

**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, 11 out of 11 elected Board of Directors Members submitted voting ballots, quorum recorded as present. Voting results on agenda item: <b>On ratification of related-party transaction with Gazprom Marketing &amp; Trading Limited</b>: In favor – 11 votes, Against – 0 votes, Abstentions – 0 votes.</p> <p>2.2. Contents of decision made by issuer's Board of Directors: To approve conclusion of confidentiality agreement between Gazprom and Gazprom Marketing &amp; Trading Limited as related-party transaction under terms and conditions listed in Appendix to Board of Directors Decision.</p> <p>2.3. Appendix to Gazprom Board of Directors Decision No. 1089 dated August 23, 2016: Basic terms and conditions of confidentiality agreement:</p>	
<b>Parties:</b>	<p>Gazprom</p> <p>Gazprom Marketing &amp; Trading Limited</p>
<b>Subject</b>	<p>Gazprom and Gazprom Marketing &amp; Trading Limited agree: to provide protection of information obtained from each other and constituting trade secrets (hereinafter referred to as "Information") in order to implement various activities, such as supply, trade and marketing of energy products including gas, electric power, oil, LPG, LNG, petroleum and natural gas derivatives, helium as well as commercial currency operations, trading in financial derivative market, hedging operations, marine transportation, retail sales, and other supporting commercial activities (hereinafter referred to as "Activity"),</p> <p>to use Information strictly for implementation of Activity,</p> <p>not to sell, exchange, publish or otherwise disclose any received Information by any possible means, including by photocopying, reproducing or using electronic media without prior written consent of disclosing party, except for cases when: party, which obtained Information (hereinafter referred to as "Receiving Party") is required to disclose some or all Information to competent authorities in accordance with any applicable legislation, legal decision or governmental order, decree, instruction or regulation, provided that Receiving Party discloses scope of Information required pursuant to applicable legislation and forwards request to disclosing party to obtain its written consent prior to Information</p>

	disclosure; Receiving Party can explain necessity to share Information with its employees and executives to fulfil obligations of Receiving Party for implementation of Activity provided that Receiving Party continues to be responsible for ensuring that all persons who obtain Information comply with information protection requirements.
<b>Effective Date and Term</b>	Agreement shall become effective upon signing thereof and shall remain valid till 2026.

2.4. Date of Gazprom Board of Directors meeting where corresponding decisions were made: August 23, 2016.

2.5. Date of compilation and number of minutes of Gazprom Board of Directors meeting where corresponding decisions were made: No. 1089 dated August 23, 2016.

3. Signature	
3.1. Deputy Chairman of Management Committee, Gazprom (acting under power of attorney No. 01/04/04-100д, dated March 6, 2014)	_____ (signature) L.S.
3.2. Date: August 23, 2016	Andrey Kruglov