

**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 issues: meeting in absentia, 9 out of 11 elected Board of Directors Members submitted voting ballots, quorum recorded as present. Voting results on agenda item: On ratification of related-party transactions concluded with Gaztransit: In favor – 9 votes, Against – 0 votes, Abstentions – 0 votes.</p> <p>2.2. Content of decisions made by issuer's Board of Directors: In compliance with Chapter XI of Federal Law "On Joint Stock Companies" and subclause 17 of clause 34.1 of Gazprom Articles of Association, Gazprom Board of Directors resolved: To approve conclusion of agreement between Gazprom and Gaztransit to terminate Transportation Agreement concluded between Gazprom and Gaztransit on September 5, 2002 as related-party transaction on terms listed in Appendix to Decision of Board of Directors.</p> <p style="text-align: center;">Main terms and conditions of agreement to terminate Transportation Agreement between Gazprom and Gaztransit dated September 5, 2002</p>	
Parties:	<p>Gazprom</p> <p>Gaztransit</p>
Subject	Gazprom and Gaztransit agreed to terminate Transportation Agreement concluded between Gazprom and Gaztransit on September 5, 2002 (hereinafter – Agreement) and terminate all rights and obligations of Parties under Agreement from July 1, 2016.
Entry into force of agreement	Agreement enters into force on date of signing of Additional Agreement No. 3 between Gazprom and Gaztransit to Contract for compression concluded between Gazprom and Gaztransit on April 20, 2000 (hereinafter – Contract), which, inter alia, introduce changes into Contract according to which Gaztransit starting from July 1, 2016 ensures maintenance and work of loops (as it's defined in Contract) for gas transportation.

Introduction (incorporation) of terms and conditions of Agreement	Article 16 (Confidentiality), Article 18 (Notices), Article 19 (Arguments) and Article 20 (Applicable Law and Dispute Settlement) of Agreement are included as references and applied as if they were set forth in Agreement in full, and references to “Agreement” in these Articles are also references to “agreement to terminate Transportation Agreement”.
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2.3. Date of Gazprom Board of Directors meeting where corresponding decision was made: December 15, 2016 (date of ballots submission).

2.4. Date of compilation and number of minutes of Gazprom Board of Directors meeting where corresponding decision was made: No. 1113, dated December 16, 2016.

3. Signature	
3.1. Department Head, Gazprom (acting under power of attorney No. 01/04/04-296Д, dated May 23, 2016)	<div style="display: flex; justify-content: space-between; align-items: center;"> <div style="border-top: 1px solid black; width: 200px; margin-bottom: 5px;"></div> <div>(signature)</div> </div> <div style="display: flex; justify-content: space-between; align-items: center;"> <div>3.2. Date: December 19, 2016</div> <div>L.S.</div> </div>

Alexander Dushko