

FORM B1  
**United States Bankruptcy Court**  
Southern District of Texas  
**VOLUNTARY PETITION**

Name of Debtor (if individual, enter Last, First, Middle): Yukos Oil Company a/k/a OAO NK IOKOC	Name Of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 6 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 6 years (Include married, maiden, and trade names):
Soc. Sec./Tax I.D. No. (if more than one, state all):	Soc. Sec./Tax I.D. No. (if more than one, state all):
Street Address Of Debtor (No. & Street, City, State, & Zip Code): Yukos Oil Company c/o Bruce K. Misamore, Chief Financial Officer 6791 Lempira Court Houston, Texas 77069	Street Address Of Joint Debtor (No. & Street, City, State, & Zip Code):
County of Residence or of the Principal Place of Business: Harris County	County of Residence or of the Principal Place of Business:
Mailing Address Of Debtor (if different from street address): Same	Mailing Address Of Joint Debtor (if different from street address):
Location Of Principal Assets Of Business Debtor (if different from address listed above): 31A Dubininskaya Ulitsa Moscow 115054	

**Information Regarding Debtor (Check the Applicable Boxes)**

**VENUE** (Check any applicable box)

Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this, District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District as described in other pleadings filed.

There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District

<p><b>Type Of Debtor</b> (Check all boxes that apply)</p> <input type="checkbox"/> Individual(s) <input type="checkbox"/> Railroad <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Stockbroker <input type="checkbox"/> Partnership <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Other _____	<p><b>Chapter or Section of Bankruptcy Code Under Which The Petition is Filed</b> (Check one box)</p> <input type="checkbox"/> Chapter 7 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 9 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Sec. 304-Case ancillary to foreign proceeding
<p><b>Nature of Debts</b> (Check one box)</p> <input type="checkbox"/> Consumer/Non-Business <input checked="" type="checkbox"/> Business	<p><b>Filing Fee</b> (Check one box)</p> <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (Applicable to individuals only) Must attach signed application for the court's consideration Certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form No. 3.
<p><b>Chapter 11 Small Business</b> (Check all boxes that apply)</p> <input type="checkbox"/> Debtor is a small business as defined in 11 U.S.C. § 101 <input type="checkbox"/> Debtor is and elects to be considered a small business under 11 U.S.C. § 112(e)(Optional)	

**STATISTICAL/ADMINISTRATIVE INFORMATION** (Estimates only)

Debtor estimates that funds will be available for distribution to unsecured creditors.

Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.

Estimated Number of Creditors	1-15	16-49	50-99	100-199	200-999	1000-over
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Estimated Assets	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	More than \$100 million
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

Estimated Debts	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	More than \$100 million
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

