



Public Joint Stock Company Gazprom
(PJSC Gazprom)

MINUTES OF THE GENERAL SHAREHOLDERS MEETING

June 25, 2021

No. 1

Meeting Chairman – **Viktor Zubkov**, Chairman
of the Gazprom Board of Directors

Meeting Presidium:

**Andrey Akimov, Timur Kulibaev, Denis Manturov, Vitaly Markelov,
Viktor Martynov, Vladimir Mau, Alexey Miller, Alexander Novak, Dmitry
Patrushev, Mikhail Sereda** – Members of the Gazprom Board of Directors

Meeting Secretary – **Irina Milyutina**

Full legal name of the Company: Public Joint Stock Company Gazprom (hereinafter also referred to as the “Company”).

Location of PJSC Gazprom: Moscow, Russian Federation.

Address of PJSC Gazprom: 16 Nametkina St., Moscow, 117420, Russian Federation.

Type of the General Shareholders Meeting of PJSC Gazprom: annual meeting.

Form of the General Shareholders Meeting of PJSC Gazprom (hereinafter also referred to as the “Meeting”): meeting in absentia.

Date of the Meeting (deadline for receiving voting ballots): June 25, 2021.

Mailing address to which filled-out voting ballots were sent: PJSC Gazprom, 16 Nametkina St., Moscow, GSP-7, 117997, Russian Federation.

Internet website on which electronic voting ballots were filled out:
<https://elgol.draga.ru>.

Person that confirmed the adoption of the decisions by the Meeting: JSC DRAGA (the Company’s Registrar performing the functions of the Counting Board).

MEETING AGENDA:

- 1. Approval of the Company's Annual Report.**
- 2. Approval of the Company's Annual Accounting (Financial) Statements.**
- 3. Approval of the distribution of the Company's profit based on the results of 2020.**
- 4. Amount, period and form of the dividend payout based on the results of 2020, as well as the date when a list of persons entitled to receive dividends is drawn up.**
- 5. Approval of the Company's Auditor.**
- 6. Remuneration for the Board of Directors Members, who are not government officials, in the amount established by the Company's regulatory documents.**
- 7. Remuneration for the Audit Commission Members, who are not government officials, in the amount established by the Company's regulatory documents.**
- 8. Amendments to Gazprom's Articles of Association.**
- 9. Amendments to Gazprom's Regulation on the Board of Directors.**
- 10. Election of the Company's Board of Directors Members.**
- 11. Election of the Company's Audit Commission Members.**

As of May 31, 2021, which is the date for designating (making an official record of) persons entitled to take part in the Meeting, the number of votes held by the persons entitled to take part in the annual General Shareholders Meeting on items 1–9, 11 of the Meeting agenda amounted to 23,673,512,900 votes, on item 10 of the Meeting agenda – 260,408,641,900 cumulative votes.

The number of votes represented by the Company's voting shares determined with due consideration of Clause 4.24 of the Bank of Russia Regulation No. 660-P on General Meetings of Shareholders dated November 16, 2018, amounted to:

on items 1–9 of the Meeting agenda – 23,673,512,900 votes;

on item 10 of the Meeting agenda – 260,408,641,900 cumulative votes;

on item 11 of the Meeting agenda – 23,670,610,831 votes.

The votes of the persons who took part in the Meeting amounted to:

on items 1–4, 7 of the Meeting agenda – 15,115,931,345 votes;

on items 5, 8, 9 of the Meeting agenda – 15,115,577,695 votes;

on item 6 of the Meeting agenda – 14,540,778,389 votes;

on item 10 of the Meeting agenda – 161,835,345,329 cumulative votes;

on item 11 of the Meeting agenda – 15,115,575,295 votes.

Therefore, as per Article 58 of Federal Law on Joint Stock Companies No. 208-FZ dated December 26, 1995, a quorum was present with regard to all items.

The Meeting resolved to:¹

approve the 2020 Annual Report of Gazprom (the draft is included into the information (materials) provided to shareholders prior to the annual General Shareholders Meeting) (Appendix No. 1).

