

MATERIAL FACT STATEMENT
ON ISSUER'S GENERAL PARTICIPANTS (SHAREHOLDERS) MEETING AND DECISIONS
MADE BY GENERAL PARTICIPANTS (SHAREHOLDERS) MEETING OF ISSUER

1. General information	
1.1. Full legal name of issuer	Public Joint Stock Company Gazprom
1.2. Short legal name of issuer	PJSC Gazprom
1.3. Address of issuer	Moscow, Russian Federation
1.4. OGRN (Primary State Registration Number) of issuer	1027700070518
1.5. INN (Taxpayer Identification Number) of issuer	7736050003
1.6. Unique issuer code assigned by registering authority	00028-A
1.7. Internet pages used by issuer to disclose information	www.gazprom.ru; www.e-disclosure.ru/PORTAL/company.aspx?id=934

2. Contents of Statement	
2.1. Type of General Shareholders Meeting of issuer (annual (regular), extraordinary): <i>annual</i> .	
2.2. Form of General Shareholders Meeting of issuer (physical meeting (joint attendance) or absentee voting): <i>physical meeting (joint attendance)</i> .	
2.3. Date, venue and time of holding General Shareholders Meeting of issuer: <i>June 29, 2018, Conference Hall D, the EXPOFORUM Convention and Exhibition Centre, Letter A, Building 1, 64 Peterburgskoye shosse, Shushary settlement, Saint Petersburg, Russian Federation. General Shareholders Meeting starts at 10:00 am. General Shareholders Meeting finishes at 1:35 pm.</i>	
2.4. Quorum of General Participants (Shareholders) Meeting of issuer: <i>As of Meeting opening time (10:00 am) number of votes assigned to persons with right to vote taking part in Meeting, constituted:</i> <i>On item 1 of agenda – 15,850,065,069 (66.9527%)¹ of votes;</i> <i>On item 2 of agenda – 15,849,984,037 (66.9524%) of votes;</i> <i>On item 3 of agenda – 15,849,953,837 (66.9523%) of votes;</i> <i>On item 4 of agenda – 15,849,985,037 (66.9524%) of votes;</i> <i>On item 5 of agenda – 15,850,070,037 (66.9528%) of votes;</i> <i>On item 6 of agenda – 15,848,727,537 (66.9471%) of votes;</i> <i>On item 7 of agenda – 13,412,307,577 (56.6553%); of votes;</i> <i>On item 8 of agenda – 15,849,247,317 (66.9493%) of votes;</i> <i>On item 9 of agenda – 15,848,741,717 (66.9471%) of votes;</i> <i>On item 10 of agenda – 171,469,532,785 (65.8463%) of cumulative votes;</i> <i>On item 11 of agenda – 15,845,835,423 (66.9428%) of votes.</i> <i>Quorum recorded as present on all agenda items.</i> <i>As at close of registration (11:30 am), number of votes attached to placed voting shares owned by persons who participated in meeting and were entitled to vote amounted to:</i> <i>On item 1 of agenda – 15,850,515,023 (66.9546%) of votes;</i> <i>On item 2 of agenda – 15,850,433,991 (66.9543%) of votes;</i> <i>On item 3 of agenda – 15,850,403,791 (66.9542%) of votes;</i> <i>On item 4 of agenda – 15,850,434,991 (66.9543%) of votes;</i> <i>On item 5 of agenda – 15,850,519,991 (66.9547%) of votes;</i> <i>On item 6 of agenda – 15,849,177,491 (66.9490%) of votes;</i>	

¹ Number of votes on each item assigned to persons with right to take part in Meeting and to vote are given in brackets as percentage of total amount of votes on placed voting shares.

*On item 7 of agenda – 13,412,757,531 (56.6572%) of votes;
On item 8 of agenda – 15,849,697,271 (66.9512%) of votes;
On item 9 of agenda – 15,849,191,671 (66.9490%) of votes;
On item 10 of agenda – 171,474,482,279 (65.8482%) of cumulative votes;
On item 11 of agenda – 15,846,285,377 (66.9447%) of votes.*

2.5. Agenda of General Shareholders Meeting of issuer:

1. Approval of Company's Annual Report.

2. Approval of Company's annual accounting (financial) statements.

3. Approval of distribution of Company's profit based on results of 2017.

4. Approval of Gazprom's profit distribution that was not distributed in previous years.

5. On amount, terms and form of dividend payout based on results of 2017 as well as on date when list of persons entitled to receive dividends is drawn up.

