

**INFORMATION (MATERIALS)
PROVIDED TO SHAREHOLDERS IN PREPARATION FOR
THE ANNUAL GENERAL SHAREHOLDERS' MEETING
OF PJSC GAZPROM IN 2020**

Saint Petersburg, 2020

**List
of information (materials) provided to shareholders
in preparation for the annual General Shareholders' Meeting
of PJSC GAZPROM**

1. Announcement of the annual General Shareholders' Meeting of PJSC GAZPROM.
2. PJSC GAZPROM Annual Report for 2019 and Annual Accounts (Financial Statements) for 2019, including the Auditor's Report.
3. Report on PJSC GAZPROM related party transactions made in 2019.
4. Opinion of PJSC GAZPROM Audit Commission on reliability of data contained in PJSC GAZPROM Annual Report for 2019, Annual Accounts (Financial Statements) for 2019 and in the Report on PJSC GAZPROM related party transactions made in 2019.
5. Review of PJSC GAZPROM Auditor's Report by the Audit Committee of PJSC GAZPROM Board of Directors.
6. 2019 profit allocation recommendations of PJSC GAZPROM Board of Directors, in particular, the amount, timing and form of payment of the annual dividends on the Company's shares and the date, as of which the persons entitled to the dividends are determined.
7. Information on the candidacy for PJSC GAZPROM Auditor.
8. Proposals on the amount of remuneration to members of PJSC GAZPROM Board of Directors.
9. Proposals on the amount of remuneration to members of PJSC GAZPROM Audit Commission.
10. Draft Amendments to PJSC GAZPROM Articles of Association and the change-related information in the form of the current version and the proposed version comparison.
11. Draft Amendments to the Regulation on PJSC GAZPROM Board of Directors and the change-related information in the form of the current version and the proposed version comparison.
12. The new draft version of the Regulation on PJSC GAZPROM Audit Commission and the change-related information in the form of the current version and the proposed version comparison.
13. Information on candidates to PJSC GAZPROM Board of Directors, in particular, on the availability of their consent to be elected.
14. Information on candidates to PJSC GAZPROM Audit Commission, in particular, on the availability of their consent to be elected.
15. PJSC GAZPROM Environmental Report for 2019.
16. The Report on PJSC GAZPROM Long-Term Development Program implementation.
17. The Report on fulfillment of KPIs established by PJSC GAZPROM.

18. Draft resolutions of the annual General Shareholders' Meeting of PJSC GAZPROM.

19. Information on shareholders' agreements.

**Announcement
of the annual General Shareholders' Meeting of
PJSC GAZPROM**

PJSC GAZPROM Board of Directors (PJSC GAZPROM location: Moscow, Russian Federation) hereby notifies of the annual General Shareholders' Meeting of PJSC GAZPROM (hereinafter the Meeting) scheduled for June 26, 2020.

The Meeting is held in absentia.

Holders of the Company's ordinary shares are entitled to vote on all agenda issues of the Meeting.

The list of persons entitled to participate in the Meeting is made (fixed) as of the close of business on June 01, 2020.

The closing date for acceptance of voting ballots is June 26, 2020.

The shareholders ballots of which have been received before the closing date for their acceptance shall be deemed participated in the General Shareholders' Meeting held in absentia.

The ballots may be sent by mail at: PJSC GAZPROM, 16 Nametkin Street, Moscow, GSP-7, 117997, or handed in personally at: 16 Nametkin Street, Moscow. Additionally, one can fill in an electronic ballot form placed on the website at <https://elgol.draga.ru> in the Internet information and telecommunications network and available from June 05, 2020, till 6 p.m. on June 25, 2020.

Taking into account the Bank of Russia clarifications (Letter No. 28-4-1/2816 of May 27, 2019), the Meeting quorum shall be determined and the voting will be summed up based on the votes represented by the voting ballots and the voting instructions received before 6 p.m. on June 25, 2020.

The documents evidencing powers of legal successors and representatives of the persons included into the list of persons entitled to participate in the Meeting (their copies witnessed (certified) in the manner provided for by Russian law), are to be attached to the voting ballots sent by these persons.

The electronic voting procedure is available for familiarization at www.draga.ru, AO DRAGA Registrar website in the Internet information and telecommunications network.

In case of any questions as to the shareholders' exercise of their voting rights at the Meeting, the procedure for voting on the Agenda, please, telephone the Counting Board (495) 719 40 15.

**Agenda
of the annual General Shareholders' Meeting of PJSC GAZPROM**

1. Approval of the Company's annual report.
2. Approval of the Company's annual accounts (financial statements).
3. Approval of the Company's 2019 profit allocation.
4. On the amount of dividends, the timing and form of their payment based on the 2019 performance, and on establishing the date, as of which the persons entitled to dividends are determined.

5. Approval of the Company's auditor.
6. On payment of the remuneration for serving on the board of directors (the supervisory board) to the board of directors members, other than civil servants, in the amount established in the Company's internal documents.
7. On payment of the remuneration for serving on the audit commission to the audit commission members, other than civil servants, in the amount established in the Company's internal documents.
8. On amendments to PJSC GAZPROM Articles of Association.
9. On amendments to the Regulation on PJSC GAZPROM Board of Directors.
10. On approval of the new version of the Regulation on PJSC GAZPROM Audit Commission.
11. Election of members of the Company's board of directors.
12. Election of members of the Company's audit commission.

The information/materials to be provided to the persons entitled to participate in the Meeting in preparation for the Meeting will be available from June 05, 2020, in the premise of PJSC GAZPROM at: 16 Nametkin Street, Room 331, Building 2, Moscow (telephone: (812) 609 76 57); and from the Registrar, AO DRAGA, branches of AO DRAGA, and Gazprombank (Joint Stock Company) offices at the addresses listed below, as well as on the Company's website www.gazprom.ru in the Internet information and telecommunications network.

**Addresses
of the Registrar, AO DRAGA, branches of AO DRAGA,
and Gazprombank (Joint Stock Company) offices**

No.	Entity
1	AO DRAGA 117420, Moscow, Novocheremushkinskaya str., 71/32 Phone: (499) 550-88-18
2	Volgograd branch of AO DRAGA 400001, Volgograd, Klinskaya str., 32a Phone/fax: (844-2) 99-05-35, 99-05-36
3	Ivanovo branch of AO DRAGA 153012, Ivanovo, Sovetskaya str., 22A, office 306 Phone/fax: (493-2) 34-51-31
4	Kazan branch of AO DRAGA 420021, Republic of Tatarstan, Kazan, Narimanova str., 66 Phone/fax: (843) 292-54-79
5	Korolev branch of AO DRAGA 141070, Moscow Region, Korolev, Tsiolkovskogo str., 4A Phone/fax: (495) 513-88-54
6	Saint Petersburg branch of AO DRAGA 197110, Saint Petersburg, Bol'shaya Zelenina str., 8, bld. 2, letter A, office 42H Phone/fax: (812) 775-00-81, 775-00-82
7	Saratov branch of AO DRAGA 410017, Saratov, Shelkovichnaya str., 11/15 Phone/fax: (845-2) 39-22-70, 39-22-72

8	Subsidiary Office of GPB (JSC) No. 099/1021, Moscow city 115419, Moscow, 2 nd Verkhny Mikhailovsky proezd, 9, bld. 11 Unified information system of GPB (JSC): 8-800-100-07-01
9	Operational Office No. 028/2013 of GPB (JSC) Branch <i>Tsentralny</i>, Moscow Region 156000, Kostroma, Sovetskaya str., 8-A Unified information system of GPB (JSC): 8-800-100-07-01
10	Operational Office No. 028/2015 of GPB (JSC) Branch <i>Tsentralny</i>, Moscow Region 150000, Yaroslavl, Chaikovskogo str., 30 Unified information system of GPB (JSC): 8-800-100-07-01
11	Operational Office No. 028/2010 of GPB (JSC) Branch <i>Tsentralny</i>, Moscow Region Tver, Andreya Dementieva str., 21 Unified information system of GPB (JSC): 8-800-100-07-01
12	Operational Office No. 028/2011 of GPB (JSC) Branch <i>Tsentralny</i>, Moscow Region 153000, Ivanovo, Varentsovoi str., 11 Unified information system of GPB (JSC): 8-800-100-07-01
13	Operational Office No. 028/2016 of GPB (JSC) Branch <i>Tsentralny</i>, Moscow Region 600016, Vladimir, Bolshaya Nizhegorodskaya str., 111 Unified information system of GPB (JSC): 8-800-100-07-01
14	GPB (JSC) Branch <i>Privolzhsky</i> 603000, Nizhny Novgorod, Maksima Gorkogo str., 65-B Unified information system of GPB (JSC): 8-800-100-07-01
15	Operational Office No. 001/2012 of GPB (JSC) Branch <i>Privolzhsky</i> 428000, Chuvash Republic, Cheboksary, Rechnikov str., 5, office 3 Unified information system of GPB (JSC): 8-800-100-07-01
16	Operational Office No. 001/2007 of GPB (JSC) Branch <i>Privolzhsky</i> 430005, Republic of Mordovia, Saransk, Kommunisticheskaya str., 15 Unified information system of GPB (JSC): 8-800-100-07-01
17	Operational Office No. 001/2014 of GPB (JSC) Branch <i>Privolzhsky</i> 424006, Republic of Mariy-El, Ioshkar Ola, Uspenskaya str., 17 Unified information system of GPB (JSC): 8-800-100-07-01
18	Operational Office No. 001/2008 of GPB (JSC) Branch <i>Privolzhsky</i> 610000, Kirov, Moskovskaya str., 31 Unified information system of GPB (JSC): 8-800-100-07-01
19	Subsidiary Office No. 037/1002 of GPB (JSC) Branch <i>Povolzhsky</i> 443010, Samara, Lva Tolstogo str., 30a Unified information system of GPB (JSC): 8-800-100-07-01
20	Subsidiary Office No. 037/1003 of GPB (JSC) Branch <i>Povolzhsky</i> 445051, Samara Region, Togliatti, Marshala Zhukova str., 8 Unified information system of GPB (JSC): 8-800-100-07-01
21	Operational Office No. 037/2004 of GPB (JSC) Branch <i>Povolzhsky</i> 432017, Ulyanovsk, Engelsa str., 50 Unified information system of GPB (JSC): 8-800-100-07-01
22	Operational Office No. 037/2012 of GPB (JSC) Branch <i>Povolzhsky</i> 460021, Orenburg, Gagarina prospekt, 7/1 Unified information system of GPB (JSC): 8-800-100-07-01
23	Operational Office No. 037/2020 of GPB (JSC) Branch <i>Povolzhsky</i> 410012, Saratov, Volskaya str., 91 Unified information system of GPB (JSC): 8-800-100-07-01
24	Operational Office No. 037/2021 of GPB (JSC) Branch <i>Povolzhsky</i> 440000, Penza, Leninsky District, Slavy str., 4 Unified information system of GPB (JSC): 8-800-100-07-01

