

**MATERIAL FACT STATEMENT  
ON DECISION 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
1.8. Date of event (material fact) which is reflected in statement (if applicable)	November 18, 2020

2. Contents of Statement
<p>2.1. Quorum of Gazprom Board of Directors' meeting and voting result on decision making issue: <b>meeting in absentia, 11 out of 11 elected Board of Directors Members submitted voting ballots, quorum recorded as present.</b></p> <p>Voting result on agenda item:  <b>"On approval of transactions related to transfer of assets":</b> In favor – 11 votes, Against – 0 votes, Abstentions – 0 votes.</p> <p>2.2. Content of decision made by issuer's Board of Directors:  <b>In accordance with subclause 17.1, clause 1 of Article 65 of Federal Law on Joint Stock Companies, sub-clauses 22 and 23, clause 34.1, Article 34 of Gazprom's Articles of Association and Transaction Procedure approved by Gazprom Board of Directors' Decision No. 366, dated September 27, 2002, Gazprom Board of Directors decided to:</b></p> <p><b>1. Approve proposals on restructuring of Gazprom Transgaz Krasnodar with view to transferring certain gas transmission assets to holding company for managing international gas transmission projects of Gazprom Group (Gazprom International Projects) through spin-off of Gazprom International Projects Center 1 limited liability company (Gazprom International Projects Center 1) and Gazprom International Projects Yug 1 limited liability company (Gazprom International Projects Yug 1) from Gazprom Transgaz Krasnodar and subsequent transfer of stakes in equity capitals of above companies in favor of Gazprom International Projects.</b></p> <p><b>2. Agree on participation of Gazprom in Gazprom International Projects Center 1 and Gazprom International Projects Yug 1 set up by means of restructuring through spin-off from Gazprom Transgaz Krasnodar.</b></p> <p><b>3. Determine that transactions concluded as part of restructuring of Gazprom Transgaz Krasnodar by way of simultaneous spin-off of Gazprom International Projects Center 1 and Gazprom International Projects Yug 1 from it, including transactions on acquisition of 100% stakes in equity capital of Gazprom International Projects Center 1 and Gazprom International Projects Yug 1 by Gazprom and acquisition of stake in equity capital of Gazprom Transgaz Krasnodar with different nominal value by Gazprom, don't require approval by Gazprom Board of Directors.</b></p> <p><b>4. Agree on termination of Gazprom's participation in Gazprom International Projects Center 1 and Gazprom International Projects Yug 1.</b></p> <p><b>5. Determine that following transactions don't require approval by Gazprom Board of Directors:</b></p> <p><b>acquisition of stake in equity capital of Gazprom International Projects by Gazprom through making additional contribution covering 99% stake of equity capital of Gazprom International Projects Center 1 and 99% stake of equity capital of Gazprom</b></p>

**International Projects Yug 1, following which amount of Gazprom's 100% stake in equity capital of Gazprom International Projects will not change; acquisition of stake in equity capital of Gazprom Capital through making additional contribution covering 1% stake of equity capital of Gazprom International Projects Center 1 and 1% stake of equity capital of Gazprom International Projects Yug 1, following which amount of Gazprom's 100% stake in equity capital of Gazprom Capital will not change.**

2.3. Date of Gazprom's Board of Directors meeting, at which corresponding decision was made: **November 17, 2020.**

2.4. Date of compilation and number of minutes of Gazprom Board of Directors meeting where corresponding decision was made: **No. 1333, dated November 18, 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	November	18, 2020	L.S.	