Voting results:

| | | |
|---------------|----------------|------------|
| “IN FAVOR” | 15,070,866,194 | (99.7019%) |
| “AGAINST” | 3,806,573 | (0.0252%) |
| “ABSTENTIONS” | 41,173,177 | (0.2724%) |

approve the 2020 Annual Accounting (Financial) Statements of Gazprom (the draft is included into the information (materials) provided to shareholders prior to the annual General Shareholders Meeting) (Appendix No. 2).

Voting results:

| | | |
|---------------|----------------|------------|
| “IN FAVOR” | 15,091,404,164 | (99.8377%) |
| “AGAINST” | 3,809,383 | (0.0252%) |
| “ABSTENTIONS” | 20,608,847 | (0.1363%) |

approve the distribution of Gazprom’s profit based on the results of 2020 (Appendix No. 3).

Voting results:

| | | |
|---------------|----------------|------------|
| “IN FAVOR” | 15,095,580,066 | (99.8654%) |
| “AGAINST” | 92,041 | (0.0006%) |
| “ABSTENTIONS” | 20,126,542 | (0.1331%) |

approve the amount, period and form of the annual dividend payout on the Company’s shares proposed by the Gazprom Board of Directors, as well as the date when a list of persons entitled to receive dividends shall be drawn up as follows: to pay the annual dividends based on the results of the Company’s activities in 2020 in cash in the amount of RUB 12.55 per one ordinary share of Gazprom with a par value

¹Voting result sections show the amount of votes cast for each voting option within a corresponding item, including their amount expressed as a percentage of the total number of votes of shareholders that took part in the Meeting.

of RUB 5.0 using undistributed profits from previous years; set July 15, 2021, as the date on which persons entitled to receive dividends shall be determined; set July 29, 2021, as the date on which the dividend payout to the nominee shareholders and trustees who are stock market professionals recorded in the Register of Shareholders of Gazprom shall be completed; set August 19, 2021, as the date on which the dividend payout to other persons recorded in the Register of Shareholders of Gazprom shall be completed.

Voting results:

| | | |
|---------------|----------------|------------|
| “IN FAVOR” | 15,094,535,237 | (99.8585%) |
| “AGAINST” | 90,427 | (0.0006%) |
| “ABSTENTIONS” | 21,229,580 | (0.1404%) |

approve Financial and Accounting Consultants (FBK) Limited Liability Company as the Auditor of Gazprom.

Voting results:

| | | |
|---------------|----------------|------------|
| “IN FAVOR” | 14,962,245,618 | (98.9856%) |
| “AGAINST” | 132,697,550 | (0.8779%) |
| “ABSTENTIONS” | 20,532,911 | (0.1358%) |

pay out the remuneration to the Board of Directors Members in the amount recommended by the Company’s Board of Directors (Appendix No. 4).

Voting results:

| | | |
|---------------|----------------|------------|
| “IN FAVOR” | 14,008,881,490 | (96.3420%) |
| “AGAINST” | 458,781,087 | (3.1551%) |
| “ABSTENTIONS” | 73,041,117 | (0.5023%) |

pay out the remuneration to the Audit Commission Members in the amount recommended by the Company’s Board of Directors (Appendix No. 5).

Voting results:

| | | |
|---------------|----------------|------------|
| “IN FAVOR” | 15,019,977,869 | (99.3652%) |
| “AGAINST” | 73,744,497 | (0.4879%) |
| “ABSTENTIONS” | 22,130,734 | (0.1464%) |

approve the amendments to Gazprom’s Articles of Association (the draft is included into the information (materials) provided to shareholders prior to the annual General Shareholders Meeting) (Appendix No. 6).

Voting results:

| | | |
|---------------|----------------|------------|
| “IN FAVOR” | 15,060,038,865 | (99.6326%) |
| “AGAINST” | 33,706,002 | (0.2230%) |
| “ABSTENTIONS” | 21,750,543 | (0.1439%) |

approve the amendments to Gazprom’s Regulation on the Board of Directors (the draft is included into the information (materials) provided

to shareholders prior to the annual General Shareholders Meeting)
(Appendix No. 7).

