

**MATERIAL FACT STATEMENT  
ON DECISION MAKING ABOUT RESTRUCTURING OR DISSOLUTION OF 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	<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
<p>On decision making about restructuring of entity controlled by issuer and materially important for issuer</p> <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 Gazpromneft-Centre.</b> Address of commercial entity: <b>Moscow.</b> <b>INN 7709359770</b> <b>OGRN 1027739602824</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 Gazpromneft-Centre by incorporating Limited Liability Company Gazpromneft-Ural (AZS) (hereinafter Gazpromneft-Ural (AZS)), located in Yekaterinburg, Russian Federation and established as result of restructuring Joint Stock Company Gazpromneft-Ural (OGRN 1026605234677, INN 6661002209) through spin-off with simultaneous restructuring of Established Company by incorporating it into Limited Liability Company Gazpromneft-Centre in manner and on terms of Agreement of Incorporation.</b></p> <p>2.5. Authorized managing body of entity which made decision about restructuring and date of adopting such decision: <b>Extraordinary general members' meeting, November 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>Minutes of extraordinary general members' meeting dated November 29, 2016, unnumbered.</b></p>

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