

**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	<a href="http://www.gazprom.ru">www.gazprom.ru</a> ; <a href="http://www.e-disclosure.ru/PORTAL/company.aspx?id=934">www.e-disclosure.ru/PORTAL/company.aspx?id=934</a>

2. Contents of Statement
<p>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 and voting results on certain issues: meeting in absentia, 10 out of 10 Board of Directors Members submitted voting ballots, quorum recorded as present. Voting results on agenda item: <b>On approval of share acquisition in Open Joint Stock Company Chechengazprom as related-party transaction</b> – 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 accordance with Article 77, Chapter XI of Federal Law "On Joint Stock Companies", subclauses 7, 17 of clause 34.1 of Gazprom Articles of Association as well as Procedures for Completing Transactions approved by Gazprom Board of Directors Decision No. 366 dated September 27, 2002, Board of Directors resolved:</p> <ol style="list-style-type: none"> <li>1. To determine that based on market value calculated by Joint Stock Company – Audit Company "BusinessServiceControl", price of 1 (one) registered ordinary share purchased by Gazprom in Chechengazprom shall equal RUB 221 (two hundred and twenty-one).</li> <li>2. To approve conclusion of Share Purchase Agreement between Gazprom and Russian Federation represented by Federal Agency for State Property Management as related-party transaction on terms and conditions set out in Appendix to this Decision.</li> <li>3. To determine that details of transaction ratified by this Decision, as well as persons that act as Parties to transaction are to be disclosed upon completion of transaction.</li> </ol> <p>2.3. Date of Gazprom Board of Directors meeting where corresponding decisions were made: January 29, 2016 (date of ballots submission).</p> <p>2.4. Date of compilation and number of minutes of Gazprom Board of Directors meeting where corresponding decisions were made: No. 1057, dated January 29, 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)</p> <p style="text-align: right;">Elena Mikhailova</p> <p style="text-align: center;">(signature)</p> <p>3.2. Date: February 1, 2016</p> <p style="text-align: center;">L.S.</p>