

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	16 Nametkina St., 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 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: “On approval of accord on amendment No. 4 to Agreement on creation of consolidated taxpayer group as related-party transaction” – In favor – 10 votes, Against – 0 votes, Abstentions – 0 votes.</p> <p>2.2. Content of Decision 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 accord on amendment No. 4 to Agreement on creation of consolidated taxpayer group between Gazprom and entities mentioned in Appendix 1 to Decision of Board of Directors, dated March 22, 2012 as related-party transaction on terms and conditions set out in Appendix 2 to this Decision of Board of Directors.</p> <p>2.3. Appendix 1 to Decision of Board of Directors. List of entities</p> <ol style="list-style-type: none"> 1. Limited Liability Company Gazpromavia Aviation Company 2. Limited Liability Company Scientific & Research Institute of Natural Gases and Gas Technologies – Gazprom VNIIGAZ 3. Limited Liability Company Gazprom Gaznadzor 4. Limited Liability Company Gazprom Gazobezopasnost 5. Open Joint Stock Company Gazprom Gazoraspredeleniye 6. Joint Stock Company Gazprom Gazenergoset 7. Limited Liability Company Gazprom Geologorazvedka 8. Limited Liability Company Gazprom Dobysha Astrakhan 9. Limited Liability Company Gazprom Dobysha Nadym 10. Open Joint Stock Company Vostokgazprom 11. Limited Liability Company Gazprom Invest 12. Closed Joint Stock Company Gazprom Invest Yug 13. Limited Liability Company Gazprom Inform 14. Limited Liability Company Gazprom Komplektatsiya 15. Limited Liability Company Gazprom Pererabotka

16. Limited Liability Company Gazprom Podzemremont Orenburg
17. Limited Liability Company Gazprom Podzemremont Urengoy
18. Joint Stock Company Gazprom Promgaz
19. Limited Liability Company Gazpromtrans
20. Limited Liability Company Gazprom Transgaz Yekaterinburg
21. Limited Liability Company Gazprom Transgaz Kazan
22. Limited Liability Company Gazprom Transgaz Makhachkala
23. Limited Liability Company Gazprom Transgaz Nizhny Novgorod
24. Limited Liability Company Gazprom Transgaz Samara
25. Limited Liability Company Gazprom Transgaz Saint Petersburg
26. Limited Liability Company Gazprom Transgaz Saratov
27. Limited Liability Company Gazprom Transgaz Stavropol
28. Limited Liability Company Gazprom Transgaz Tomsk
29. Limited Liability Company Gazprom Transgaz Ufa
30. Limited Liability Company Gazprom Transgaz Ukhta
31. Limited Liability Company Gazprom Transgaz Tchaikovsky
32. Limited Liability Company Gazprom Transgaz Yugorsk
33. Limited Liability Company Gazprom Tsentrremont
34. Limited Liability Company Gazprom Export
35. Limited Liability Company Gazprom Flot
36. Limited Liability Company Gazprom Georesource
37. Open Joint Stock Company Tomskgazprom
38. Closed Joint Stock Company Yamalgazinvest
39. Limited Liability Company Gazprom Dobysha Krasnodar
40. Limited Liability Company Gazprom Dobysha Noyabrsk
41. Limited Liability Company Gazprom Transgaz Krasnodar
42. Limited Liability Company Gazprom UGS
43. Limited Liability Company Gazprom Neft Shelf
44. Limited Liability Company Gazprom Dobysha Shelf Yuzhno-Sakhalinsk
45. Limited Liability Company Gazprom Dobysha Orenburg
46. Limited Liability Company Gazprom Dobysha Urengoy
47. Limited Liability Company Gazprom Mezhhregiongaz
48. Limited Liability Company Gazprom Sera
49. Limited Liability Company Gazprom Transgaz Surgut
50. Limited Liability Company Gazprom Dobysha Yamburg
51. Limited Liability Company Gazprom Transgaz Volgograd
52. Limited Liability Company Gazprom Transgaz Moscow
53. Closed Joint Stock Company Gazprom YRGM Development
54. Closed Joint Stock Company Gazprom YRGM Trading
55. Open Joint Stock Company Gazprom Neftehim Salavat
56. Limited Liability Company Gazprom Energo
57. Limited Liability Company Siberian Methanol Chemical Company
58. Limited Liability Company Gazprom Svyaz
59. Limited Liability Company Gazprom Sotsinvest
60. Limited Liability Company Gazprom capital LLC
61. Limited Liability Company Gazprom Dobysha Irkutsk
62. Limited Liability Company Gazprom Investgazifikatsiya
63. Limited Liability Company NIlgazeconomika
64. Limited Liability Company Gazpromneft-Zapolyarye
65. Limited Liability Company Gazprom Proektirovaniye
66. Limited Liability Company GKha

2.4. Appendix 2 to Decision of Board of Directors.

Main terms and conditions of accord on amendment No. 4 to Agreement on creation of consolidated

taxpayer group, dated March 22, 2012.

Parties: CTG responsible participant	Gazprom
CTG participants	Entities whose equity interest is owned (directly or indirectly) by Gazprom; Gazprom has at least 90 per cent interest in each entity's equity capital (set out in Appendix 1 to this Decision).
Subject of accord	Making amendments to Agreement on creation of consolidated taxpayer group, dated March 22, 2012 (hereinafter – Agreement) as regards introduction of participants into consolidated taxpayer group (hereinafter – CTG).
Changes in CTG composition	Taking into consideration that Parties entered into Agreement as well as following entities indicated intention to become party to this Agreement, namely: - Gazprom Proyektirovaniye, - GKhA, Parties agreed to add abovementioned entities to CTG participants list.
Accord's effective date	Accord comes into force on first day of tax period for income tax purposes, following tax period when it will be registered with tax authority.

2.5. Date of Gazprom Board of Directors meeting where corresponding decision was made: April 14, 2016 (deadline for submission of filled out voting ballots by Members of issuer's Board of Directors).

2.6. Date of compilation and number of minutes of Gazprom Board of Directors meeting where corresponding decision was made: No. 1071, dated April 14, 2016.

3. Signature

3.1. Deputy Chairperson
of Gazprom Management Committee –
Chief Accountant, Gazprom
(acting under power of attorney
No. 01/0400-786Д, dated November 26, 2013)

(signature)

Elena Vasilieva

3.2. Date: April 15, 2016

L.S.