

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	www.gazprom.ru ; www.e-disclosure.ru/PORTAL/company.aspx?id=934

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): entity controlled by issuer and materially important for issuer.</p> <p>2.2. Full legal name, address, INN (if applicable), OGRN (if applicable) of relevant entity which conducted major transaction: Joint Stock Company Gazpromneft – Moscow Refinery. Address of entity: Moscow INN 7723006328 OGRN 1027700500190</p> <p>2.3. Transaction category (major transaction; major related-party transaction): major transaction.</p> <p>2.4. Type and subject of transaction: Type of transaction: Preliminary Agreement. Subject of transaction: Performance of construction and installation activities for Euro+ Combined Oil Refinery Unit.</p> <p>2.5. Content of transaction including civil rights and obligations being determined, modified or terminated by means of transaction: Conclusion of Preliminary Agreement in connection with notification of NIPGazpererabotka about awarding contract for construction and installation activities as General contractor according to results of single-source procurement procedure within Euro+ Combined Oil Refinery Unit construction project in premises of existing refining facility used by Gazpromneft – Moscow Refinery. <i>Note: Signing of Preliminary Agreement making it possible to advance works under Agreement and payments for period from date of works beginning to date of signing main Agreement is condition for beginning of works. Validity of Preliminary Agreement is 90 calendar days from date of its signing.</i></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: - Date of works beginning: from May 26, 2016 (date of signing Preliminary Agreement). - Date of works completion: 29 (twenty nine) months from date of signing Preliminary Agreement and until mechanical availability of Euro+ Combined Oil Refinery Unit. Parties of transaction: Gazpromneft – Moscow Refinery, NIPGazpererabotka. Value of transaction in monetary terms and as percentage of value of assets owned by entity under issuer's control which conducted transaction: Worth of transaction: RUB 21,404,155,000 plus 18% VAT in amount of RUB 3,852,747,900. Agreement price is</p>

preliminary and subject to specification after receipt of all working documentation from Gazpromneft – Moscow Refinery; 33.24% of worth of assets of Gazpromneft – Moscow Refinery.

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): **RUB 75,995,542,000 as of March 31, 2016.**

2.8. Date of transaction (agreement): **May 26, 2016.**

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 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: **March 30, 2016.**

Date and number of minutes of meeting (session) of entity's management body when this decision was made: **Minutes No. 117, dated March 30, 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 31, 2016

L.S.