

**MATERIAL FACT STATEMENT
ON CERTAIN DECISIONS OF ISSUER'S BOARD OF DIRECTORS
(SUPERVISORY BOARD)**

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, 10 out of 11 Board of Directors Members submitted voting ballots, quorum recorded as present. Voting results on agenda item: On approval of related-party transaction regarding acquisition of additional shares in Closed Joint Stock Company Gazprom Armenia: In favor – 10 votes, Against – 0 votes, Abstentions – 0 votes.</p> <p>2.2. Content of decision made by issuer's Board of Directors: In compliance with Article 77, Chapter XI of Federal Law "On Joint Stock Companies" and subclauses 7, 17 of clause 34.1, Article 34 of Gazprom Articles of Association as well as Procedures for Completing Transactions approved by Gazprom Board of Directors Decision No. 366 dated September 27, 2002, Gazprom Board of Directors resolved:</p> <ol style="list-style-type: none"> To determine that based on market value calculated by XLPartners, price of additional registered ordinary shares purchased by Gazprom in Gazprom Armenia shall equal AMD 18,449,998,210 (Eighteen billion four hundred and forty-nine million nine hundred and ninety-eight thousand two hundred and ten). To approve Gazprom's purchase of 3,372,943 (Three million three hundred and seventy-two thousand nine hundred and forty-three) additional registered ordinary shares of Gazprom Armenia with nominal value of AMD 5,026.5 (Five thousand and twenty-six point five) each and total value of AMD 16,954,097,989.5 (Sixteen billion nine hundred and fifty-four million ninety-seven thousand nine hundred and eighty-nine point five) at placement price of AMD 5,470 (Five thousand four hundred and seventy) per each share in total amount of AMD 18,449,998,210 (Eighteen billion four hundred and forty-nine million nine hundred and ninety-eight thousand two hundred and ten) to be paid in monetary form as related-party transaction. To determine that details of transaction ratified by this decision, as well as persons that act as parties to transaction are to be disclosed upon completion of transaction. <p>2.3. Date of Gazprom Board of Directors meeting where corresponding decision was made: November 28, 2016 (date of ballots submission).</p> <p>2.4. Date of compilation and number of minutes of Gazprom Board of Directors meeting where corresponding decision was made: No. 1110, dated December 1, 2016.</p>

3. Signature

3.1. First Deputy Department Head, Gazprom
(acting under power of attorney
No. 01/04/04-345д, dated May 25, 2015)

Svetlana Antonova

3.2. Date: December 2, 2016

L.S.