25	Subsidiary Office No. 015/1017 of GPB (JSC) Branch Severo-Zapadny Saint Petersburg, Sinopskaya Naberezhnaya str., 22, letter A Unified information system of GPB (JSC): 8-800-100-07-01
26	Operational Office No. 015/2021 of GPB (JSC) Branch Severo-Zapadny 163000, Arkhangelsk, Troitsky prospekt, 95, bld. 1 Unified information system of GPB (JSC): 8-800-100-07-01
27	Operational Office No. 015/2016 of GPB (JSC) Branch Severo-Zapadny 160001, Vologda, Lenina str., 11 Unified information system of GPB (JSC): 8-800-100-07-01
28	Operational Office No. 015/2023 of GPB (JSC) Branch Severo-Zapadny 169313, Ukhta, Lenina prospekt, 33 Unified information system of GPB (JSC): 8-800-100-07-01
29	Subsidiary Office No. 038/1001 of GPB (JSC) Branch in Kaliningrad 236022, Kaliningrad, Mira pr., 44 Unified information system of GPB (JSC): 8-800-100-07-01
30	Operational Office No. 049/2008 of GPB (JSC) Branch Tsentralno-Chernozemny 308012, Belgorod, Kostyukova str., 36-G Unified information system of GPB (JSC): 8-800-100-07-01
31	Operational Office No. 049/2010 of GPB (JSC) Branch Tsentralno-Chernozemny 305035, Kursk, Krasnoy Armii str., 100 Unified information system of GPB (JSC): 8-800-100-07-01
32	Operational Office No. 049/2003 of GPB (JSC) Branch Tsentralno-Chernozemny 398016, Lipetsk, Kosmonavtov str., 24/1 Unified information system of GPB (JSC): 8-800-100-07-01
33	GPB (JSC) Branch Tsentralno-Chernozemny 394018, Voronezh, Kirova str., 11 Unified information system of GPB (JSC): 8-800-100-07-01
34	GPB (JSC) Branch Yuzhny 350033, Krasnodar, Dmitriyevskaya Damba str., 11 Unified information system of GPB (JSC): 8-800-100-07-01
35	Operational Office No. 007/2011 of GPB (JSC) Branch Yuzhny 400005, Volgograd, V.I. Lenina prospekt, 56a Unified information system of GPB (JSC): 8-800-100-07-01
36	Operational Office No. 007/2010 of GPB (JSC) Branch Yuzhny 414024, Astrakhan, Naberezhnaya Privolzhskogo zatona str., 5, letter A Unified information system of GPB (JSC): 8-800-100-07-01
37	Operational Office No. 007/2012 of GPB (JSC) Branch Yuzhny 344006, Rostov-on-Don, Voroshilovsky prospekt, 20/17 Unified information system of GPB (JSC): 8-800-100-07-01
38	GPB (JSC) Branch in Tomsk 634009, Tomsk, 1905 goda pereulok, 7 Unified information system of GPB (JSC): 8-800-100-07-01
39	GPB (JSC) Branch in Kemerovo 650000, Kemerovo, Sovetsky pr., 32, office 7 Unified information system of GPB (JSC): 8-800-100-07-01
40	Subsidiary Office No. 031/1001 of GPB (JSC) Branch in Kemerovo Novokuznetsk, Togliatti str., 33a, office 2 Unified information system of GPB (JSC): 8-800-100-07-01
41	Subsidiary Office No. 034/1030 of GPB (JSC) Branch Vostochno-Sibirsky 660041, Krasnoyarsk, Akademika Kirenskogo str., 87-B Unified information system of GPB (JSC): 8-800-100-07-01

42	Operational Office No. 034/2022 of GPB (JSC) Branch <i>Vostochno-Sibirsky</i> 664011, Irkutsk, Sverdlova str., 41 Unified information system of GPB (JSC): 8-800-100-07-01
43	Operational Office No. 042/2009 of GPB (JSC) Branch <i>Dalnevostochny</i> 680000, Khabarovsk Territory, Khabarovsk, Turgeneva str., 46 Unified information system of GPB (JSC): 8-800-100-07-01
44	GPB (JSC) Branch <i>Dalnevostochny</i> 690090, Primorski Territory, Vladivostok, Svetlanskaya str., 109a Unified information system of GPB (JSC): 8-800-100-07-01
45	GPB (JSC) Branch in Ufa 450022, Republic of Bashkortostan, Ufa, Mendeleeva str., 138 Unified information system of GPB (JSC): 8-800-100-07-01
46	Subsidiary Office No. 032/1013 of GPB (JSC) Branch <i>Zapadno-Uralsky</i> Perm, Lunacharskogo str., 73 Unified information system of GPB (JSC): 8-800-100-07-01
47	Subsidiary Office No. 032/1012 of GPB (JSC) Branch <i>Zapadno-Uralsky</i> 617763, Perm Area, Chaikovsky, Mira str., 20 Unified information system of GPB (JSC): 8-800-100-07-01
48	Operational Office No. 032/1011 of GPB (JSC) Branch <i>Zapadno-Uralsky</i> 426034, Udmurt Republic, Izhevsk, Udmurtskaya str., 247-G Unified information system of GPB (JSC): 8-800-100-07-01
49	Operational Office No. 029/2024 of GPB (JSC) Branch <i>Zapadno-Sibirsky</i> 644099, Omsk, Tarskaya str., 13 B Unified information system of GPB (JSC): 8-800-100-07-01
50	Subsidiary Office No. 029/1009 of GPB (JSC) Branch <i>Zapadno-Sibirsky</i> 630099, Novosibirsk, Oktyabrskaya magistral str., 3 Unified information system of GPB (JSC): 8-800-100-07-01
51	Operational Office No. 029/2010 of GPB (JSC) Branch <i>Zapadno-Sibirsky</i> 656049, Barnaul, Partizanskaya str., 92 Unified information system of GPB (JSC): 8-800-100-07-01
52	GPB (JSC) Branch <i>Uralsky</i> 620075, Yekaterinburg, Lunacharskogo str., 134-B Unified information system of GPB (JSC): 8-800-100-07-01
53	Subsidiary Office No. 026/1001 of GPB (JSC) Branch <i>Uralsky</i> 622001, Sverdlovsk Region, Nizhny Tagil, Krasnoarmeyskaya str., 9 Unified information system of GPB (JSC): 8-800-100-07-01
54	Subsidiary Office No. 026/1003 of GPB (JSC) Branch <i>Uralsky</i> 624200, Sverdlovsk Region, Lesnoy, Kommunistichesky prospekt, 37 Unified information system of GPB (JSC): 8-800-100-07-01
55	Subsidiary Office No. 026/1021 of GPB (JSC) Branch <i>Uralsky</i> 624222, Sverdlovsk Region, Nizhnyaya Tura, 40 let Oktyabrya str., 44 Unified information system of GPB (JSC): 8-800-100-07-01
56	Subsidiary Office No. 026/1016 of GPB (JSC) Branch <i>Uralsky</i> 624992, Sverdlovsk Region, Serov, Lenina str., 149-A Unified information system of GPB (JSC): 8-800-100-07-01
57	Operational Office No. 026/2012 of GPB (JSC) Branch <i>Uralsky</i> 640002, Kurgan, Gogolya str., 109 Unified information system of GPB (JSC): 8-800-100-07-01
58	Subsidiary Office No. 026/1040 of GPB (JSC) Branch <i>Uralsky</i> 624440, Sverdlovsk Region, Krasnoturyinsk, Oktyabrskaya str., 28 Unified information system of GPB (JSC): 8-800-100-07-01

59	Operational Office No. 026/2036 of GPB (JSC) Branch <i>Uralsky</i> 625026, Tyumen Region, Tyumen, Respubliki str., 143a Unified information system of GPB (JSC): 8-800-100-07-01
60	Operational Office No. 026/2091 of GPB (JSC) Branch <i>Uralsky</i> 627756, Tyumen Region, Ishim, Karl Marx str., 1A/6 Phone: (34551) 7-59-41, 7-59-42 (for customers)
61	Operational Office No. 026/2093 of GPB (JSC) Branch <i>Uralsky</i> 626150, Tyumen Region, Tobolsk, District 4, 29a/1 Unified information system of GPB (JSC): 8-800-100-07-01
62	Operational Office No. 026/2030 of GPB (JSC) Branch <i>Uralsky</i> 454091, Chelyabinsk, Krasnoarmeyskaya str., 116 Unified information system of GPB (JSC): 8-800-100-07-01
63	GPB (JSC) Branch in Novy Urengoy 629300, Tyumen Region, YaNAO, Novy Urengoy, 26 syezda KPSS str., 4 Unified information system of GPB (JSC): 8-800-100-07-01
64	Subsidiary Office No. 002/1007 of GPB (JSC) Branch in Novy Urengoy 629008, Tyumen Region, YaNAO, Salekhard, Gubkina str., 1 Unified information system of GPB (JSC): 8-800-100-07-01
65	Subsidiary Office No. 002/1018 of GPB (JSC) Branch in Novy Urengoy 629736, Tyumen Region, YaNAO, Nadym, Komsomolskaya str., 5-A Unified information system of GPB (JSC): 8-800-100-07-01
66	GPB (JSC) Branch in Surgut 628417, Tyumen Region, KhMAO-Yugra, Surgut, Svobody bulvar, 12 Unified information system of GPB (JSC): 8-800-100-07-01
67	Subsidiary Office No. 048/1008 of GPB (JSC) Branch in Surgut 628609, Tyumen Region, KhMAO-Yugra, Nizhnevartovsk, Omskaya str., 1 Unified information system of GPB (JSC): 8-800-100-07-01
68	Subsidiary Office No. 048/1007 of GPB (JSC) Branch in Surgut 628310, Tyumen Region, KhMAO-Yugra, Nefteyugansk, District 12, bld. 29, room 3 Unified information system of GPB (JSC): 8-800-100-07-01
69	Subsidiary Office No. 048/1006 of GPB (JSC) Branch in Surgut 629830, Tyumen Region, YaNAO, Gubkinsky, District 12, bld. 45 Unified information system of GPB (JSC): 8-800-100-07-01
70	Subsidiary Office No. 048/1006 of GPB (JSC) Branch in Surgut 629800, Tyumen Region, YaNAO, Noyabrsk, Lenina str., 49 Unified information system of GPB (JSC): 8-800-100-07-01
71	Subsidiary Office No. 048/1010 of GPB (JSC) Branch in Surgut 628260, Tyumen Region, KhMAO-Yugra, Yugorsk, Lenina str., 31 Unified information system of GPB (JSC): 8-800-100-07-01
72	Operational Office No. 048/2014 of GPB (JSC) Branch in Surgut 624570, Sverdlovsk Region, Ivdel, Trosheva str., 38 Unified information system of GPB (JSC): 8-800-100-07-01
73	Subsidiary Office No. 048/1016 of GPB (JSC) Branch in Surgut 628012, Tyumen Region, Khanty-Mansiisk, Mira str., 52 Unified information system of GPB (JSC): 8-800-100-07-01
74	Subsidiary Office No. 048/1028 of GPB (JSC) Branch in Surgut 628162, Tyumen Region, KhMAO-Yugra, Beloyarsky, Molodosti str., 7-A Unified information system of GPB (JSC): 8-800-100-07-01
75	Subsidiary Office No. 048/1024 of GPB (JSC) Branch in Surgut 628181, Tyumen Region, KhMAO-Yugra, Nyagan, District 2, 44, apt. 1 Unified information system of GPB (JSC): 8-800-100-07-01

76	GPB (JSC) Branch <i>Srednerussky</i> 300026, Tula, Lenina prospekt, 106 Unified information system of GPB (JSC): 8-800-100-07-01
77	Operational Office No. 004/2013 of GPB (JSC) Branch <i>Srednerussky</i> 241050, Bryansk, Partizan square, 4 Unified information system of GPB (JSC): 8-800-100-07-01
78	Operational Office No. 004/2011 of GPB (JSC) Branch <i>Srednerussky</i> 248030, Kaluga, Ryleeva str., 4 Unified information system of GPB (JSC): 8-800-100-07-01
79	Operational Office No. 004/2010 of GPB (JSC) Branch <i>Srednerussky</i> 390000, Ryazan, Kudryavtseva str., 56 Unified information system of GPB (JSC): 8-800-100-07-01
80	Operational Office No. 004/2008 of GPB (JSC) Branch <i>Srednerussky</i> 214004, Smolensk, Konenkova str., 2/12 Unified information system of GPB (JSC): 8-800-100-07-01
81	GPB (JSC) Branch in Kazan 420111, Kazan, Levo-Bulachnaya str., 32 Unified information system of GPB (JSC): 8-800-100-07-01
82	Subsidiary Office No. 024/1004 of GPB (JSC) Branch <i>Severo-Kavkazsky</i> 355000, Stavropol, Dzerzhinskogo str., 114 Unified information system of GPB (JSC): 8-800-100-07-01
83	Operational Office No. 024/2007 of GPB (JSC) Branch <i>Severo-Kavkazsky</i> 367012, Republic of Dagestan, Makhachkala, Yermoshkina str., 24 Unified information system of GPB (JSC): 8-800-100-07-01

PJSC GAZPROM Board of Directors

OPINION
of PJSC GAZPROM Audit Commission
on reliability of data contained in PJSC GAZPROM Annual Report for 2019,
Annual Accounts (Financial Statements) for 2019 and in the Report on
PJSC GAZPROM Related Party Transactions Made in 2019

City of Moscow

April 15, 2020

The Audit Commission elected by the annual General Shareholders' Meeting of PJSC GAZPROM (hereinafter 'the Company') on June 28, 2019, acting pursuant to the Regulation on the Company's Audit Commission, conducted the scheduled audit of the Company's 2019 financial and business operations.

