

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

| 1. General information | |
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| 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 |
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| <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 voting ballots, quorum recorded as present. Voting results on agenda item: On ratification of related-party transaction with Gazprom Gazomotornoye Toplivo: 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 approve conclusion of commercial premises lease agreement between Gazprom, Gaz-Oil and Gazprom Gazomotornoye Toplivo 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, Gaz-Oil, Gazprom Gazomotornoye Toplivo; Subject: Gazprom and Gaz-Oil shall temporarily provide at charge Gazprom Gazomotornoye Toplivo with commercial premises of 870 sq. m total area (14A Nakhimova St., Kaliningrad), and Gazprom Gazomotornoye Toplivo shall accept commercial premises and pay rent within time limit and under terms set out in agreement. Gaz-Oil as joint operator charged with managing cooperation agreement No. 23-25 dated September 4, 1995 (as revised in additional agreement No. 1 dated January 4, 1996) shall convey premises to Gazprom Gazomotornoye Toplivo. Rent includes constant component and variable component. Constant component of rent – RUB 169,576 (one hundred and sixty-nine thousand five hundred and seventy-six) 27 kopecks per month, plus VAT (18%) in amount of RUB 30,523 (thirty thousand five hundred and twenty-three) 73 kopecks. Variable component of rent is defined as documented costs to minor and major repair of common facilities, roof, load-bearing walls and other shared building elements. Minor and major repair costs are calculated in proportion to building space occupied by Gazprom Gazomotornoye Toplivo – 62%. Lease term equals 11 (eleven) months from date of agreement. Terms and conditions of agreement shall apply to relations between Parties starting from September 1, 2014.</p> <p>2.4. Date of Gazprom Board of Directors meeting where corresponding decisions were made: March 16, 2016.</p> <p>2.5. Date of compilation and number of minutes of Gazprom Board of Directors meeting where</p> |

corresponding decisions were made: No. 1064, dated March 16, 2016.

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| 3. Signature | | |
| 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 |
| 3.2. Date: March 16, 2016 | (signature) L.S. | |