Minister of the Russian Federation from 2008 until 2012.

In 2004-2011 – Chairman of the Board of Directors of Rosneft.

Since May 2012 – President of Rosneft, Chairman of Rosneft's Management Board.

Member of the Board of Directors of Rosneft since November 2012.

Moscow, October 2, 2013

A handwritten signature in blue ink, consisting of a large, stylized initial 'I' followed by a cursive 'S' and 'E'.

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Igor I. Sechin