The audit of the Company's 2019 financial and business operations involved the review and use of:-

PJSC GAZPROM Articles of Association;

Regulation on PJSC GAZPROM Audit Commission;

Regulation on PJSC GAZPROM Accounting Policy for Financial and Tax Accounting in 2019; and

other regulations and documents.

When conducting the audit, the Audit Commission reviewed and analyzed the Company's Annual Report, Accounts (Financial Statements) for 2019, written information on findings of PJSC GAZPROM 2019 Accounts (Financial Statements) audit, as drafted by Financial and Accounting Consultants audit firm, the Report on PJSC GAZPROM Related Party Transactions Made in 2019 and resolutions of the Company's Board of Directors and Management Committee.

The audit of the provided documents found:-

The Company's Annual Report for 2019 was prepared in compliance with applicable Russian law;

the Company's Accounts (Financial Statements) for 2019 were prepared in compliance with accounting and reporting rules applicable in the Russian Federation; and

resolutions on financial and business operations, as adopted by the Company's Board of Directors and Management Committee, meet the applicable law, the

Company's Articles of Association and resolutions of the General Shareholders' Meeting.

Upon the audit of the Company's 2019 financial and business operations and based on the documents provided,

the Audit Commission confirms that:-

No actual violations of the accounting and reporting procedures established in laws and regulations of the Russian Federation and of Russian laws and regulations on financial and business operations, which could have a material impact on the Company's financial performance, have been revealed;

The Company's Accounts (Financial Statements) are reliable and represent a true and fair view of the Company's financial standing as of December 31, 2019, and its financial and business performance from January 1 to December 31, 2019, in all material respects;

The financial information contained in the Company's Annual Report is reliable and corresponds to the accounting (financial reporting) data; and

The information contained in the Report on PJSC GAZPROM Related Party Transactions Made in 2019 is reliable.

M.I. Mironova

Chairman, Audit Commission

PJSC GAZPROM

REVIEW
of PJSC GAZPROM Auditor's Report by the Audit Committee of PJSC
GAZPROM Board of Directors¹

Having considered the Auditor's Report on the Accounts (Financial Statements) of PJSC GAZPROM for 2019 issued by the Company's Independent Auditor, *Financial and Accounting Advisors Limited Liability Company*, that was approved of by the annual General Shareholders' Meeting on June 28, 2019, the Audit Committee of PJSC GAZPROM Board of Directors resolved that the Auditor's Report on the Accounts (Financial Statements) of PJSC GAZPROM for 2019 issued by PJSC GAZPROM's Auditor, *Financial and Accounting Advisors Limited Liability Company*, was prepared in accordance with International Standard on Auditing 700 (as amended), *Forming an Opinion and Reporting on Financial Statements*, International Standard on Auditing 701, *Communicating Key Audit Matters in the Auditor's Report*, and International Standard on Auditing 720 (as amended), *The Auditor's Responsibilities Relating to Other Information*, introduced in the Russian Federation territory by Order No. 2Н dated January 09, 2019, of the RF Ministry of Finance. It includes an unmodified opinion on the reliability of the Accounts (Financial Statements) of PJSC GAZPROM prepared in accordance with the Regulations on Accounting and Reporting in the Russian Federation and on the fair presentation of PJSC GAZPROM financial position as of December 31, 2019, PJSC GAZPROM performance and cash flow for 2019 in all material respects in the Accounts (Financial Statements) of PJSC GAZPROM in accordance with the Regulations on Accounting and Reporting in the Russian Federation.

¹ Review of PJSC GAZPROM Auditor's Report by the Audit Committee of PJSC GAZPROM Board of Directors is cited in accordance with PJSC GAZPROM Board of Directors Audit Committee meeting Minutes No. 78 of 28.04.2020.

2019 profit allocation recommendations of PJSC GAZPROM Board of Directors, in particular, the amount, timing and form of payment of the annual dividends on the Company's shares and the date, as of which the persons entitled to the dividends are determined²

Allocation of PJSC GAZPROM profit generated by the Company in 2019

	RUB million
1. Net profit of the reporting period	651,124.1
2. Net profit allocation	651,124.1
including:	
2.1. - for payment of dividends on shares	360,784.3
<i>including:</i>	
- on the shares held by the state (38.373%)	<i>138,445.4</i>
- on the shares held by the state-controlled legal entities:	
AO ROSNEFTEGAZ (10.970%)	<i>39,577.5</i>
OAO Rosgazifikatsiya (0.889%)	<i>3,206.6</i>
2.2. - for the Company's investment purposes	290,339.8

² Minutes of PJSC GAZPROM Board of Directors meeting No. 1308 of 21.05.2020.

Recommendations of PJSC GAZPROM Board of Directors, in particular, the amount, timing and form of payment of the annual dividends on the Company's shares and the date, as of which the persons entitled to the dividends are determined

PJSC GAZPROM Board of Directors recommends PJSC GAZPROM annual General Shareholders' Meeting to resolve as follows:-

To pay annual dividends based on the Company's performance in 2019, in monetary form, in the amount of 15.24 per ordinary share in PJSC GAZPROM with the par value of RUB 5;

To establish July 16, 2020, as the date as of which the persons entitled to the dividends are determined;

To establish July 30, 2020, as the end date for payment of dividends to nominal holders and trust managers being professional stock market participants, as registered in PJSC GAZPROM Shareholders' Register; and

To establish August 20, 2020, as the end date for payment of dividends to other persons registered in PJSC GAZPROM Shareholders' Register.

Information on the candidacy for PJSC GAZPROM Auditor

Financial and Accounting Advisors LLC (FAA LLC, hereinafter also FAA) has been registered and operates in the Russian Federation in the established manner; it is a member of the Self-Regulatory Auditors' Association Sodruzhestvo (PSRN – 11506030481).

FAA LLC holds FSS of Russia license No. 28396 for works related to use of the information that constitutes state secret, valid till June 20, 2021. The secrecy level of data it is allowed to use is 'top secret'. FAA LLC professional risks are insured against with INGOSSTRAKH Open Joint Stock Insurance Company.

FAA LLC was founded in 1990. Since its inception and till present, FAA managers and specialists have taken the most active part in development of laws and shaping the law-enforcement practice; they have made part of management bodies of the leading professional and business associations.

FAA provides professional services in the following core lines of business: audit and related services; other associated audit services, including putting in place, recovery and maintenance of accounts and tax accounts, accounting and financial reporting; accounting, tax and law consulting; audit-related legal support; management consulting; information technologies consulting; investment business support; business planning; appraisals.

For 29 years of cooperation between FAA and Russian business leaders in all of the key branches of economy, the Company has managed to gain the unique hands-on experience in implementation of major projects.

Provision of comprehensive services with guaranteed quality, a broad product range and, at the same time, strong specialized expertise, impeccable goodwill, highly qualified staff, modern technologies and methods distinguish FAA and secure trust in its services on the part of major companies, governmental authorities, and the expert community.

FAA has got the unique experience of dealings with fuel and energy enterprises, for which hundreds of successful projects have been implemented. Constant liaising with representatives of the oil and gas industry enables a deep insight of the Company's experts into the industry's urgent concerns and tasks.

FAA has cooperated with PJSC GAZPROM since 1996. It audited PJSC GAZPROM Long-Term Development Program implementation in 2015, 2016, 2017 and 2018, as well as the GAZPROM Group's Sustainability Report for 2017, 2018 and 2019.

As part of advisory services to GAZPROM Group companies, FAA professionals have implemented over 260 major projects and provided a great deal of consultations. Over 95 projects for drafting financial/business and feasibility studies, investment project efficiency assessments, for designing enterprise financial models, business plans and development strategies have been implemented.

According to Article 5, Statutory Audit, Federal Audit Business Law No. 307-Φ3 of December 30, 2008, the audit of PJSC GAZPROM Accounts (Financial Statements) is mandatory.

The audit company for the 2020 statutory audit purposes was selected by a public tender for the right to conclude a service agreement for auditing the Accounts (Financial Statements) of PJSC GAZPROM, the consolidated Accounting Statements of GAZPROM Group and the consolidated Financial Statements of GAZPROM Group for 2019 and 2020 prepared in line with the International Financial Reporting Standards (IFRS), in the manner envisaged in Federal Law of April 5, 2013, No. 44-Φ3, *On the Contractual System in Procurement of Goods, Work, Services to Meet Federal and Municipal Needs*. Based on the tender results, Financial and Accounting Advisors Limited Liability Company (FAA LLC) was found the winner. The Auditor's remuneration for auditing the Accounts (Financial Statements) of PJSC GAZPROM, the consolidated Accounting Statements of GAZPROM Group and the consolidated Financial Statements of GAZPROM Group for 2019 and 2020 prepared in line with the International Financial Reporting Standards (IFRS), as offered by the winner, is Four Hundred Twenty Million rubles (RUB 420,000,000.00), VAT exclusive. This amount includes the Auditor's remuneration for 2020 – Two Hundred Ten Million rubles (RUB 210,000,000.00) (VAT exclusive).

The biggest customers of FAA LLC in Russia include:

PJSC GAZPROM*	OOO EvrazHolding*
PJSC GAZPROM NEFT*	AO EVRAZ West Siberian Metallurgical Plant*
OOO Gazprom transgaz Yugorsk*	OOO EVRAZ Kachkanarsky Mining&Processing Plant*
OOO Gazprom transgaz Ukhta*	OOO EVRAZ Nizhny Tagil Metallurgical Plant*
OOO Gazprom transgaz Surgut*	AO Atomenergoprom*
OOO Gazprom transgaz Saint Petersburg*	AO Rosenergoatom Concern*
OOO Gazprom transgaz Moscow*	JSC SCA
OOO Gazprom Dobycha Yamburg*	AO RUSNANO
OOO Gazprom Dobycha Urengoy*	AO MCC EuroChem*
OOO Gazprom Dobycha Nadym*	JSC NMJSC Azot*
OOO Gazprom Dobycha Astrakhan*	JSC Nevinnomysky Azot*
OOO Gazprom Dobycha Orenburg*	ALROSA JSC (Public Company)
OOO Gazprom Pererabotka*	JSC Goznak
AO ROSNEFTEGAZ*	AO Apatit*
Transnefteproduct, JSC*	ZAO CV Protek Firm*
Rosseti Public Company	Deposit Insurance Agency SC*
Transneft PJSC	AO ALFA BANK*
PJSC MMC Norilsk Nickel	PJSC State Transport Leasing Company*
GPB Bank (JSC)	JSCB NOVIKOMBANK, JSC*
State Development Corporation VEB.RF	PJSC Promsvyazbank*
PJSC FGC UES	

* – Financial Statements audit services

**Proposals on
the Amount of Remuneration to Members of
PJSC GAZPROM Board of Directors³**

PJSC GAZPROM Board of Directors recommends PJSC GAZPROM annual General Shareholders' Meeting to establish remuneration to members of PJSC GAZPROM Board of Directors, who do not occupy public positions in the Russian Federation and public service positions, namely:-

to Chairman of the Board of Directors: RUB 32,951,920.00;

to Deputy Chairman of the Board of Directors: RUB 31,916,170.00;

to the Board of Directors member who serves as Chairman of the Audit Committee of PJSC GAZPROM Board of Directors and, at the same time, is a member of the Nomination and Remuneration Committee of PJSC GAZPROM Board of Directors: RUB 29,154,170.00;

to the Board of Directors member who serves as Chairman of the Nomination and Remuneration Committee of PJSC GAZPROM Board of Directors and, at the same time, is a member of the Audit Committee of PJSC GAZPROM Board of Directors: RUB 29,154,170.00;

to the Board of Directors member who is a member of the Audit Committee of PJSC GAZPROM Board of Directors and a member of the Nomination and Remuneration Committee of PJSC GAZPROM Board of Directors: RUB 28,118,420.00; and

to the Board of Directors members who do not perform any additional functions in the Board of Directors: RUB 26,737,420.00 each.

