

**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 decisions: meeting in absentia, 8 out of 11 elected Board of Directors Members took part in absentee voting, quorum recorded as present, 8 Gazprom Board of Directors Members voted 'in favor'.</p> <p>2.2. Contents of decision made by Gazprom Board of Directors:</p> <p>2.2.1. Gazprom Board of Directors Decision No. 2782 dated August 3, 2016: To approve conclusion of confidentiality agreement between Gazprom and Alexey Ulyukaev as related-party transaction under terms and conditions listed in Appendix to Decision.</p> <p>2.2.2. Appendix to Board of Directors Decision:</p> <p style="text-align: center;">Basic terms and conditions of confidentiality agreement</p> <table> <tr> <td>Parties: Company Board of Directors Member</td><td>Gazprom Alexey Ulyukaev</td></tr> <tr> <td>Subject</td><td>Alexey Ulyukaev exercising his authorities in accordance with Russian Federation laws, Gazprom Articles of Association, Regulation on Gazprom Board of Directors and Company's other by-laws, undertakes not to disclose information constituting commercial secrets and other confidential information related to Company and its counteragents.</td></tr> <tr> <td>Effective Date and Term</td><td>Agreement shall become effective upon signing thereof by Parties and shall remain valid for 5 (Five) years following termination of powers of Board of Directors Member. If powers of Board of Directors Member terminated on date of Gazprom General Shareholders Meeting and on same date such Member is elected for new term in Board of Directors, Agreement shall be valid for new term of office of Board of Directors Member and for 5 (Five) years following expiration of such term.</td></tr> </table> <p>2.3. Date of issuer's Board of Directors meeting where corresponding decision was made: August 3, 2016 (closing date for submitting questionnaire forms).</p> <p>2.4. Date of compilation and number of minutes of issuer's Board of Directors meeting where corresponding decision was made:</p>		Parties: Company Board of Directors Member	Gazprom Alexey Ulyukaev	Subject	Alexey Ulyukaev exercising his authorities in accordance with Russian Federation laws, Gazprom Articles of Association, Regulation on Gazprom Board of Directors and Company's other by-laws, undertakes not to disclose information constituting commercial secrets and other confidential information related to Company and its counteragents.	Effective Date and Term	Agreement shall become effective upon signing thereof by Parties and shall remain valid for 5 (Five) years following termination of powers of Board of Directors Member. If powers of Board of Directors Member terminated on date of Gazprom General Shareholders Meeting and on same date such Member is elected for new term in Board of Directors, Agreement shall be valid for new term of office of Board of Directors Member and for 5 (Five) years following expiration of such term.
Parties: Company Board of Directors Member	Gazprom Alexey Ulyukaev						
Subject	Alexey Ulyukaev exercising his authorities in accordance with Russian Federation laws, Gazprom Articles of Association, Regulation on Gazprom Board of Directors and Company's other by-laws, undertakes not to disclose information constituting commercial secrets and other confidential information related to Company and its counteragents.						
Effective Date and Term	Agreement shall become effective upon signing thereof by Parties and shall remain valid for 5 (Five) years following termination of powers of Board of Directors Member. If powers of Board of Directors Member terminated on date of Gazprom General Shareholders Meeting and on same date such Member is elected for new term in Board of Directors, Agreement shall be valid for new term of office of Board of Directors Member and for 5 (Five) years following expiration of such term.						

Minutes No. 1088 of Gazprom Board of Directors meeting dated August 3, 2016.

3. Signature	
3.1. Deputy Chairman of Management Committee, Gazprom (acting under power of attorney No. 01/04/04-120д, dated February 25, 2016)	_____ (signature) Sergey Khomyakov
3.2. Date: August 3, 2016	L.S.