THIS SPACE IS FOR COURT USE ONLY

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Yukos Oil Company a/k/a OAO NK IOKOC	
<b>Prior Bankruptcy Case Filed Within Last 6 Years</b> (If more than one, attach additional sheet)			
Location Where Filed:	Case Number:	Date Filed:	
<b>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor</b> (If more than one, attach additional sheet)			
Name of Debtor:	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
<b>Signatures</b>			
<p style="text-align:center;"><b>Signature(s) of Debtor (s) (Individual/Joint)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct.                  [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7], I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.                  I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor.</p> <p>X _____ Signature of Joint Debtor.</p> <p>_____ Telephone Number (if not represented by attorney)</p> <p>_____ Date</p>		<p style="text-align:center;"><b>Exhibit A</b></p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11)</p> <p><input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition.</p> <hr/> <p style="text-align:center;"><b>Exhibit B</b></p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter.</p> <p>X _____ Signature of Attorney for Debtor(s)                      Date</p> <hr/> <p style="text-align:center;"><b>Exhibit C</b></p> <p>Does the debtor own or have possession of any property that poses a threat of imminent and identifiable harm to public health or safety?</p> <p><input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition  <input checked="" type="checkbox"/> No</p>	
<p style="text-align:center;"><b>Signature of Attorney</b></p> <p>X <u><i>Zack A. Clement</i></u> Signature of Attorney for Debtor(s)                  Zack A. Clement                  Printed Name of Attorney for Debtor(s)                  Fulbright &amp; Jaworski, LLP                  Firm Name                  1301 McKinney, Suite 5100                  Address                  Houston, Texas 77010-3095                  _____                  (713) 651-5151                  Telephone Number                  _____                  Date:</p>		<p style="text-align:center;"><b>Signature of Non-Attorney Petition Preparer</b></p> <p>I certify that I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110, that I prepared this document for compensation, and that I have provided the debtor with a copy of this document.</p> <p>_____ Printed Name of Bankruptcy Petition Preparer</p> <p>_____ Social Security Number</p> <p>_____ Address</p> <p>Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document:</p> <p>_____</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p>X _____ Signature of Bankruptcy Petition Preparer:</p> <p>_____ Date</p> <p>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. § 110; 18 U.S.C. § 156.</p>	
<p style="text-align:center;"><b>Signature of Debtor (Corporation/Partnership)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X <u><i>Bruce K. Misamore</i></u> Signature of Authorized Individual                  Bruce K. Misamore                  Printed Name of Authorized Individual                  Chief Financial Officer                  _____                  Title of Authorized Individual                      12/14/2004                  _____                  Date</p>			

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re:	§	
	§	Case No. 04- _____ -H_-11
Yukos Oil Company,	§	
	§	Chapter 11
Debtor.	§	

**EXHIBIT "A" TO VOLUNTARY PETITION**

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is 333-104052.

2. The following financial data is the latest available information and refers to the debtor's condition as of October 31, 2004.<sup>1</sup>

a. Total assets

Approximately \$12,276,000,000.00

b. Total debts (including debts listed in 2.c., below)

Approximately \$30,790,000,000.00 which includes alleged taxes owed to the Russian Government

		Approximate number of holders
c. Debt securities held by more than 500 holders.		
secured// unsecured// subordinated// \$	<u>none</u>	<u>none</u>
d. Number of shares of preferred stock	<u>none</u>	<u>none</u>
e. Number of shares of common stock	<u>2,236,964,578</u>	<u>unknown</u>

Comments, if any:

Yukos Oil Company is registered with the SEC pursuant to its Level I ADR program.

3. Brief description of debtor's business:

Holding company for oil and gas producing, refining and marketing assets

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of the debtor: (as of November 2, 2004)

Hulley Enterprises Limited (approximately 48.73%), Deutsche Bank Trust Company Americas  
(approximately 18.3342%) and UBS AG (approximately 10.09%)

Dated: December 14, 2004,  
Houston, Texas.

Yukos Oil Company

By: The Management Board of Yukos-Moscow Ltd.,  
management company of Yukos Oil Company

By: 

Name: Bruce K. Misamore

Title: Chief Financial Officer of Yukos Oil  
Company and Member of the Managing  
Board of Yukos-Moscow Ltd.

**DECLARATION UNDER PENALTY OF PERJURY**  
**ON BEHALF OF A CORPORATION**

I, Bruce K. Misamore, Chief Financial Officer of Yukos Oil Company and Member of the Managing Board of Yukos-Moscow Ltd., management company of Yukos Oil Company named as the Debtor in this case, declare under penalty of perjury that I have read the foregoing Exhibit A to the Voluntary Petition and that it is true and correct to the best of my information and belief.

Dated: December 14, 2004,  
Houston, Texas.

Yukos Oil Company

By: The Management Board of Yukos-Moscow Ltd.,  
management company of Yukos Oil Company

By: 

Name: Bruce K. Misamore

Title: Chief Financial Officer of Yukos Oil  
Company and Member of the Managing  
Board of Yukos-Moscow Ltd.

<sup>1</sup> These values are based on Russian accounting principles.