³ Minutes of PJSC Gazprom Board of Directors meeting of No. 1308 of 21.05.2020.

**Proposals on
the Amount of Remuneration to Members of
PJSC GAZPROM Audit Commission⁴**

PJSC GAZPROM Board of Directors recommends the annual General Shareholders' Meeting of PJSC GAZPROM to establish the following remunerations to PJSC GAZPROM Audit Commission members, who do not occupy public positions in the Russian Federation and public service positions, namely:-

Chairman of the Audit Commission: RUB 5,462,620.00;

Members of the Audit Commission: RUB 4,202,016.00 each.

⁴ Minutes of PJSC Gazprom Board of Directors meeting of No. 1308 of 21.05.2020.

Draft Amendments to PJSC GAZPROM Articles of Association and the Change-Related Information in the Form of the Current Version and the Proposed Version Comparison⁵

**Amendments to
PJSC Gazprom Articles of Association approved by Resolution of
PJSC Gazprom annual General Shareholders' Meeting dated June 26, 2015,
Minutes No. 1, with amendments made by resolution of PJSC Gazprom annual
General Shareholders' Meeting dated June 30, 2016, Minutes No. 1, by
resolution of PJSC Gazprom annual General Shareholders' Meeting of June 30,
2017, Minutes No. 1, by resolution of PJSC Gazprom annual General
Shareholders' Meeting of June 28, 2019, Minutes No. 1**

1. The word 'new' shall be deleted from the first sentence of the first paragraph of Section 10.1, Article 10.

2. Section 11.7, Article 11, shall read as follows:-

'11.7. Upon expiry of the period specified in Section 11.6 of these Articles of Association, the Company shall, within 30 days, repurchase shares from the shareholders included into the list of persons entitled to claim repurchase by the Company of their shares or, within five business days, send the Company's registrar a notice of the fact that the Company does not repurchase shares for the reason provided for by Section 8, Article 76, Federal Joint Stock Companies Law. If these share repurchase requests are made by the persons not included into the said list, the Company shall, within five business days from expiry of the period specified in Section 11.6 hereof, send the refusal to satisfy such requests.

The Company's Board of Directors shall, within 50 days from the date when the relevant resolution is made by the General Shareholders' Meeting of the Company, approve of the report on the results of shareholders' requesting for repurchase of their shares, which should contain information on the number of shares, for which the repurchase claims have been made, and the quantity thereof the Company may repurchase, and if the General Shareholders' Meeting of the Company adopts resolutions provided for by Section 3, Article 7.2, Federal Joint Stock Companies Law, and Subsection 17.1, Section 15.1, Article 15, of these Articles of Association, data on such resolutions entry into force. The information contained in the extract from such report or in the Company's notice of the fact that the Company does not repurchase shares shall be sent to nominal shareholders registered in the Company's Shareholders Register, in accordance with the provisions of Russian Federation securities law on making available the information and materials to the persons exercising rights to securities.'

3. Section 26.2, Article 26, shall read as follows:-

'26.2. If the share is transferred after the established date of specifying (fixing) the persons entitled to participate in the General Shareholders' Meeting and before the General Shareholders' Meeting date, the person entitled to participate in the

⁵ Draft Amendments to PJSC GAZPROM Articles of Association have been submitted for consideration on the initiative of PJSC GAZPROM Board of Directors (PJSC GAZPROM Board of Directors meeting Minutes No. 1308 of 21.05.2020).

General Shareholders' Meeting shall be obliged to issue a proxy to the purchaser or to vote at the General Shareholders' Meeting in accordance with the share purchaser's instructions, if it is envisaged in the Share Transfer Contract.'

4. Section 34.1, Article 34,

Subsection 4 shall read as follows:-

'4) determination of the date of specifying (fixing) the persons entitled to participate in the General Shareholders' Meeting; preliminary approval of the Company's Annual Report and other issues referred to the Company's Board of Directors competence according to Chapter VII and other provisions of the Federal Joint Stock Companies Law and related to the preparation for and holding of the General Shareholders' Meeting;';

The wording 'unless such placement is related to increase in the Company's share capital' shall be deleted from Subsection 6;

Shall be supplemented with Subsection 7.1 to read as follows:-

'7.1) approval of the resolution to issue the Company's shares and issue-grade securities convertible into its shares, approval of the Company's securities prospectus;'

5. The first paragraph of Section 46.4, Article 46, shall read as follows:-

'46.4. The General Shareholders' Meeting shall resolve to approve a related party transaction by a majority of votes of shareholders holding voting shares, taking part in the Meeting and disinterested in the transaction or uncontrolled by any persons interested in the transaction, in the following cases:-'.

Change-Related Information in the Form of the Current Version and the Proposed Version Comparison

No.	PJSC GAZPROM Articles of Association in their Current Version	PJSC GAZPROM Articles of Association, as Amended
1.	In Section 10.1, Article 10	
	<p>10.1. Consolidation of placed shares, which results in converting two or more of the Company's shares into one new share of the same category (type), may be carried out by resolution of the General Shareholders' Meeting. In this case, the appropriate changes to the par value and the quantity of placed and declared shares in the Company, which belong to the respective category (type), shall be made to the Articles of Association.</p>	<p>10.1. Consolidation of placed shares, which results in converting two or more of the Company's shares into one share of the same category (type), may be carried out by resolution of the General Shareholders' Meeting. In this case, the appropriate changes to the par value and the quantity of placed and declared shares in the Company, which belong to the respective category (type), shall be made to the Articles of Association.</p>
2.	In Section 11.7, Article 11	
	<p>11.7. Upon expiry of the period specified in Section 11.6 of these Articles of Association, the Company shall repurchase shares from the shareholders included into the list of persons entitled to claim repurchase by the Company of their shares, within 30 days. If these share repurchase requests are made by the persons not included into the said list, the Company shall, within five business days from expiry of the period specified in Section 11.6 hereof, send the refusal to satisfy such requests.</p> <p>The Company's Board of Directors shall, within 50 days from the date when the relevant resolution is made by the General Shareholders' Meeting of the Company, approve of the report on the results of shareholders' requesting for repurchase of their shares, which should contain information on the number of shares, for which the repurchase claims have been made, and the quantity the Company may repurchase thereof. The information contained in the extract from such report shall be sent to nominal shareholders registered in the Company's Shareholders Register,</p>	<p>11.7. Upon expiry of the period specified in Section 11.6 of these Articles of Association, the Company shall, within 30 days, repurchase shares from the shareholders included into the list of persons entitled to claim repurchase by the Company of their shares or, within five business days, send the Company's registrar a notice of the fact that the Company does not repurchase shares for the reason provided for by Section 8, Article 76, Federal Joint Stock Companies Law. If these share repurchase requests are made by the persons not included into the said list, the Company shall, within five business days from expiry of the period specified in Section 11.6 hereof, send the refusal to satisfy such requests.</p> <p>The Company's Board of Directors shall, within 50 days from the date when the relevant resolution is made by the General Shareholders' Meeting of the Company, approve of the report on the results of shareholders' requesting for repurchase of their shares, which should contain information on the number of shares, for which the repurchase claims have been made, and the quantity thereof the Company may repurchase, and if the General Shareholders' Meeting of the Company adopts resolutions provided for by Section 3, Article 7.2, Federal Joint Stock Companies Law, and Subsection 17.1, Section 15.1, Article 15, of these</p>

	in accordance with the provisions of Russian Federation securities law on making available the information and materials to the persons exercising rights to securities.	Articles of Association, data on such resolutions entry into force. The information contained in the extract from such report or in the Company's notice of the fact that the Company does not repurchase shares shall be sent to nominal shareholders registered in the Company's Shareholders Register, in accordance with the provisions of Russian Federation securities law on making available the information and materials to the persons exercising rights to securities.
3.	In Section 26.2, Article 26	
	26.2. If the share is transferred after the date of drafting of the list of persons entitled to participate in the General Shareholders' Meeting and before the General Shareholders' Meeting date, the person included into this list shall be obliged to issue a proxy to the purchaser or to vote at the General Shareholders' Meeting in accordance with the share purchaser's instructions, if it is envisaged in the Share Transfer Contract.	26.2. If the share is transferred after the established date of specifying (fixing) the persons entitled to participate in the General Shareholders' Meeting and before the General Shareholders' Meeting date, the person entitled to participate in the General Shareholders' Meeting shall be obliged to issue a proxy to the purchaser or to vote at the General Shareholders' Meeting in accordance with the share purchaser's instructions, if it is envisaged in the Share Transfer Contract.
4.	In Section 34.1, Article 34	
	<p>34.1. The Company's Board of Directors competence shall include handling of issues of the overall management of the Company's business, except for the issues referred to the General Shareholders' Meeting competence by the Federal Joint Stock Companies Law.</p> <p>The Company's Board of Directors competence shall include:</p> <ol style="list-style-type: none"> 1) determination of the top priority lines of the Company's business; approval of the prospective plans and the main programs of the Company's business, including the Company's annual Budget and investment programs; 2) convention of the annual and extraordinary General Shareholders' Meetings, except for the cases envisaged in Section 8, Article 55, Federal Joint Stock Companies Law; 3) approval of the General Shareholders' Meeting agenda; 4) determination of the date of drafting the list of persons 	<p>34.1. The Company's Board of Directors competence shall include handling of issues of the overall management of the Company's business, except for the issues referred to the General Shareholders' Meeting competence by the Federal Joint Stock Companies Law.</p> <p>The Company's Board of Directors competence shall include:</p> <ol style="list-style-type: none"> 1) determination of the top priority lines of the Company's business; approval of the prospective plans and the main programs of the Company's business, including the Company's annual Budget and investment programs; 2) convention of the annual and extraordinary General Shareholders' Meetings, except for the cases envisaged in Section 8, Article 55, Federal Joint Stock Companies Law; 3) approval of the General Shareholders' Meeting agenda; 4) determination of the date of specifying (fixing) the persons entitled to participate in the General Shareholders' Meeting; preliminary approval of the Company's Annual Report and other issues referred to the Company's Board of Directors competence according to Chapter VII and other provisions of the

