

**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	www.gazprom.ru; www.edisclosure.ru/PORTAL/company.aspx?id=934
1.8. Date of event (material fact) which is reflected in statement (if applicable)	September 14, 2020

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 relevant entity which made decision about restructuring: <b>Gazprom Dobycha Nadym Limited Liability Company.</b>  Address of commercial entity: <b>Nadym.</b>  <b>INN 8903019871.</b>  <b>OGRN 1028900578080.</b></p> <p>2.3. Type of decision: <b>restructuring.</b></p> <p>2.4. Content of decision about restructuring of relevant entity:</p> <p><b>1. To restructure Gazprom Dobycha Nadym (OGRN 1028900578080) through spin-off of Gazprom Energo Nadym simultaneously with restructuring of Gazprom Energo Nadym in form of merger with Gazprom Energo (OGRN 1027739841370).</b></p> <p><b>2. To set up Gazprom Energo Nadym on following terms and conditions:</b>  <b>full legal name: Gazprom Energo Nadym Limited Liability Company;</b>  <b>abbreviated corporate name: Gazprom Energo Nadym;</b>  <b>short legal name: Gazprom Energo Nadym;</b>  <b>address of Gazprom Energo Nadym: Nadym;</b>  <b>amount of equity capital of Gazprom Energo Nadym: RUB 10,000 (ten thousand);</b>  <b>sole member of Gazprom Energo Nadym is Gazprom (OGRN 1027700070518) with nominal value of 100% stake in equity capital of Gazprom Energo Nadym representing RUB 10,000 (ten thousand).</b></p> <p><b>3. To approve certificate of transfer of Gazprom Dobycha Nadym restructured through spin off of Gazprom Energo Nadym simultaneously with restructuring in form of merger of Gazprom Energo Nadym with Gazprom Energo (hereinafter - Certificate of Transfer, attached).</b></p> <p><b>4. To determine that after completion of restructuring of Gazprom Dobycha Nadym through spin off of Gazprom Energo Nadym, amount of equity capital of Gazprom Dobycha Nadym will stand at RUB 5,950,956,180 (Five billion, nine hundred and fifty million, nine hundred and fifty-six thousand, one hundred and eighty), whereas Gazprom will hold 1 (one) stake representing 100% of equity capital of Gazprom Dobycha Nadym with nominal value of RUB 5,950,956,180 (Five billion, nine hundred and fifty million, nine hundred and fifty-six thousand, one hundred and eighty).</b></p>

**5. To approve attached amendments to Articles of Association of Gazprom Dobycha Nadym.**

**6. To determine that Gazprom Energo performs following actions on behalf of all companies involved in restructuring, in accordance with established procedure:**  
**to notify in writing authorized state body responsible for state registration of legal entities regarding start of restructuring procedure, with indication of form of restructuring for each legal entity involved in restructuring;**  
**to publish, twice at monthly interval, notification on restructuring in mass media outlets, in which data on state registration of legal entities are published, after respective entry on start of restructuring procedure has been made in unified state register of legal entities.**

**7. Igor Melnikov, Director General of Gazprom Dobycha Nadym, shall, after completion of restructuring of Gazprom Dobycha Nadym, ensure state registration of amendments to Articles of Association of Gazprom Dobycha Nadym.**

**8. To determine that rights and obligations of Gazprom Dobycha Nadym specified in Certificate of Transfer shall be transferred to Gazprom Energo by way of succession.**

2.5. Authorized management body of relevant entity which made decision on restructuring and date of its adoption: **General Meeting of Members, September 14, 2020.**

2.6. Date of compilation and number of minutes of meeting (session) of authorized management body of relevant entity, which made decision on restructuring:

**Decision of member of Gazprom Dobycha Nadym Limited Liability Company No. 171, dated September 14, 2020.**

3. Signature

3.1. Member of Management Committee, Department Head, Gazprom (acting under power of attorney No. 01/04/04-58д, dated January 31, 2018)				Elena Mikhailova
			(signature)	
3.2. Date	September	17, 2020	L.S.	