Resolution No. 1

Решение № 1

**Of the Management Board of YUKOS-  
Moscow Ltd.**

**Правления Общества с ограниченной  
ответственностью «ЮКОС-Москва»**

**December 10, 2004**

**10 Декабря 2004 г.**

**Total number of the elected Members of  
the Management Board – 6 individuals;**

**Всего избранных членов Правления - 6  
человек.**

**Were present: Yuriy Beilin, Mikhail  
Elfimov, Steven Theede, Mikhail Trushin,  
Alexander Temerko, Bruce Misamore (on  
the telephone).**

**Присутствовали: Бейлин Ю.А.,  
Елфимов М.В., Тиди С., Трушин М.А.,  
Темерко А.В., Мизамор Б..**

**There is quorum for adopting resolutions.**

**Кворум для принятия решения  
имеется.**

WHEREAS, YUKOS Oil Company (the  
“Company”) has a cash deficit in that it does  
not have the funds to continue to operate and,  
at the same time, to make payments due on  
obligations to its creditors; and

ПОСКОЛЬКУ, Открытое акционерное  
общество «Нефтяная компания «ЮКОС»  
(Компания) имеет денежный дефицит в  
том смысле, что не имеет средств для  
продолжения деятельности и, в то же  
самое время, делать платежи, срок по  
которым наступил, по обязательствам  
перед его кредиторами; и

WHEREAS, the Management Board of  
YUKOS-Moscow Ltd. (“YUKOS-  
Moscow”), which is the management  
company of the Company and performs all  
powers and authorities and carries out all  
duties of current management of the  
Company and its business, has determined it  
to be in the best interests of the Company to  
file a petition for relief under Chapter 11 of  
the United States Bankruptcy Code;

ПОСКОЛЬКУ, Правление Общества с  
ограниченной ответственностью «ЮКОС-  
Москва» («ЮКОС-Москва»), которое  
является управляющей организацией  
Компании, и осуществляет все права и  
полномочия и исполняет все обязанности  
по текущему управлению Компанией и ее  
бизнесом, определило, что это будет в  
лучших интересах Компании направить  
заявление о (relief) в соответствии с  
Главой 11 Кодекса о банкротстве  
Соединенных Штатов;

NOW, THEREFORE, BE IT RESOLVED,  
that the Company be, and it hereby is,  
authorized to file a petition for relief under  
Chapter 11 of the United States Bankruptcy  
Code in the United States Bankruptcy Court  
for the Southern District of Texas;

ТЕПЕРЬ, ПОЭТОМУ, РЕШЕНО, что  
Компания будет и в соответствии с  
настоящим является уполномоченной  
направить заявление о (relief) в  
соответствии с Главой 11 Кодекса о  
банкротстве Соединенных Штатов в Суд  
по банкротствам Соединенных Штатов по  
Южному Округу Техаса;

RESOLVED, that the Management Board of YUKOS-Moscow is hereby authorized and directed, on behalf of and in the name of the Company to cause to be prepared and filed on behalf of the Company a voluntary petition under Chapter 11 of the United States Code, and all other necessary papers in connection with such filing in the United States Bankruptcy Court for the Southern District of Texas;

RESOLVED, that the international law firm of Fulbright & Jaworski L.L.P. is hereby retained as counsel to represent and act on behalf of the Company in connection with such proceedings;

RESOLVED, that all acts, transactions or agreements undertaken prior to the adoption of these resolutions by any of the officers or representatives of the Company and in its name and on its behalf in connection with the foregoing matters are ratified, confirmed and adopted by the Company; and

RESOLVED, that the appropriate officers of the Company, and any person or persons designated and authorized to so act by any officer of the Company are severally authorized to do and perform or cause to be done and performed for and in the name and on behalf of the Company, or otherwise, such other acts, to pay or cause to be paid on behalf of the Company, such related costs and expenses, and to execute and deliver or cause to be executed and delivered such other notices, requests, demands, directions, consents, approvals, orders, applications, certificates, agreements, undertakings, supplements, amendments, further assurances or other instruments of communications, under the corporate seal of the Company, or otherwise, for and in the name and on behalf of the Company, or otherwise, as they or any of them may deem to be necessary or advisable in order to carry into effect the intent of the foregoing resolutions or to comply with the requirements of the instruments approved and authorized by the