Voting results:

| | | |
|---------------|----------------|------------|
| “IN FAVOR” | 15,059,981,602 | (99.6322%) |
| “AGAINST” | 33,697,175 | (0.2229%) |
| “ABSTENTIONS” | 21,811,233 | (0.1443%) |

elect the following persons to the Gazprom Board of Directors:

| | |
|--|--|
| Akimov, Andrey Igorevich | “in favor” – 15,023,477,572 votes, or 9.2832% of votes of the shareholders who participated in the Meeting; |
| Kulibaev, Timur Askarovich | “in favor” – 17,188,795,037 votes, or 10.6212% of votes of the shareholders who participated in the Meeting; |
| Manturov, Denis Valentinovich | “in favor” – 14,736,541,773 votes, or 9.1059% of votes of the shareholders who participated in the Meeting; |
| Markelov, Vitaly Anatolyevich | “in favor” – 6,957,142,079 votes, or 4.2989% of votes of the shareholders who participated in the Meeting; |
| Martynov, Viktor Georgievich | “in favor” – 15,255,303,232 votes, or 9.4264% of votes of the shareholders who participated in the Meeting; |
| Mau, Vladimir Alexandrovich | “in favor” – 15,528,999,185 votes, or 9.5956% of votes of the shareholders who participated in the Meeting; |
| Miller, Alexey Borisovich | “in favor” – 17,916,207,643 votes, or 11.0706% of votes of the shareholders who participated in the Meeting; |
| Novak, Alexander Valentinovich | “in favor” – 14,996,882,163 votes, or 9.2668% of votes of the shareholders who participated in the Meeting; |
| Sereda, Mikhail Leonidovich | “in favor” – 6,301,788,403 votes, or 3.8940% of votes of the shareholders who participated in the Meeting; |
| Shulginov, Nikolai Grigorievich | “in favor” – 14,605,598,325 votes, or 9.0250% of votes of the shareholders who participated in the Meeting; |
| Zubkov, Viktor Alexeevich | “in favor” – 18,079,393,269 votes, or 11.1715% of votes of the shareholders |

who participated in the Meeting.

“Against all candidates” to the Gazprom Board of Directors – 4,801,014,115 votes cast; “abstained on all candidates” to the Gazprom Board of Directors – 72,617,476 votes cast.

elect the following persons to the Audit Commission of Gazprom:

| | |
|---|--|
| Fisenko, Tatyana Vladimirovna | “in favor”– 15,011,463,976 votes, or 99.3112% of votes of the shareholders who participated in the Meeting; |
| Karpov, Ilya Igorevich | “in favor”– 15,011,377,550 votes, or 99.3107% of votes of the shareholders who participated in the Meeting; |
| Shumov, Pavel Gennadievich | “in favor”– 15,011,352,625 votes, or 99.3105% of votes of the shareholders who participated in the Meeting; |
| Yakovlev, Alexey Vyacheslavovich | “in favor”– 15,011,403,520 votes, or 99.3108% of votes of the shareholders who participated in the Meeting; |
| Zobkova, Tatyana Valentinovna | “in favor” – 15,012,067,925 votes, or 99.3152% of votes of the shareholders who participated in the Meeting. |

- Appendices:
1. Annual Report of Gazprom for the year 2020 – 244 sheets.
 2. Accounting (Financial) Statements of Gazprom for the year 2020 – 82 sheets.
 3. Allocation of PJSC Gazprom profit based on results of 2020 – 2 sheets.
 4. Remuneration for Members of PJSC Gazprom Board of Directors as recommended by PJSC Gazprom Board of Directors – 2 sheets.
 5. Remuneration for Members of PJSC Gazprom Audit Commission as recommended by PJSC Gazprom Board of Directors – 2 sheets.
 6. Amendments to PJSC Gazprom Articles of Association – 3 sheets.
 7. Amendments to Regulation on PJSC Gazprom Board of Directors – 2 sheets.
 8. Minutes on the Voting Results of the General Shareholders Meeting – 15 sheets.

The minutes were made on June 25, 2021, in two copies.

**Chairman
of the annual
General Shareholders Meeting
of Gazprom**

Viktor Zubkov

**Secretary
of the annual
General Shareholders Meeting
of Gazprom**

Irina Milyutina