

**MATERIAL FACT STATEMENT  
ON CERTAIN DECISIONS OF ISSUER'S BOARD OF DIRECTORS**

1. General information	
1.1. Full legal name of issuer	<i>Public Joint Stock Company Gazprom</i>
1.2. Short legal name of issuer	<i>PJSC Gazprom</i>
1.3. Address of issuer	<i>Moscow, Russian Federation</i>
1.4. OGRN (Primary State Registration Number) of issuer	<i>1027700070518</i>
1.5. INN (Taxpayer Identification Number) of issuer	<i>7736050003</i>
1.6. Unique issuer code assigned by registering authority	<i>00028-A</i>
1.7. Internet pages used by issuer to disclose information	<i>www.gazprom.ru; www.e-disclosure.ru/PORTAL/company.aspx?id=934</i>
1.8. Date of event (material fact) which is reflected in statement (if applicable)	<i>November 15, 2018</i>

2. Contents of Statement
<p style="text-align: center;">On approval or follow-up approval of transactions considered by Russian law as major transactions and (or) related-party transactions</p> <p>2.1. Quorum of Gazprom Board of Directors meeting and voting results on decision making issues: meeting in absentia, 9 out of 11 Board of Directors Members entitled to making decision submitted voting ballots, quorum recorded as present. Voting results on agenda item: <b>On follow-up approval of related-party transaction with VTB Bank</b> – In favor – 9 votes, Against – 0 votes, Abstentions – 0 votes.</p> <p>2.2. Content of decision made by issuer's Board of Directors: To approve conclusion of Supplementary Agreement No. 1, dated July 13, 2018, between Gazprom and VTB Bank as addition to Credit Facility Agreement No. 3114, dated August 1, 2013, as related-party transaction, on terms and conditions specified in Appendix to Board of Directors' decision.</p> <p>2.3. Basic terms and conditions of supplementary agreement in line with Appendix to Board of Directors' decision. <b>Parties:</b> Gazprom VTB Bank <b>Subject:</b> Making amendments and additions to Agreement with regard to: updating brand names and corporate details of parties; extending validity term of credit facility till August 1, 2023 (inclusive); specifying and supplementing definitions of Agreement terms; supplementing general loan conditions in particular with respect to responsibilities of Gazprom (Appendix No. 1); amending procedure of loan terms and conditions approval (Appendix No. 2); amending and supplementing payment procedure (Appendix No. 3); supplementing methods of notice for early repayment of loan; amending guidelines for considering disputes</p>

and exchanging information;  
amending confirmation form (Appendix No. 4).

**Guidelines for considering disputes**

All disputes and/or discrepancies of parties arising out of Agreement shall be considered by Moscow Arbitration Court.

In order to comply with pre-trial procedure of dispute settlement, required by provisions of Arbitration Procedural Code of Russian Federation, parties determined that term for handling claim by receiving party and for taking measures on pre-trial settlement of such claim (totally) shall be 10 (ten) working days from date of such claim receipt by corresponding party (date, when claim is deemed to be received by party under Russian law).

**Entry of supplementary agreement into force:**

Supplementary agreement enters into force from date of its signing.

2.4. Date of Gazprom Board of Directors meeting where corresponding decision was made: **November 14, 2018** (date of submitting filled out voting ballots by Members of issuer's Board of Directors).

2.5. Date of compilation and number of minutes of Gazprom Board of Directors meeting where corresponding decision was made: **Minutes No. 1223, dated November 15, 2018.**

**3. Signature**

3.1. Deputy Department Head, Gazprom (acting under power of attorney No. 01/04/04-49д, dated January 24, 2018)			Alexey Rodin
		(signature)	
3.2. Date	November	15, 2018	L.S.