	<p>entitled to participate in the General Shareholders' Meeting; preliminary approval of the Company's Annual Report and other issues referred to the Company's Board of Directors competence according to Chapter VII and other provisions of the Federal Joint Stock Companies Law and related to the preparation for and holding of the General Shareholders' Meeting;</p> <p>5) decision-making to increase the Company's share capital by placing additional shares to the extent of the quantity and categories (types) of declared shares, unless such decision-making is referred to the General Shareholders' Meeting competence by the Federal Joint Stock Companies Law;</p> <p>6) the Company's placement of additional shares, into which the Company's placed preferred shares of a certain type convertible into the ordinary shares or preferred shares of any other types are converted, unless such placement is related to increase in the Company's share capital, as well as the Company's placement of bonds or any other securities, except for shares;</p> <p>7) determination of the asset price (valuation), the placement price or its determination procedure, and the securities repurchase price in the cases envisaged in the Federal Joint Stock Companies Law;</p> <p>8) purchase of the Company's placed shares, bonds and any other securities in the cases envisaged in the Federal Joint Stock Companies Law;</p> <p>...</p>	<p>Federal Joint Stock Companies Law and related to the preparation for and holding of the General Shareholders' Meeting;</p> <p>5) decision-making to increase the Company's share capital by placing additional shares to the extent of the quantity and categories (types) of declared shares, unless such decision-making is referred to the General Shareholders' Meeting competence by the Federal Joint Stock Companies Law;</p> <p>6) the Company's placement of additional shares, into which the Company's placed preferred shares of a certain type convertible into the ordinary shares or preferred shares of any other types are converted, as well as the Company's placement of bonds or any other securities, except for shares;</p> <p>7) determination of the asset price (valuation), the placement price or its determination procedure, and the securities repurchase price in the cases envisaged in the Federal Joint Stock Companies Law;</p> <p>7.1) approval of the resolution to issue the Company's shares and issue-grade securities convertible into its shares, approval of the Company's securities prospectus;</p> <p>8) purchase of the Company's placed shares, bonds and any other securities in the cases envisaged in the Federal Joint Stock Companies Law;</p> <p>...</p>
<p>5.</p>	<p style="text-align: center;">In Section 46.4, Article 46</p>	
	<p>46.4. The General Shareholders' Meeting shall resolve to approve of a related party transaction by a majority of votes of all shareholders disinterested in the transaction, holding the Company's voting shares and taking part in the voting in the following cases:-</p> <p>...</p>	<p>46.4. The General Shareholders' Meeting shall resolve to approve a related party transaction by a majority of votes of shareholders holding voting shares, taking part in the Meeting and disinterested in the transaction or uncontrolled by any persons interested in the transaction, in the following cases:-</p> <p>...</p>

Draft Amendments to the Regulation on PJSC GAZPROM Board of Directors and the Change-Related Information in the Form of the Current Version and the Proposed Version Comparison⁶

**Amendments to the
Regulation on the Board of Directors of PJSC Gazprom
approved by resolution of the annual General Shareholders Meeting of PJSC Gazprom dated June 30, 2016, Minutes No. 1, as amended by resolution of the annual General Shareholders Meeting of PJSC Gazprom dated June 30, 2017, Minutes No. 1, by resolution of the annual General Shareholders Meeting of PJSC Gazprom dated June 28, 2019, Minutes No. 1**

1. Subclause 4, Clause 2.1, Article 2, shall read as follows:-

‘4) setting the date of specifying (fixing) the persons entitled to participate in the General Shareholders’ Meeting; preliminary approval of the Company’s annual report and other issues that pertain to the scope of Company Board of Directors authority in accordance with the provisions of Section VII and other provisions of the Federal Law ‘On Joint-Stock Companies’ and related to the preparation for and holding of the General Shareholders’ Meeting;’

2. The wording ‘if such placement is not associated with an increase in the charter capital of the Company’ shall be deleted from Subclause 6, Clause 2.1, Article 2.

3. Clause 2.1, Article 2, shall be supplemented with new Subclause 7.1 to read as follows:-

‘7.1) approval of the resolution to issue the Company’s shares and issue-grade securities convertible into its shares, approval of the Company’s securities prospectus;’.

⁶ Draft Amendments to the Regulation on PJSC GAZPROM Board of Directors have been submitted for consideration on the initiative of PJSC GAZPROM Board of Directors (PJSC GAZPROM Board of Directors meeting Minutes No. 1308 of 21.05.2020).

Change-Related Information in the Form of the Current Version and the Proposed Version Comparison

No.	The Regulation on the Board of Directors of PJSC Gazprom in its Current Version	The Regulation on the Board of Directors of PJSC Gazprom, as Amended
	In Clause 2.1 Article 2	
	<p>2.1. The scope of authority of the Board of Directors is stipulated by the Federal Law ‘On Joint-Stock Companies’ and the Company Articles of Association.</p> <p>The scope of authority of the Board of Directors shall include decisions on the issues of the Company general governance with the exception of the issues that under the Federal Law ‘On Joint-Stock Companies’ deemed to the scope of authority of the General Shareholders’ Meeting.</p> <p>Following issues shall pertain to the scope of authority of the Board of Directors:</p> <ol style="list-style-type: none"> 1) defining of priority guidelines of the Company activities; approval of perspective plans and programs of the Company activities, including the Company's annual budget and investment programs; 2) convening of annual and extraordinary General Shareholders’ Meetings with the exception of cases specified in clause 8 of the article 55 of the Federal Law ‘On Joint-Stock Companies’; 3) approval of the General Shareholders’ Meeting agenda; 4) setting the date for drawing up of the list of individuals entitled to participate in the General Shareholders’ Meeting; preliminary approval of the Company's annual report and other issues that pertain to the scope of authority of the Company Board of Directors in accordance with the provisions of the section VII and other provisions of the Federal Law ‘On Joint-Stock Companies’ and related to the preparation and holding of the General Shareholders’ Meeting; 5) rendering of decision on the increase of the Company charter capital by way of placement of supplement shares within the limits of 	<p>2.1. The scope of authority of the Board of Directors is stipulated by the Federal Law ‘On Joint-Stock Companies’ and the Company Articles of Association.</p> <p>The scope of Board of Directors authority shall include decisions on the issues of the Company general governance with the exception of the issues that under the Federal Law ‘On Joint-Stock Companies’ are deemed to be the scope of the General Shareholders’ Meeting authority.</p> <p>Following issues shall pertain to the scope of the Board of Directors authority:-</p> <ol style="list-style-type: none"> 1) defining of priority areas of the Company activities; approval of perspective plans and programs of the Company activities, including the Company's annual budget and investment programs; 2) convening of annual and extraordinary General Shareholders’ Meetings with the exception of cases specified in Clause 8, Article 55, Federal Law ‘On Joint-Stock Companies’; 3) approval of the General Shareholders’ Meeting agenda; 4) setting the date of specifying (fixing) the persons entitled to participate in the General Shareholders’ Meeting; preliminary approval of the Company’s annual report and other issues that pertain to the scope of Company Board of Directors authority in accordance with the provisions of Section VII and other provisions of the Federal Law ‘On Joint-Stock Companies’ and related to the preparation for and holding of the General Shareholders’ Meeting; 5) resolving to increase of the Company charter capital by placement of additional shares within the quantities and classes (types) of authorized shares, with the exception of cases when such resolution

<p>quantity and classes (types) of authorized shares, with the exception of instances where such decision pertains to the scope of authority of the General Shareholders' Meeting in compliance with the Federal Law 'On Joint-Stock Companies';</p> <p>6) placement of additional shares for conversion of preferred shares of a certain type placed by the Company, convertible into common shares or preferred shares of other types, if such placement is not associated with an increase in the charter capital of the Company, as well as placement of bonds or other issue-grade securities, except for shares;</p> <p>7) assessment of property price (monetary valuation), issue-grade securities placement price, or a procedure for its determination, and repurchase price in instances stipulated by the Federal Law «On Joint-Stock Companies»;</p> <p>8) acquisition of stocks, bonds and other securities placed by the Company in instances stipulated by the Federal Law "On Joint-Stock Companies";</p> <p>....</p>	<p>pertains to the scope of the General Shareholders' Meeting authority in compliance with the Federal Law 'On Joint-Stock Companies';</p> <p>6) placement of additional shares for conversion of preferred shares of a certain type placed by the Company, convertible into common shares or preferred shares of other types, as well as placement of bonds or other issue-grade securities, except for shares;</p> <p>7) assessment (monetary valuation) of property price, issue-grade securities placement price, or a procedure for its determination, and repurchase price in the cases stipulated by the Federal Law 'On Joint-Stock Companies';</p> <p>7.1) approval of the resolution to issue the Company's shares and issue-grade securities convertible into its shares, approval of the Company's securities prospectus;</p> <p>8) acquisition of stocks, bonds and other securities placed by the Company in the cases stipulated by the Federal Law 'On Joint-Stock Companies';</p> <p>....</p>
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The new draft version of the Regulation on PJSC GAZPROM Audit Commission and the change-related information in the form of the current version and the proposed version comparison

**Draft Regulation
on PJSC GAZPROM Audit Commission,
Latest Revision**

This Regulation is developed in accordance with the applicable law, PJSC GAZPROM (hereinafter the Company) Articles of Association, and PJSC GAZPROM Corporate Governance Code.

1. General provisions

1.1. This Regulation defines:
status, composition, goals and authority of the Audit Commission of the Company (hereinafter the Audit Commission);
rules of procedure for the Audit Commission and its interaction with management bodies of the Company;
rules of election and early termination of powers of members of the Audit Commission.

This Regulation also regulates all other matters concerning activities of the Audit Commission.

1.2. Audit Commission is a standing elective body of the Company elected by the General Shareholders' Meeting.

1.3. Audit Commission:
reports to the General Shareholders' Meeting;
is governed by the current legislation of the Russian Federation, Charter of the Company, decisions of the General Shareholders' Meeting and the present Regulation.

1.4. Main responsibilities of the Audit Commission are:
oversight of development of reliable accounting records and financial statements of the Company and other information on financial and economic activities and property status of the Company;
oversight of statutory compliance of accounting record-keeping and control of presentation of financial statements and information by the Company to appropriate bodies and shareholders;
formulation of proposals for increasing efficiency of asset management and other financial and economic activities of the Company, reducing financial and transaction risks, and improving the internal control system.

2. Composition and terms of office of the Audit Commission

2.1. The General Shareholders' Meeting elects the Audit Commission composed of 5 persons for the period till the next annual General Shareholders' Meeting, in the manner provided for by the Federal Law 'On Joint Stock Companies' and the

Company's Articles of Association.

2.2. Powers of individual members or the whole team of the Audit Commission may be terminated early upon decision of the General Shareholders' Meeting, including in case of unscrupulous practice or infliction of harm to the Company, resulting in: destruction, intentional damaging or falsification of documents and materials; hiding of information on identified abusive practices of executive officers or other employees of the Company; intentional deception of executive officers, other employees of the Company or shareholders on the Company operations; divulgence of state secrets or confidential information on the Company operations; other actions harmful to the Company.

2.3. In case of early termination of powers of a member of the Audit Commission or his/her leaving the Audit Commission the powers of other members of the Audit Commission are not terminated.

2.4. Exit members of the Audit Commission are persons who willingly stepped down from office, died or do not have the capacity to exercise their powers for other reasons.

A member of the Audit Commission is considered an exit member on the next day after the Audit Commission has received his/her notification or after the day of death or acceptance of documents confirming his/her failure to exercise his/her powers as a member of the Audit Commission.

2.5. Members of the Audit Commission of the Company cannot simultaneously be members of the Board of Directors or hold other positions in the management bodies of the Company.

3. Competence of the Audit Commission

3.1. Competence of the Audit Commission is determined by the laws of the Russian Federation and the Company Charter.

3.2. In compliance with the legislation, the Audit Commission: conducts inspections (audits) of financial and economic activities of the Company based on the annual results, as well as at any time at its own initiative, upon decision of the General Shareholders' Meeting, Board of Directors of the Company or upon demand from a shareholder (shareholders) of the Company possessing a total of no less than 10 percent of voting shares of the Company; confirms the fairness of data in the annual report of the Company, annual financial statements, other reports and financial documents of the Company; reports on identified violations of the statutory rules of accounting recordkeeping or presentation of financial statements or of the legal acts of the Russian Federation in the course of financial and economic activities.

