

**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	<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>2.1. Type of entity which conducted major transaction (issuer-controlling entity, entity controlled by issuer and materially important for issuer): <b>entity controlled by issuer and materially important for issuer.</b></p> <p>2.2. Full legal name, address, INN (if applicable), OGRN (if applicable) of relevant entity which conducted major transaction: <b>Joint Stock Company Gazpromneft – Moscow Refinery.</b>  Address of entity: <b>Moscow</b>  <b>INN 7723006328</b>  <b>OGRN 1027700500190</b></p> <p>2.3. Transaction category (major transaction; major related-party transaction): <b>major transaction.</b></p> <p>2.4. Type and subject of transaction: Type of transaction: <b>Supplementary Agreement.</b>  Subject of transaction: <b>Processing of oil and other raw materials of Gazprom Neft (Company) by Gazpromneft – Moscow Refinery (Refinery) with purpose of producing oil derivatives.</b></p> <p>2.5. Content of transaction including civil rights and obligations being determined, modified or terminated by means of transaction: <b>Conclusion of Supplementary Agreement No. 25 to Contract on processing of oil and other raw materials No. MH3-14/00000/00032/Д, dated January 24, 2014, between Gazpromneft – Moscow Refinery and Gazprom Neft.</b></p> <p>2.6. Period of contractual obligations, transaction parties and beneficiaries, value of transaction in monetary terms and as percentage of value of assets owned by entity under issuer's control which conducted transaction:  Period of contractual obligations: <b>through November 30, 2016.</b>  Parties of transaction: <b>Gazpromneft – Moscow Refinery (Refinery), Gazprom Neft (Company).</b>  Value of transaction in monetary terms and as percentage of value of assets owned by entity under issuer's control which conducted transaction: <b>Worth of transaction: no more than RUB 28,000,000,000, including VAT; 39.85% of worth of assets of Gazpromneft – Moscow Refinery.</b></p> <p>2.7. Worth of assets owned by entity under issuer's control which made transaction, as at end of last completed reporting period, preceding transaction (agreement): <b>RUB 70,270,000,000 as of December 31, 2015.</b></p> <p>2.8. Date of transaction (agreement): <b>May 12, 2016.</b></p> <p>2.9. Information on transaction approval in case when such transaction was approved by authorized management body of entity under issuer's control which conducted transaction (name of entity's management body which made decision to approve transaction, date of mentioned</p>

decision making, date and number of minutes of meeting (session) of entity's management body when this decision was made, in case this decision was made by collegiate management body of entity) or indication that such transaction was not approved: Name of entity's management body which made decision to approve transaction: **Board of Directors of Gazpromneft – Moscow Refinery.**

Date of mentioned decision making: **April 22, 2016.**

Date and number of minutes of meeting (session) of entity's management body when this decision was made: **Minutes No. 119, dated April 22, 2016.**

### 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: May 13, 2016