6. Approval of Company's Auditor.

7. On remuneration for service on Board of Directors (Supervisory Board) to its Members – non-government officials in amount prescribed by Company's regulatory documents.

8. On remuneration for service on Audit Commission to its Members – non-government officials in amount prescribed by Company's regulatory documents.

9. On introduction of amendments to Provision on Gazprom's General Shareholders Meeting.

10. Election of Company's Board of Directors (Supervisory Board) Members.

11. Election of Gazprom's Audit Commission Members.

2.6. Voting results on agenda items of issuer's General Participants (Shareholders) Meeting where quorum was present, and wordings of decisions made by issuer's General Participants (Shareholders) Meeting on such items:

1. On item 1 of agenda: Approval of Company's Annual Report: To approve Gazprom's Annual Report for 2017.

IN FAVOR² 15,842,467,290 99.9492%

AGAINST 103,576 0.0007%

ABSTENTIONS 7,138,144 0.0450%

2. On item 2 of agenda: Approval of Company's annual accounting (financial) statements: To approve annual accounting (financial) statements of Gazprom for 2017.

IN FAVOR 15,842,386,466 99.9492%

AGAINST 93,856 0.0006%

ABSTENTIONS 7,137,106 0.0450%

3. On item 3 of agenda: Approval of distribution of Company's profit based on results of 2017: To approve distribution of Gazprom's profits in amount of RUB 100,297,977,000 based on results of 2017.

IN FAVOR 15,841,660,892 99.9448%

AGAINST 1,180,611 0.0074%

ABSTENTIONS 6,739,795 0.0425%

4. On item 4 of agenda: Approval of distribution of Company's profit undistributed in previous years: To approve distribution of Company's profit in amount of RUB 90,037,067,000 undistributed in previous years.

IN FAVOR 15,842,749,534 99.9515%

AGAINST 107,962 0.0007%

ABSTENTIONS 6,765,152 0.0427%

5. On item 5 of agenda: On amount, terms and form of dividend payout based on results of 2017 as well as establishing date when list of persons entitled to receive dividends is drawn up:

To approve amount, terms and form of paying out annual dividends on Company's shares as well as date as of which persons entitled for dividends are determined as proposed by Gazprom's Board of Directors: to pay out annual dividends in cash totaling RUB 190,335,044,000 which makes up RUB 8.04 per Gazprom's ordinary share with nominal value of RUB 5, due to net profit for 2017 in amount of RUB 100,297,977,000

²Hereinafter indicated number of votes for each item with percentage of total amount of votes of shareholders taking part in Meeting.

and undistributed profit for previous years in amount of RUB 90,037,067,000; establish date on which persons entitled to receive dividends are determined – July 19, 2018; to determine deadline for paying out dividends to nominal holders and trustees being professional players of security market and registered in Gazprom’s shareholders register – August 2, 2018; to determine deadline for paying out dividends to other Gazprom’s registered shareholders – August 23, 2018.

IN FAVOR 15,842,636,275 99.9503%

AGAINST 1,182,163 0.0075%

ABSTENTIONS 5,852,705 0.0369%

6. On item 6 of agenda: Approval of Company’s Auditor: *To approve Limited Liability Company Financial and Accounting Consultants as Gazprom’s Auditor.*

IN FAVOR 15,700,979,815 99.0650%

AGAINST 134,768,301 0.8503%

ABSTENTIONS 12,564,067 0.0793%

7. On item 7 of agenda: On paying remuneration to Board of Directors Members, non-government officials, for service on Board of Directors (Supervisory Board) in amount recommended by Company’s regulatory documents: *To pay remuneration to Board of Directors Members who are not taking public or civil service offices in Russian Federation in amount recommended by Company’s Board of Directors:*

to Board of Directors Chairman – RUB 30,073,060;

to Board of Directors Deputy Chairman – RUB 29,109,310;

to Board of Directors Member functioning simultaneously as Chairman of Audit Committee and Member of Nomination and Remuneration Committee under Gazprom’s Board of Directors – RUB 26,539,310;

to Board of Directors Member functioning simultaneously as Chairman of Remuneration and Nomination Committee under Gazprom’s Board of Directors and Member of Audit Committee under Gazprom’s Board of Directors – RUB 26,539,310;

to Board of Directors Member functioning simultaneously as Member of Audit Committee under Gazprom’s Board of Directors and Member of Remuneration and Nomination Committee under Gazprom’s Board of Directors – RUB 25,575,560;

to Board of Directors Members not having additional responsibilities in Board of Directors – RUB 24,290,560 each;