3.3. Besides the matters stipulated by the Federal Law 'On Joint Stock Companies', the competence of the Audit Commission also covers in accordance with the Company Charter:

audit and analysis of financial state, solvency, internal controls, the system of financial and operational risks management, liquidity of assets and debt to equity ratio of the Company;

control of timeliness and correctness of clearing transactions with counterparties and the budget, including payment of salaries, social security, distribution of dividends and other clearing transactions;

control of the use of material, labor and financial resources in operating, financial and economic activities of the Company for compliance with current norms and standards, approved budgets and other documents regulating the Company operations, and control of execution of resolutions of General Shareholders' Meetings;

monitoring of legality of business transactions of the Company carried out on the basis of agreements and transactions executed on behalf of the Company;

audit of cash in hand and assets of the Company, efficiency of use of assets and other resources of the Company, identification of causes of unproductive expenses;

control of compliance with the instructions on corrective measures to eliminate violations and defects identified by the Auditing Commission;

checking decisions on financial and economic activities made by the Management Board and the Board of Directors for compliance with the Company Charter and decisions of the General Shareholders' Meeting.

3.4. The Audit Commission may make suggestions to action plans of the company's management bodies, call according to the established procedure for meetings of the Management Board or the Board of Directors or for extraordinary General Shareholders' Meetings corresponding to their competence if there is a threat to any substantial interests of the Company or cases of abuse by executive officers of the Company are discovered, as well as on other issues.

3.5. Upon request or demand, the Audit Commission is provided with minutes of meetings of the Board of Directors, committees and commissions of the Board of Directors and the Management Board of the Company.

3.6. The Audit Commission may request from the members of the Board of Directors, Chairman of the Management Board, members of the Management Board of the Company or shareholder (shareholders) of the Company, possessing jointly with its affiliates 20 or more percent of voting shares of the Company, the information:

on legal entities in which they independently or together with their affiliates possess 20 or more percent of voting shares (interest);

on legal entities in which they hold positions in management;

on actual or possible transactions known to them in which they can be considered concerned parties.

3.7. Chairman of the Audit Commission or any member of the Audit Commission may attend the meetings of the Board of Directors, committees and commissions of the Board of Directors and the Management Board of the Company during the review of results of audits of the Company operations, as well as other meetings upon invitation from the Board of Directors, committees and commissions of the Board of Directors and the Management Board of the Company.

4. Chairman and Secretary of the Audit Commission

4.1. Chairman and Secretary of the Audit Commission are elected by the Audit Commission during the first meeting out of its members with their consent by a

majority vote by members of the Audit Commission participating in the meeting.

4.2. The Audit Commission can relieve the Chairman and/or Secretary of the Audit Commission of duty and elect a new one, which decision is made by a majority vote by members of the Audit Commission participating in the meeting.

4.3. Chairman and/or Secretary of the Audit Commission can voluntarily retire from responsibility, still remaining a member of the Audit Commission, from the day the Audit Commission receives a notification of retirement.

4.4. In case of retirement of the Chairman and/or Secretary of the Audit Commission on the conditions specified by items 2.4 or 4.3 of this Regulation its members elect a new Chairman and/or Secretary of the Audit Commission within a period of one month.

4.5. Chairman of the Audit Commission is responsible for managing its operations, preparation of the work plan, convening and holding meetings of the Audit Commission, and presides over them, signs the meeting minutes, findings and other documents of the Audit Commission, signs demands, requests, informational messages and other addresses necessary for realization of powers and authority of the Audit Commission, set by item 6.4 of this Regulation in accordance with its decisions, and solves other issues mentioned in this Regulation.

4.6. During the absence of the Chairman of the Audit Commission an acting Chairman of the Audit Commission is elected by the Audit Commission by a majority vote by members of the Audit Commission participating in the meeting.

4.7. Secretary of the Audit Commission is a person responsible for organizational support of operations of the Audit Commission.

4.8. Secretary of the Audit Commission is responsible for record keeping, storage of meeting minutes and other materials of the Audit Commission, notification of members of the Audit Commission and invited persons about meetings, provision of materials to members of the Audit Commission, making the meeting minutes and extracts from them, and exercises other functions set by this Regulation and decisions of the Audit Commission.

5. Procedure for holding meetings and making decisions by the Audit Commission

5.1. During meetings the Audit Commission reviews issues in accordance with the work plan approved by the Audit Commission. The meeting agenda is approved by the Chairman of the Audit Commission. Chairman of the Audit Commission informs the members of the Audit Commission of the date and place of the meeting at least 5 days before the holding date and sends the meeting agenda.

5.2. Chairman of the Audit Commission can call for extraordinary meetings at his own initiative or upon suggestion from members of the Audit Commission.

5.3. The Audit Commission meetings can be held in presentia (including video- and teleconferencing) or by absentee voting. The Audit Commission meetings in presentia are held at the Company's residence at: 16 Nametkina str., Moscow, Russian Federation.

5.4. The first meeting of the Audit Commission is held not later than one month after holding of the General Shareholders' Meeting at which the members of the Audit

Commission were elected, on the basis of a notification to the Company which should be sent at least 5 days before the meeting date, indicating the place and time of the meeting. In case the notification is not sent by the Company during 1 month the right to convene the first meeting of the Audit Commission is given to any member of the Audit Commission.

5.5. Meetings of the Audit Commission are attended by the members of the Audit Commission as well as invited persons.

Members of the Audit Commission cannot transfer their powers to other persons, including by power of attorney.

5.6. A meeting of the Audit Commission of the Company is considered qualified if no less than half of the members of the Audit Commission participate.

When the number of members of the Audit Commission of the Company is less than the number comprising the said quorum, the Audit Commission of the Company must demand convening a meeting of the Board of Directors regarding the issue of holding an extraordinary General Shareholders' Meeting in order to elect new members of the Audit Commission of the Company to replace the retired ones.

5.7. Each member of the Audit Commission has one vote.

Decisions of the Audit Commission are made by a majority vote by members of the Audit Commission participating in the meeting (in presentia or submitting absentee votes).

In case of a tied vote the deciding vote is the vote of the Chairman of the Audit Commission.

Members of the Audit Commission remaining in the minority may submit a minority report in writing which is attached to the meeting minutes of the Audit Commission.

5.8. When determining the presence of quorum and results of voting on the agenda items an expression in writing of a member of the Audit Commission not present at the meeting may be taken into account if the following conditions are simultaneously met:

the expression in writing on the issue is received by the Audit Commission before the beginning of the meeting;

the member of the Audit Commission unambiguously made his stand on the issue by mentioning in writing if he casts 'aye' or 'nay' for the proposed draft resolution or 'abstains' from making a decision;

not less than 3 members of the Audit Commission are present at the meeting.

An expression in writing containing amendments or exceptions to the proposed draft resolution is not taken into account when determining quorum and voting results. If amendments to the draft resolution are made during the meeting of the Audit Commission, the expression in writing is also not taken into account when determining quorum and voting results.

If an expression in writing was not sent to members of the Audit Commission along with the notification on the meeting, the meeting chair announces the expression in writing during the meeting.

Expressions in writing are taken into account when determining quorum and voting results for each separate issue, which is reported in the meeting minutes.

5.9. During a meeting in presentia of the Audit Commission meeting minutes are made and signed by the meeting chair of the Audit Commission.

Meeting minutes are finalized within 10 days from the date of the meeting. The minutes contain:

date, time and place of holding the meeting;
 list of persons present at the meeting;
 meeting agenda;
 issues put to vote;
 voting results;
 decisions made.

Attached to the minutes are materials (findings, audit reports or other documents) that became the basis for the decisions.

5.10. To hold an absentee vote all members of the Audit Commission are provided a notice on holding an absentee vote and ballots within 7 business days of the ballot submission date indicated in the ballots.

5.11. Filled in and signed by members of the Audit Commission, voting ballots are submitted to the Secretary of the Audit Commission.

5.12. Members of the Audit Commission are considered having participated in the absentee vote if their ballots were submitted before the date specified in the ballots.

5.13. A ballot can be invalidated fully or partially by certain issues if it has any symbols in more than one field of possible answer options, does not have the signature of the voting member of the Audit Commission, or if the ballot contains amendments or exceptions to the proposed draft resolution.

5.14. Following the results of the vote minutes are made including the following data:
 date of finalization of the minutes;
 members of the Audit Commission who submitted voting ballots;
 meeting agenda;
 issues put to vote;
 voting results;
 decisions made.

Attached to the minutes are materials (findings, audit reports and other documents) that became the basis for the decisions, as well as submitted voting ballots.

5.15. Meeting minutes of the Audit Commission are sent to concerned parties within five days from the date of their signing.

6. Inspection procedure

6.1. The Audit Commission conducts yearly inspections (audits) of financial and economic activities of the Company based on the annual performance results, as well as at any time at its own initiative, upon decision of the General Shareholders' Meeting, Board of Directors of the Company or upon demand from a shareholder (shareholders) of the Company possessing a total of at least 10 percent of voting shares of the Company.

6.2. Inspections (audits) of the Company activities conducted by the Audit Commission are carried out in accordance with this Regulation and the current legislation of the Russian Federation.

6.3. Chairman and members of the Audit Commission who are employees of the Company are exempt, during inspections (audits) or fulfilling other obligations as a

member of the Audit Commission, from fulfilling their official duties as per their main position, with pay, on the basis of summons from the Chairman of the Audit Commission and its work plan.

6.4. The Audit Commission may, in accordance to its competence:

demand taking of physical inventory of the Company, inspection measurement of amounts of work completed, place cashiers, warehouses, storerooms and other service spaces under seal if necessary;

check correctness of allocation to manufacturing costs of materials, salaries, services and other costs;

request from contractors of the Company and banks any necessary information and documents on operations with the Company;

inform the Board of Directors and / or executive bodies of the Company about all cases of failure by employees of the Company, including persons acting in administrative and supervisory capacity, to comply with the regulations of the Audit Commission regarding the provision of the necessary documentation and of refusal to make explanations on any issues set forth by the Audit Commission;

raise issues before the Board of Directors and executive bodies of the Company on taking measures and remedial periods for violations found by the Audit Commission;

enlist the services, according to the procedure established by the Audit Commission, of independent experts and consultants on a contractual basis, as well as services of the Company employees.

6.5. The Audit Commission must:

ensure monitoring of the Company performance;

report in an unbiased manner in the audit documents on any identified violations or abuses indicating their reasons, responsible persons and the extent of property damage done;

submit for review by the Board of Directors a report on the audit of the annual results of financial and economic activities of the Company, within the time limits set by the laws of the Russian Federation and the Company Charter;

timely communicate to the Board of Directors, the Management Board and the Chairman of the Management Board of the Company the results of conducted inspections (audits) of the Company activities, findings of the Audit Commission, proposals on elimination of causes and conditions causing violations of financial and economic discipline, and proposals on improving the internal control system and increasing the operating efficiency of the Company;

ensure the integrity of information that represents business or trade secrets of the Company in accordance with the requirements of the current laws of the Russian Federation.

6.6. At a request of the Audit Commission, persons holding positions in the Company's management bodies must present documents on the financial and economic activities of the Company.

6.7. Executive officers and other employees of the Company in the course of audits may:

be present at taking of inventory of tangible assets entrusted to them, inspection measurements, examinations and other actions of the Audit Commission;

become familiar with contents of intermediate and final inspection (audit) reports

pertaining to their employment activities and provide written explanations and objections as to these;

become familiar with accounting books, reports and other documents that became the basis for conclusions on violations, abuse or work drawbacks;

check the calculations made by the Audit Commission of amounts of property damage to be refunded and present written objections, documents or other evidence of relevancy of their objections.

6.8. Based on the results of auditing the financial and economic activities of the Company the Audit Commission develops a report, including confirmation of relevance of data in the reports and other financial documents of the Company, and information on identified violations of accounting record-keeping rules or presentation of financial statements and infringement on the rights and legitimate interests of the Company and its shareholders.

6.9. Members of the Audit Commission must take measures to identify possible violations and assist in their remedy.

In their actions the members of the Audit Commission apply the principles of honesty, good faith, reasonableness and lack of bias.

Members of the Audit Commission bear responsibility as required by the laws of the Russian Federation:

for non-performance or improper performance of duties;

for failure to ensure integrity of information that represents business and/or trade secrets of the Company in accordance with the requirements of the current laws of the Russian Federation;

in other cases stipulated by the current laws of the Russian Federation.

