

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

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
<p style="text-align: center;">On ratification 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 certain issues: meeting in absentia, 10 out of 10 elected Board of Directors Members submitted ballots, quorum recorded as present. Voting results on agenda item: On ratification of confidentiality agreement between Gazprom and South Stream Transport B.V. as related-party transaction: In favor – 10 votes, Against – 0 votes, Abstentions – 0 votes.</p> <p>2.2. Content of decisions made by issuer's Board of Directors: In compliance with Chapter XI of Federal Law on Joint Stock Companies and subclause 17 of clause 34.1 of Gazprom Articles of Association, Gazprom Board of Directors resolved: To ratify conclusion of confidentiality agreement between Gazprom and South Stream Transport B.V. as related-party transaction on terms set out in Appendix to Board of Directors Decision.</p> <p>2.3. Terms of transaction according to Appendix to Board of Directors Decision: Parties: Gazprom, South Stream Transport B.V. Subject: to provide security of information received from each other and constituting commercial secret with view to implement project on constructing offshore gas pipeline from Russia to Turkey across Black Sea. Effective date and duration of agreement: agreement comes into force as of date of its signing and is valid until 2021.</p> <p>2.4. Date of Gazprom Board of Directors meeting where corresponding decisions were made: January 19, 2016.</p> <p>2.5. Date of compilation and number of minutes of Gazprom Board of Directors meeting where corresponding decisions were made: No. 1056, dated January 19, 2016.</p>

3. Signature
<p>3.1. Member of Management Committee, Department Head, Gazprom (acting under power of attorney No. 01/04/04-45Д, dated February 3, 2015) _____ Elena Mikhailova (signature) L.S.</p> <p>3.2. Date: January 20, 2016</p>