

**MATERIAL FACT STATEMENT
ON CONCLUSION OF MAJOR TRANSACTION BY ENTITY CONTROLLED BY ISSUER
AND MATERIALLY IMPORTANT FOR 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
1.8. Date of event (material fact) which is reflected in statement (if applicable)	December 11, 2018

2. Contents of Statement	
<p>2.1. Type of entity, which conducted major transaction: entity controlled by issuer and materially important for issuer.</p> <p>2.2. Full legal name, address, INN (if applicable), OGRN (if applicable) of entity, which conducted major transaction: Public Joint Stock Company "Second Generating Company of Electric Power Wholesale Market" Address of commercial entity: Solnechnodolsk settlement, Izobilnensky District, Stravropol Territory, Russian Federation. INN 2607018122. OGRN 1052600002180.</p> <p>2.3. Transaction category: major transaction.</p> <p>2.4. Type and subject of transaction: - type of transaction: Supplementary Agreement to General Contractor Agreement No. 1-07 кс (hereinafter Agreement) dated November 14, 2007; - subject of transaction: Pursuant to Agreement, General Contractor performs FEED, including survey work and preparation of design documentation for First and Second Start-Up Facilities and on-site power unit No. 11 (Third Start-Up Facility), as well as construction of First and Second Start-Up Facilities. Customer accepts results of works and services and pays for same in accordance with terms and conditions of Agreement. Component list of start-up facilities: First start-up facility: fully tested coal-fired power unit, including (but not limited to) all buildings and installations, in accordance with requirements of Design Documentation and Construction Permit No. 74-RU74312000-71-2016 dated May 23, 2016. Second start-up facility: group of buildings and installations in line with Design Documentation. Third start-up facility: on-site coal-fired power unit No. 11 with unit-size installed electric capacity of 660 MW and heat output of 200 Gcal/hr. Construction of Third Start-up Complex is not responsibility of General Contractor. Supplementary Agreement changes term of Agreement.</p> <p>2.5. Content of transaction, including civil rights and obligations, to be established, amended or terminated by this transaction: Supplementary Agreement changes term of Agreement: Facility construction end date is transferred from September 30, 2018 to another</p>	

date: no later than March 31, 2019.

2.6. Deadline for performing obligations under transaction, parties and beneficiaries under transaction, value of transaction in monetary terms and as percentage of value of assets owned by issuer-controlled entity, which arranged transaction:

Deadline for performing obligations under transaction:

Start date of works under Agreement: November 14, 2007

End date of Facility construction: no later than March 31, 2019.

Parties and beneficiaries under transaction:

Customer: **OGK-2 (Public Joint Stock Company "Second Generating Company of Electric Power Wholesale Market").**

General contractor: **QUARTS-New Technologies (QUARTS -New Technologies Limited Liability Company, OGRN 1117746656840, INN 7728781306, address: 5 Orshskaya St., Moscow, 121552).**

Transaction value: **RUB 59,500,000,000 (Fifty-nine billion, five hundred million) 00 kopecks or 30.035% of value of assets owned by issuer-controlled entity of material importance for issuer.**

2.7. Value of assets owned by issuer-controlled entity, which arranged transaction as of end date of last completed reporting period preceding t transaction (conclusion of agreement): **RUB 198,101,369,000 as at September 30, 2018.**

2.8. Date of transaction (contract): **December 11, 2018.**

2.9. Information about decision-making concerning authorization of transaction or its follow-up approval in case when such decision was made by authorized management body of issuer-controlled entity, which concluded transaction ((name of entity's management body, which made decision concerning authorization of transaction or its follow-up approval, date of mentioned decision making, date of compilation and number of minutes of meeting (session) of entity's management body, at which this decision was made, in case this decision was made by collegiate management body of entity) or indication that such decision making concerning authorization of transaction or its follow-up approval was not made: **Board of Directors of OGK-2.**

Date of decision making: **November 30, 2018.**

Date of compilation and number of minutes of meeting (session) of entity's management body, at which this decision was made: **Minutes No. 204 dated December 3, 2018.**

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	December	11, 2018
		L.S.