6.10. Request for information from the Company and its executive officers is formed based on proposals from the members of the Audit Commission on the request contents.

7. Funding of operations of the Audit Commission and remuneration of its members

7.1. To ensure operations of the Audit Commission the Company provides to the Audit Commission the necessary space and access to it, technical equipment and materials.

The Company pays the expenses of the Audit Commission according to the established corporate standard within the limits set by the Board of Directors based on proposal of the Audit Commission.

7.2. Audit Commission may enlist the services of independent experts and consultants on a contractual basis in accordance with the Procedure established by the Audit Commission.

Remuneration of involved experts and consultants is conducted at the expense of the Company in accordance with item 7.1 of this Regulation.

7.3. Based on decision of the General Shareholders' Meeting members of the Audit Commission during the term of office may be remunerated or have their expenses arising from such performance compensated by the Company. The amounts of such remunerations and compensations are set by the General Shareholders' Meeting upon

recommendations of the Board of Directors of the Company.

8. Final provisions

8.1. This Regulation comes into effect from the date of its approval by the General Shareholders' Meeting.

8.2. If amendments are made to the laws of the Russian Federation, items of this Regulation coming into conflict with the legislation become void, and operations of the Audit Commission are regulated by the relevant legal acts of the Russian Federation and the Company Charter.

8.3. Upon approval of this Regulation, the Provision on the Audit Commission of OAO Gazprom approved of by the General Shareholders' Meeting on June 28, 2013, becomes void.

Change-Related Information in the Form of the Current Version and the Proposed Version Comparison

No.	The Provision on the Audit Commission of Open Joint Stock Company GAZPROM in its Applicable Version	The Draft Regulation on PJSC GAZPROM Audit Commission, Latest Revision
1.	In the name and the preamble	
	<p style="text-align: center;">Provision on the Audit Commission of Open Joint Stock Company Gazprom, Latest Revision</p> <p>This Provision is developed in compliance with the current legislation, Charter of OAO Gazprom (hereinafter the Company) and the Corporate Codes of Governance (Conduct) of OAO Gazprom.</p>	<p style="text-align: center;">Regulation on the Audit Commission of PJSC GAZPROM, Latest Revision</p> <p>This Regulation is developed in accordance with the applicable law, PJSC GAZPROM (hereinafter the Company) Articles of Association, and PJSC GAZPROM Corporate Governance Code.</p>
2.	In Item 2.1.	
	<p>2.1. Audit Commission composed of 9 persons is elected by the General Shareholders' Meeting for a period before the next annual General Shareholders' Meeting in accordance with the procedure set by the Federal Law 'On Joint Stock Companies' and the Charter of the Company.</p>	<p>2.1. The General Shareholders' Meeting elects the Audit Commission composed of 5 persons for the period till the next annual General Shareholders' Meeting, in the manner provided for by the Federal Law 'On Joint Stock Companies' and the Company's Articles of Association.</p>
3.	In Item 5.3	
	<p>5.3. Meetings of the Audit Commission can be held in forms of meeting in presentia (including video- and teleconferencing) or by absentee vote. Meetings in presentia of the Audit Commission are held on the premises of the Company at: 16 Nametkina str., Moscow, Russian Federation, or at another place determined by</p>	<p>5.3. The Audit Commission meetings can be held in presentia (including video- and teleconferencing) or by absentee voting. The Audit Commission meetings in presentia are held at the Company's residence at: 16 Nametkina str., Moscow, Russian Federation.</p>

	the Chairman of the Audit Commission.	
4.	In Item 8.3	
	8.3. Upon approval of this Provision, the Provision on the Audit Commission of OAO Gazprom, approved by the General Shareholders' Meeting of OAO Gazprom of June 28, 2002, becomes void.	8.3. Upon approval of this Regulation, the Provision on the Audit Commission of OAO Gazprom approved of by the General Shareholders' Meeting on June 28, 2013, becomes void.

**Information on Candidates to PJSC GAZPROM Board of Directors,
in particular, on the Availability of Their Written Consent to Be Elected**
(candidate position information is, in particular, in accordance with the data provided
by shareholders in candidate nomination proposals)

- Mr. Andrey Igorevich Akimov - Chairman, Gazprombank (Joint Stock Company) Management Committee
(the consent is available)
- Mr. Viktor Alekseevich Zubkov - Special Representative of the Russian Federation President, Liaison with the Gas Exporting Countries Forum
(the consent is available)
- Mr. Timur Kulibaev - Chairman, Association of Legal Entities – Kazakhstan Association of Oil, Gas and Energy Sector Companies *KAZENERGY*; Chairman of the Presidium, *Atameken* National Chamber of Entrepreneurs of the Republic Kazakhstan
(the consent is available)
- Mr. Denis Valentinovich Manturov - Minister of Industry and Trade of the Russian Federation
(the consent is available)
- Mr. Vitaly Anatolievich Markelov - Deputy Chairman, PJSC GAZPROM Management Committee
(the consent is available)
- Mr. Viktor Georgievich Martynov - Principal, I.M. Gubkin Russian State Oil and Gas University (National Research University) (federal state-owned autonomous educational institution of higher education)
(the consent is available)
- Mr. Vladimir Alexandrovich Mau - Principal, the Russian Presidential Academy of National Economy and Public Administration (federal state-owned budgetary educational institution of higher education)
(the consent is available)
- Mr. Alexey Borisovich Miller - Chairman, PJSC GAZPROM Management Committee
(the consent is available)
- Mr. Alexander Valentinovich - Minister of Energy of the Russian Federation

- Novak (the consent is available)
- Mr. Dmitry Nikolaevich Patrushev - Minister of Agriculture of the Russian Federation
(the consent is available)
- Mr. Mikhail Leonidovich Sereda - First Deputy Director General,
OOO GAZPROM EXPORT
(the consent is available)

**Information on Candidates to PJSC GAZPROM Audit Commission,
in particular, on the Availability of Their Written Consent to Be Elected**
(candidate position information is, in particular, in accordance with the data provided
by shareholders in candidate nomination proposals)

- Mr. Vadim Kasymovich Bikulov - Deputy Department Head and Division Head,
PJSC GAZPROM
(the consent is available)
- Mr. Alexander Alexeevich Gladkov - Department Head, Ministry of Energy of the
Russian Federation
(the consent is available)
- Mr. Ilya Igorevich Karpov - Department Head, Rosimushchestvo
(the consent is available)
- Ms. Margarita Ivanovna Mironova - Senior Deputy Head, Management Committee
Administration, and Department Head,
PJSC GAZPROM
(the consent is available)
- Mr. Karen Iosifovich Oganyan - Department Head, PJSC GAZPROM
(the consent is available)
- Mr. Dmitry Alexandrovich Pashkovsky - Deputy Head, Management Committee
Administration, and Department Head,
PJSC GAZPROM
(the consent is available)
- Mr. Sergey Revazovich Platonov - Member, PJSC GAZPROM Audit Commission
(the consent is available)
- Ms. Tatiana Vladimirovna Fisenko - Department Head, Ministry of Energy of the
Russian Federation
(the consent is available)
- Mr. Pavel Gennadievich Shumov - Deputy Department Head, Ministry of
Economic Development of the Russian
Federation
(the consent is available)

Report on PJSC GAZPROM Long-Term Development Program Implementation

I. PJSC GAZPROM Strategic Planning System

The planning system in place at PJSC GAZPROM ensures the optimum combination of achievements of the Russian planning system and the contemporary global approaches to strategic planning. This system is built on the principles of a comprehensive approach, a well-balanced system of indicators, scientific substantiation, efficiency and continuity of managerial decision-making.

The Company's planning system is constantly improved in line with the best global practices and methodologies elaborated by the leading industry organizations and experts.

At present, PJSC GAZPROM operates a three-level planning system: short-term (for up to 1 year), mid-term (for 1 to 3 years) and strategic (long-term) planning (for 10 and more years).

Strategic planning is a high-level process when the uniform planning of investment, financial and operational activities is carried out based on the Company's forecasted performance. The long-term planning is intended to attain the strategic objective of establishing PJSC GAZPROM as a leader among global energy companies by diversifying sales markets, securing reliable supplies, enhancing business efficiency, and utilizing scientific and technical potential.

When drafting PJSC GAZPROM Long-Term Development Strategy (hereinafter, the Program), the Company takes into account the strategic planning documents, the targets set by federal executive authorities of the Russian Federation as well as the indicators from public documents that govern long-term development of the fuel and energy sector of the Russian Federation (the Energy Security Doctrine of the Russian Federation, the Energy Strategy of Russia, the General Scheme/Concept of the Gas Industry Development, the main provisions of federal special purpose programs of the fuel and energy sector), according to the Federal Law *On Strategic Planning in the Russian Federation* (No. 172-ФЗ of 28.06.2014).

PJSC GAZPROM strategic planning uses strategic targets of Levels 1 and 2 (hereinafter, ST₁ and ST₂), respectively. ST₁ standard values are fixed by PJSC GAZPROM Board of Directors as of the end of the 10-year planning period. ST₁ estimates for each year of the 10-year planning period are approved by PJSC GAZPROM Board of Directors as part of the Program. ST₂ specify ST₁ by areas and lines of business, by describing production, marketing, economic, intra-corporate process, innovations and personnel objectives in a greater detail.

Standard ST₁ are a benchmark for shaping the Program that is designed annually according to OAO GAZPROM Planning Procedure using STs (approved of by OAO GAZPROM Management Committee Resolution No. 34 dated 26/06/2006) and taking into account the Development Guidelines on Long-Term Development Programs for Strategic Open Joint Stock Companies and Federal State-Owned Unitary Enterprises, and Open Joint Stock Companies where the Russian Federation Capital Stake Exceeds Fifty Percent (the Russian Government Instructions No. VIII-П13-2583 of April 15, 2014). Upon PJSC GAZPROM Management Committee preliminary approval, the Program is submitted to the Company's Board of Directors for approval.

The Program is intended to design a comprehensive integrated plan that secures well-balanced and efficient development of the Company, achievement of STs and maximization of the systemic economic effect, taking into account the analysis of threats and opportunities.

The Program is a tool for PJSC GAZPROM Development Strategy implementation in the long run while addressing the objectives of long-term and current planning systems integration as it contains the targets required for budgeting and the list of top priority projects for investment planning. The Program targets underlie the system of targets and control indicators to itemize the Program for the 1-3-year period and to establish budgeting benchmarks.

When drafting the Program the allowance is made for actual, planned and forecasted indicators of PJSC GAZPROM Group companies as well as PJSC GAZPROM management resolutions, including those adopted by the Company's Board of Directors in furtherance of the Russian Federation Government directives for representatives of the state on PJSC GAZPROM Board of Directors.

PJSC GAZPROM Long-Term Development Program (2020/2029) was approved by the Board of Directors Resolution No. 3317 of September 24, 2019. It accounts for the country's socio-economic development forecasts made by the Russian Ministry of Economic Development and highlights resolutions on the system-shaping projects, such as *Power of Siberia*, *Amur Gas Processing Plant*, *Nord Stream 2*, *TurkStream*, *Integrated Facility for Ethane-Containing Gas Processing and Liquefied Gas Production in Ust-Luga*.

In furtherance of the Russian Government Directives No. 4955П-П13 of July 17, 2014, the Company established the arrangements for extension of the long-term planning system using STs to foreign operations, oil and power engineering businesses. In 2017, the Program was supplemented with the section on the Company's foreign production business development, and in 2019, with the *GAZPROM Group Oil Business Development* and *GAZPROM Group Power Engineering Business Development* sections.