IN FAVOR 13,171,846,346 98.2039%

AGAINST 219,263,721 1.6347%

ABSTENTIONS 20,849,806 0.1554%

8. On item 8 of agenda: On paying remuneration to Audit Commission Members, non-government officials, for service on Audit Commission in amount prescribed by Company’s regulatory documents: *To pay remuneration to Audit Commission Members who are not taking public or civil service offices in Russian Federation in amount recommended by Company’s Board of Directors:*

To Chairman of Audit Commission – RUB 5,072,433;

To Members of Audit Commission – RUB 3,901,872 each;

IN FAVOR 15,834,541,049 99.9044%

AGAINST 1,317,184 0.0083%

ABSTENTIONS 13,048,202 0.0823%.

9. On item 9 of agenda: On making amendments into Provision on General Shareholders Meeting of Gazprom: *To approve amendments into Provision on General Shareholders Meeting of Gazprom.*

IN FAVOR 15,834,593,328 99.9079%

AGAINST 129,464 0.0008%

ABSTENTIONS 13,677,843 0.0863%

10. On item 10 of agenda: Election of Company’s Board of Directors (Supervisory Board) Members: *To elect Board of Directors consisting of:*

Akimov Andrey	in favor – 15,345,200,574 or 8.9490% of votes cast by shareholders participating in Meeting;
Kulibaev Timur	in favor – 15,359,852,738 or 8.9575% of votes cast by shareholders participating in Meeting;
Manturov Denis	in favor – 15,374,332,936 or 8.9660% of votes cast by

	shareholders participating in Meeting;
Markelov Vitaly	in favor – 6,563,581,389 or 3.8277% of votes cast by shareholders participating in Meeting;
Martynov Viktor	in favor – 16,973,442,986 or 9.8985% of votes cast by shareholders participating in Meeting;
Mau Vladimir	in favor – 17,000,184,344 or 9.9141% of votes cast by shareholders participating in Meeting;
Miller Alexey	in favor – 17,144,995,389 or 9.9986% of votes cast by shareholders participating in Meeting;
Novak Alexander	in favor – 16,989,637,296 or 9.9080% of votes cast by shareholders participating in Meeting;
Patrushev Dmitry	in favor – 15,341,129,531 or 8.9466% of votes cast by shareholders participating in Meeting;
Sereda Mikhail	in favor – 6,567,566,903 or 3.8301% of votes cast by shareholders participating in Meeting;
Zubkov Viktor	in favor – 17,354,165,804 or 10.1206% of votes cast by shareholders participating in Meeting.

There were 10,847,283,360 votes Against All Candidates and 585,387,947 votes Abstained on All Candidates.

11. On item 11 of agenda: Election of Company's Audit Commission Members: *To elect Gazprom's Audit Commission consisting of:*

Bikulov Vadim	in favor – 15,731,541,703 or 99.2759% of votes cast by shareholders participating in Meeting;
Fisenko Tatiana	in favor – 15,736,679,333 or 99.3083% of votes cast by shareholders participating in Meeting;
Gladkov Alexander	in favor – 15,736,657,591 or 99.3082% of votes cast by shareholders participating in Meeting;
Mironova Margarita	in favor – 15,736,741,323 or 99.3087% of votes cast by shareholders participating in Meeting;
Nosov Yuri	in favor – 15,736,731,536 or 99.3086% of votes cast by shareholders participating in Meeting;
Oganyan Karen	in favor – 15,736,717,418 or 99.3086% of votes cast by shareholders participating in Meeting;
Petrova Alexandra	in favor – 15,736,726,703 or 99.3086% of votes cast by shareholders participating in Meeting;
Platonov Sergey	in favor – 15,736,702,826 or 99.3085% of votes cast by shareholders participating in Meeting;
Tarasenko Oksana	in favor – 15,736,674,063 or 99.3083% of votes cast by shareholders participating in Meeting.

2.7. Date of compilation and number of Minutes of issuer's General Shareholders Meeting:

Minutes of General Shareholders Meeting No. 1, dated July 3, 2018.

2.8. Identification attributes of shares, owners of which are entitled to participate in issuer's General Shareholders Meeting: *ordinary registered uncertificated shares, state registration number of issue 1-02-00028-A, date of state registration of securities issue – December 30, 1998, International Securities Identification Number (ISIN) RU0007661625.*

3. Signature		
3.1. Member of Management Committee, Department Head, Gazprom (acting under power of attorney No. 01/04/04-58Д, dated January 31, 2018)		Elena Mikhailova
	(signature)	

3.2. Date	July	3, 2018	L.S.	
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