

**MATERIAL FACT STATEMENT  
ON DECISION MAKING ABOUT RESTRUCTURING OF ENTITY CONTROLLED BY  
ISSUER AND MATERIALLY IMPORTANT FOR ISSUER**

| 1. General information                                     |   |
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| 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  |
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| <p>2.1. Type of entity which made decision about restructuring: <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 entity which made decision about restructuring: <b>Limited Liability Company Gazprom Energoholding.</b><br/>Address of commercial entity: <b>St. Petersburg, Russian Federation</b><br/><b>INN 7703323030</b><br/><b>OGRN 1037739465004</b></p> <p>2.3. Type of decision: <b>restructuring.</b></p> <p>2.4. Content of decision about restructuring of relevant entity: <b>to restructure Limited Liability Company Gazprom Energoholding by incorporating Limited Liability Company ATES established by restructuring through spin-off from Limited Liability Company Gazprom Investproject.</b></p> <p>2.5. Authorized managing body of entity which made decision about restructuring and date of adopting such decision: <b>member's decision, September 29, 2016.</b></p> <p>2.6. Date of compilation and number of minutes of meeting (session) of authorized managing body of entity which made decision about restructuring: <b>member's decision dated September 29, 2016, No. 156.</b></p> |

| 3. Signature   |
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| <p>3.1. Member of Management Committee,<br/>Department Head, Gazprom<br/>(acting under power of attorney<br/>No. 01/04/04-45Д, dated February 3, 2015)</p> <p style="text-align: right;">Elena Mikhailova</p> <p>3.2. Date: September 30, 2016</p> <p style="text-align: center;">L.S.</p> |