РЕШЕНО, что Правление ЮКОС-Москва, в соответствии с настоящим являются уполномоченным и ему указано в интересах и от имени Компании обеспечить подготовку и направление в интересах Компании добровольного заявления в соответствии с Главой 11 Кодекса о банкротстве Соединенных Штатов и всех других необходимых документов в связи с таким обращением в Суд по Банкротствам Соединенных Штатов по Южному Округу Техаса;

РЕШЕНО, что международная юридическая фирма Фулбрайт и Яворски Л.Л.П. настоящим нанята в качестве адвоката представлять и действовать в интересах Компании в связи с таким производством;

РЕШЕНО, что все действия, сделки и соглашения, предпринятые до принятия этих решений любым из должностных лиц или представителей Компании и от ее имени и в ее интересах в связи с вышеупомянутыми вопросам, настоящим одобрены, подтверждены и приняты Компание; и

РЕШЕНО, что соответствующие должностные лица Компании, и любое лицо или лица, назначенные и уполномоченные действовать таких образом любым из должностных лиц Компании, являются каждый по отдельности уполномоченным делать и исполнять или обеспечивать, чтобы это было сделано или исполнено, от имени Компании и в интересах Компании, или иных образом, такие иные действия, уплачивать или обеспечивать уплату в интересах Компании, такие затраты и расходы, и исполнять и доставлять или обеспечивать исполнения и доставку таких иных извещений, запросов, требований, указанный, согласий, одобрений, приказов, заявлений, справок, соглашений, обязательств, дополнений, изменений, дальнейших заверений или других средств коммуникации, за корпоративной печатью Компании или без, от имени и в интересах Компании или иным образом, как они или любой из них

foregoing resolutions.

могут посчитать необходимым или рекомендуемым в целях реализации намерения, выраженного в вышеупомянутыми решениями, или соответствия с требованиями документов одобренных и согласованных вышеупомянутыми решениями.

This Resolution is adopted and done in English and Russian languages, at the same time the version in English has a priority.

Настоящее Решение принято и составлено на английском и русском языках, при этом версия на английском языке имеет приоритет.

**Voted**

(please cross out not needed)

**Голосовали**

(пожалуйста, зачеркните ненужное)

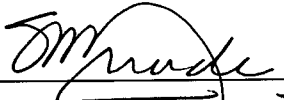
**Steven Michael  
Theede**

FOR/ЗА

~~AGAINST/ПРОТИВ~~


**Стивен Майкл  
Тиди**

**Yuriy Beilin**

  
FOR/ЗА  
~~AGAINST/ПРОТИВ~~


**Юрий Аркадьевич  
Бейлин**

**Mikhail Elfimov**

  
FOR/ЗА  
~~AGAINST/ПРОТИВ~~

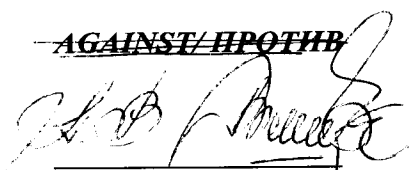
**Михаил  
Владимирович  
Елфимов**

**Bruce Kelvern  
Misamore**

FOR/ЗА  
~~AGAINST/ПРОТИВ~~  


**Брюс Кельверн  
Мизамор**

**Alexander Temerko**

FOR/ЗА  
~~AGAINST/ПРОТИВ~~  


**Александр  
Викторович  
Темерко**

**Mikhail Trushin**

FOR/ЗА  
~~AGAINST/ПРОТИВ~~

**Михаил  
Анатольевич  
Трушин**

Group Menatep Limited supports this management decision