In 2019, FAA LLC audited PJSC GAZPROM Long-Term Development Program implementation (Gas Business, 2018/2027) for 2018. The audit was conducted according to the *Audit Standard for PJSC GAZPROM Long-Term Development Program Implementation* and the *Audit Terms of Reference for PJSC GAZPROM Long-Term Development Program Implementation* (approved of by PJSC GAZPROM Board of Directors Resolution No. 3196 of December 25, 2018). The conducted procedures and obtained evidence resulted in the auditor's report on audit findings regarding PJSC GAZPROM Long-Term Development Program implementation (Gas Business, 2018/2027) in 2018, which contained the conclusion on reliability of actual performance indicators given in the Program and on general achievement of the indicators defined in PJSC GAZPROM Long-Term Development Program (Gas Business, 2018/2027) for 2018.

II. Efforts Taken in 2019 to Fulfill PJSC GAZPROM Long-Term Development Program Approved of by PJSC GAZPROM Board of Directors in October 2018

PJSC GAZPROM Long-Term Development Program (Gas Business, 2019/2028) was approved of by the Board of Directors Resolution No. 3164 of October 2, 2018. As part of the Program implementation, in 2019 the following efforts were taken across all of the Company's business segments, namely: prospecting, production, transportation, refining/ processing, and marketing:-

- The reporting-year prospecting in the Russian territory brought about an addition to A+B₁+C₁ category hydrocarbon reserves: natural gas, gas condensate and oil reserves rose by 556.7 bcm, 11.7 MMT and 29.0 MMT, respectively, including 1.9 MMT growth of the companies with investments classified as joint operations;

- Significant gas reserves increment in the Kruzenshtern field, in V.A. Dinkov field offshore the Kara Sea, in the Nyarma field offshore the Kara Sea, by 262.9 bcm, 135.9 bcm and 67.9 bcm, respectively;

- Construction and commissioning of 80 MW gas booster station (Phase 2, Stage 1) at GP-3, and 49 operating gas wells completed at the Bovanenkovskoye gas field, active development of the field Senoman-Apt deposits continues;

- Gas production commenced in the Chayandinskoye field. The development continued: integrated gas treatment plant (IGTP-3) with 12.5 bcm annual output, 100 MW gas booster plant, and 69 operating gas condensate wells commissioned. As for oil fringe facilities, an oil treatment plant with 131,000 tons annual capacity, 3 gas and 2 oil wells commissioned. The main field infrastructure facilities are at the stage of commissioning;

- The Kovyktinskoye gas and condensate field is prepared for the pilot-to-industrial stage transition. Its prospecting, construction of access ways and drilling sites continue. Pad work for drilling top-priority well clusters and their access ways and well drilling continue, too;

- The full-scale development started in the Kharasaveyskoye gas and condensate field. Necessary human and technical resources accumulated; alluvial soil stocked. Welding of two-pipe sections for gas collectors and the connecting gas pipeline, construction of the *Tsentr* drilling waste landfill, temporary camp facilities began;

- Development of the Kirinskoye field and the Yuzhno-Kirinskoye field continues. As part of wider development of the Kirinskoye gas and condensate field, the plan is to reach the planned

production level, from the current 1.5 bcm up to 5.5 bcm a year. According to the Supplement to the Yuzhno-Kirinskoye Reservoir Management Plan, gas production will peak at 21 bcm a year and will be secured by the operating stock of 27 wells. Operating well drilling started in the Yuzhno-Kirinskoye field in 2018. In the 2018/2019 navigation periods, drilling of 8 operating gas condensate wells down to the producing bed top completed. Drafting of design documents for the field development, for construction of operating wells; selection of long-lead process equipment suppliers; preparation for the 2020 drilling season are carried out;

- Construction of the *Power of Siberia* trunk gas pipeline (2,160.88 km section, from the Chayandinskoye oil and gas condensate field to the border with China), including the Amur River underwater passage, completed; 128 MW Atamanskaya (Zeiskaya) KS-7a compressor station commissioned. The gas pipeline was commissioned on December 2, 2019; gas supplies to China began;

- To develop gas transportation facilities of Russia's North West, the plan is to commission the trunk gas pipeline section, from the existing compressor station near the town of Gryazovets to the Slavyanskaya compressor station under construction, which will enable gas transportation to the *Nord Stream 2* gas sealine (at 55 bcm a year) and to prospective consumers in Russia's North West. Key construction and installation finalized at the Slavyanskaya plant; the process pipelines and fuel gas system connections tested; special work and equipment commissioning are underway. The gas pipeline construction continues;

- Construction of the *Ukhta-Torzhok. Line II (Yamal)* gas pipeline intended for supply of additional gas volumes to Northwest Russia, as well as construction of 7 compressor stations with the total capacity of 625 MW to be commissioned in 2020 continue. Commissioning at Novoyubileynaya compressor station and Novoprivodinskaya compressor station is underway;

- As concerns the *Nord Stream 2* project, the sanction limitations still apply and influence the project implementation adversely. Different options to finalize construction and to commission the *Nord Stream 2* gas pipeline are considered. Running of the remaining gas sealine has not been finalized. Over 2,300 km of pipes have been laid down along the Baltic Sea bottom (over 93% of the total gas pipeline length); land construction in Germany and Russia is at the final stage;

- The *TurkStream* gas pipeline construction completed and commissioning performed offshore and onshore. On January 8, 2020, the gas pipeline was commissioned; commercial gas supplies began;

- To increase the Sakhalin-Khabarovsk-Vladivostok trunk gas pipeline throughput, the project to build 353.96 km of gas pipeline from Komsomolsk-on-Amur to Khabarovsk is implemented. Large-diameter pipes are supplied and welded at pipe welding stations;

- Jointly with AO RUSGAZDOBYCHA, design documents for the *Integrated Facility for Ethane-Containing Gas Processing and Liquefied Gas Production in Ust-Luga* are drafted. The Project envisages construction of facilities to process 45 bcm of gas annually, to produce and ship 13 MMT of LNG. Raw material for the enterprise will be ethane-containing natural gas produced by GAZPROM at the Achimov and Valanginian deposits of the Nadym-Pur-Taz region. The project implementation resolution was adopted by PJSC GAZPROM and AO RUSGAZDOBYCHA on March 29, 2019;

- Over 50% of work involving designing, procurement, testing and equipment delivery, on-site construction and installation have been completed under the Amursky gas processing plant construction project. 5 process lines are built. The column equipment, metallic structures of flyovers, tanks and buildings are mounted; process pipeline assembly welding is carried out. In December 2019, PJSC GAZPROM's biggest transaction ever – project financing of the Amursky gas processing plant construction by a bank syndicate (22 banks) and export credit agencies of Russia (AO EXIAR), Germany (Euler Hermes), and Italy (SACE) in the total amount of EUR 11.4 billion – was concluded. 160 MW Svobodnenskaya TPP is built nearby to meet the enterprise's electricity needs;

- Construction of the 'alternative' facilities for liquid hydrocarbon processing and transportation from the Achimov deposits of the Urengoykoye field is close to completion; and

– Construction of an LNG facility near the Portovaya compressor station with annual capacity of 1.5 MMT is at the final stage. CPCS system installation and LNG facility pre-commissioning – no-load commissioning, preparation for system prechilling and integrated tests – are underway.

Report on Fulfillment of KPIs established by PJSC GAZPROM

Corporate-wide KPIs for 2019	Target	Actual	KPI achievement, as % of the target	Reasons for actual KPI deviations from target KPIs
Financial and business KPIs				
Unit costs in the <i>Production</i> business, RUB per ton of oil equivalent	869.27	873.24	99.5 %	Reduction in actual gas production volumes versus the planned ones by 0.2%
Unit costs in the <i>Transportation</i> business, RUB per commodity transportation work unit, in '000 m3 per 100 km	68.12	67.43	101 %	Reduction in actual costs of gas transportation affiliates
Reduction in operating expenses (costs), %	2	2.78	139 %	Reduction in operating expenses under control
Return on shareholder investments, shares	0.10	0.783	783 %	Increase in the market value of PJSC GAZPROM
Return on capital, %	6	8.78	146 %	Growth in the exchange gain reported as part of financial income
Labor productivity, '000 RUB/man-hour	73.16	75.66	103 %	Reduction in expenses for gas purchases by 8.3%
Industry KPIs				
Gas sales in natural terms, bcm	450.031	453.361	101 %	Gas demand growth and the resulting increase in supplies to countries of near and far abroad (except for the Baltic ones) and to Russian consumers versus the figures taken to calculate the target
Commissioning of top priority production facilities, units	10	7	70 %	Weather conditions and times of parts delivery for works at gas transportation facilities
Integral key innovation efficiency indicator,%	95	111.45	117 %	Methodical efforts to implement PJSC GAZPROM Innovative Development Program and efficient innovation activities

Draft Resolutions
of the annual General Shareholders' Meeting of PJSC GAZPROM
(for information)

1. Re the first agenda item: Approval of the Company's annual report:

Approve of PJSC GAZPROM Annual Report for 2019 (the draft is included in the information (materials) provided to shareholders in preparation for the annual General Shareholders' Meeting).

2. Re the second agenda item: Approval of the Company's annual accounts (financial statements):

Approve of PJSC GAZPROM Annual Accounts (Financial Statements) for 2019 (the draft is included in the information (materials) provided to shareholders in preparation for the annual General Shareholders' Meeting).

3. Re the third agenda item: Approval of the Company's 2019 profit allocation:

Approve of PJSC GAZPROM 2019 profit allocation.

4. Re the fourth agenda item: On the amount of dividends, the timing and form of their payment based on the 2019 performance, and on establishing the date, as of which the persons entitled to dividends are determined:

Approve of the amount, timing, and form of payment of the annual dividends on the Company's shares and the date, as of which the persons entitled to the dividends are determined, as proposed by PJSC GAZPROM Board of Directors: to pay out annual dividends based on the Company's performance in 2019, in the monetary form, in the amount of RUB 15.24 per PJSC GAZPROM ordinary share with the par value of RUB 5; to establish July 16, 2020, as the date as of which the persons entitled to the dividends are determined; to establish July 30, 2020, as the end date for payment of dividends to nominal holders and trust managers being professional stock market participants registered in PJSC GAZPROM Shareholders' Register; to establish August 20, 2020, as the end date for payment of dividends to other persons registered in PJSC GAZPROM Shareholders' Register.

5. Re the fifth agenda item: Approval of the Company's auditor:

Approve of the Financial and Accounting Advisors Limited Liability Company as PJSC GAZPROM Auditor.

6. Re the sixth agenda item: On payment of the remuneration for serving on the board of directors to the board of directors members, other than civil servants, in the amount established in the Company's internal documents:

Pay out remunerations to members of the Board of Directors in the amounts recommended by the Company's Board of Directors.

7. Re the seventh agenda item: On payment of the remuneration for serving on the audit commission to the audit commission members, other than civil servants, in the amount established in the Company's internal documents:

Pay out remunerations to members of the Audit Commission in the amounts recommended by the Company's Board of Directors.

8. Re the eighth agenda item: On amendments to PJSC GAZPROM Articles of Association:

Approve of the amendments to PJSC GAZPROM Articles of Association (the draft is included in the information (materials) provided to shareholders in preparation for the annual General Shareholders' Meeting).

9. Re the ninth agenda item: On amendments to the Regulation on PJSC GAZPROM Board of Directors:

Approve of the amendments to the Regulation on PJSC GAZPROM Board of Directors (the draft is included in the information (materials) provided to shareholders in preparation for the annual General Shareholders' Meeting).

10. Re the tenth agenda item: On approval of the new version of the Regulation on PJSC GAZPROM Audit Commission:

Approve of the new version of the Regulation on PJSC GAZPROM Audit Commission (the draft is included in the information (materials) provided to shareholders in preparation for the annual General Shareholders' Meeting).

11. Re the eleventh agenda item: Election of members of the Company's board of directors:

Elect the following members to PJSC GAZPROM Board of Directors:....

12. Re the twelfth agenda item: Election of members of the Company's audit commission:

Elect the following members to PJSC GAZPROM Audit Commission:....

Information on Shareholders' Agreements

PJSC GAZPROM has not received any notices of shareholders' agreement executions, as provided for by Article 32.1, Federal Joint Stock Companies Law.