

**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. 9 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 VTB Bank: In favor – 9 votes.</p> <p>2.2. Content of decisions made by issuer's Board of Directors: To approve conclusion of general agreement on forward transactions in financial markets between Gazprom and VTB Bank as related-party transaction on terms set out in Appendix to Board of Directors Decision.</p> <p>2.3. Main terms of agreement on forward transactions in financial markets according to Appendix to Board of Directors Decision:</p> <table border="1"> <tr> <td>Parties</td><td>Gazprom VTB Bank</td></tr> <tr> <td>Subject</td><td> <p>General agreement shall determine general procedure for concluding and executing below mentioned transactions (hereinafter called Transactions) by parties, grounds and procedure for terminating parties' obligations under Transactions, and procedure for calculating amount of money payable in case of termination of obligations under Transactions.</p> <p>Transactions governed by general agreement include agreements, being derivative financial instruments, and agreements, not being derivative financial instruments, with foreign currency and (or) securities (excluding repos) as subject matter thereof.</p> </td></tr> </table>		Parties	Gazprom VTB Bank	Subject	<p>General agreement shall determine general procedure for concluding and executing below mentioned transactions (hereinafter called Transactions) by parties, grounds and procedure for terminating parties' obligations under Transactions, and procedure for calculating amount of money payable in case of termination of obligations under Transactions.</p> <p>Transactions governed by general agreement include agreements, being derivative financial instruments, and agreements, not being derivative financial instruments, with foreign currency and (or) securities (excluding repos) as subject matter thereof.</p>
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<p>2.4. Date of issuer's Board of Directors meeting where corresponding decisions were made: May 12, 2016.</p> <p>2.5. Date of compilation and number of minutes of Gazprom Board of Directors meeting where corresponding decisions were made: No. 1075, dated May 13, 2016.</p>					

3. Signature

3.1. Department Head, Gazprom
(acting under power of attorney
No. 01/04/04-840д, dated December 9, 2015)

Alexander Ivannikov

(signature)

3.2. Date: May 16, 2016

L.S.