



Public Joint Stock Company Gazprom
(PJSC Gazprom)

MINUTES OF THE GENERAL SHAREHOLDERS MEETING

June 30, 2023

No. 1

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

Meeting Presidium:

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

Meeting Secretary – **Irina Milyutina**

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

Location of PJSC Gazprom: St. Petersburg, Russian Federation.

Address of PJSC Gazprom: 2/3 Lakhtinsky Ave., Bldg. 1, Lakhta-Olgino Municipal District, St. Petersburg, 197229, Russian Federation.

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

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

Date of the Meeting (deadline for receiving voting ballots): June 30, 2023.

Mailing address to which filled-out voting ballots were sent: PJSC Gazprom, BOX 1255, St. Petersburg, 190900, Russian Federation.

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

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

MEETING AGENDA:

- 1. Approval of the Company's Annual Report.**
- 2. Approval of the Company's Annual Accounting (Financial) Statements.**
- 3. Approval of the distribution of the Company's profit based on the results of 2022.**
- 4. On the amount, period and form of the dividend payout based on the results of 2022, as well as on the date when a list of persons entitled to receive dividends is drawn up.**
- 5. Appointment of the Company's Auditing Firm.**
- 6. On the remuneration for the Board of Directors Members, who are not government officials, in the amount established by the Company's regulatory documents.**
- 7. On the remuneration for the Audit Commission Members, who are not government officials, in the amount established by the Company's regulatory documents.**
- 8. On the amendments to the Articles of Association of Gazprom.**
- 9. On the amendments to the Regulation on the General Shareholders Meeting of Gazprom.**
- 10. On the amendments to the Regulation on the Board of Directors of Gazprom.**
- 11. On the amendments to the Regulation on the Management Committee of Gazprom.**
- 12. Election of the Company's Board of Directors Members.**
- 13. Election of the Company's Audit Commission Members.**

As of June 5, 2023, which is the date for designating (making an official record of) persons entitled to take part in the Meeting, the number of votes held by the persons included in the List of persons entitled to take part in the General Shareholders Meeting on items 1–11 and 13 of the Meeting agenda amounted to 22,105,302,216 votes, on item 12 of the Meeting agenda – 243,158,324,376 cumulative votes.

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

on items 1–11 of the Meeting agenda – 22,105,302,216 votes;

on item 12 of the Meeting agenda – 243,158,324,376 cumulative votes;

on item 13 of the Meeting agenda – 22,102,492,187 votes.

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

on items 1–3 and 5 of the Meeting agenda – 13,417,803,681 votes;

on item 4 of the Meeting agenda – 13,417,798,671 votes;

on items 6, 10, 11 of the Meeting agenda – 13,413,441,434 votes;

on items 7–9 of the Meeting agenda – 13,417,798,966 votes;

on item 12 of the Meeting agenda – 147,547,853,937 cumulative votes.

on item 13 of the Meeting agenda – 13,415,270,011 votes.

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

The Meeting resolved to:¹

approve the 2022 Annual Report of Gazprom (the draft is included into the information (materials) provided to shareholders prior to the annual General Shareholders Meeting) (Appendix No. 1).

Voting results:

"IN FAVOR"	13,415,572,118	(99.9834%)
"AGAINST"	261,116	(0.0019%)
"ABSTENTIONS"	1,936,132	(0.0144%)

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

approve the 2022 Annual Accounting (Financial) Statements of Gazprom (the draft is included into the information (materials) provided to shareholders prior to the annual General Shareholders Meeting) (Appendix No. 2).

Voting results:

“IN FAVOR”	13,415,426,663	(99.9823%)
“AGAINST”	262,015	(0.0020%)
“ABSTENTIONS”	2,073,377	(0.0155%)

approve the distribution of Gazprom’s profit based on the results of 2022 (Appendix No. 3).

Voting results:

“IN FAVOR”	13,413,777,455	(99.9700%)
“AGAINST”	3,221,237	(0.0240%)
“ABSTENTIONS”	777,208	(0.0058%)

not to declare and not to pay out dividends on Gazprom’s shares based on the results of 2022.

Voting results:

“IN FAVOR”	13,411,288,719	(99.9515%)
“AGAINST”	5,663,435	(0.0422%)
“ABSTENTIONS”	806,736	(0.0060%)

appoint Financial and Accounting Consultants (FBK) Limited Liability Company as the Auditing Firm of Gazprom.

Voting results:

“IN FAVOR”	13,410,957,527	(99.9490%)
“AGAINST”	4,677,002	(0.0349%)
“ABSTENTIONS”	2,123,371	(0.0158%)

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

Voting results:

“IN FAVOR”	13,407,671,678	(99.9570%)
“AGAINST”	4,620,639	(0.0344%)
“ABSTENTIONS”	636,940	(0.0047%)

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

Voting results:

“IN FAVOR”	13,413,371,252	(99.9670%)
“AGAINST”	3,946,312	(0.0294%)
“ABSTENTIONS”	439,737	(0.0033%)

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

Voting results:

“IN FAVOR”	13,414,866,171	(99.9781%)
“AGAINST”	526,432	(0.0039%)
“ABSTENTIONS”	2,368,148	(0.0176%)

approve the amendments to the Regulation on the General Shareholders Meeting of Gazprom (the draft is included into the information (materials) provided to shareholders prior to the annual General Shareholders Meeting) (Appendix No. 7).

Voting results:

“IN FAVOR”	13,413,847,204	(99.9705%)
“AGAINST”	462,453	(0.0034%)
“ABSTENTIONS”	3,451,294	(0.0257%)

approve the amendments to the Regulation on the Board of Directors of Gazprom (the draft is included into the information (materials) provided to shareholders prior to the annual General Shareholders Meeting) (Appendix No. 8).

Voting results:

“IN FAVOR”	13,409,460,104	(99.9703%)
“AGAINST”	511,143	(0.0038%)
“ABSTENTIONS”	3,420,022	(0.0255%)

approve the amendments to the Regulation on the Management Committee of Gazprom (the draft is included into the information (materials) provided to shareholders prior to the annual General Shareholders Meeting) (Appendix No. 9).

Voting results:

“IN FAVOR”	13,409,023,752	(99.9671%)
“AGAINST”	461,102	(0.0034%)
“ABSTENTIONS”	3,902,365	(0.0291%)

elect the following persons to the Gazprom Board of Directors for the period until the third annual General Shareholders Meeting of Gazprom from the date of the election of the current Board of Directors Members:

**Akimov,
Andrey Igorevich**

“in favor” – 14,536,426,812 votes,
or 9.8520% of votes of the shareholders
who participated in the Meeting;

**Maksimtsev,
Igor Anatolyevich**

“in favor” – 14,536,698,685 votes,
or 9.8522% of votes of the shareholders
who participated in the Meeting;

**Manturov,
Denis Valentinovich**

“in favor” – 14,537,722,112 votes,
or 9.8529% of votes of the shareholders
who participated in the Meeting;

**Markelov,
Vitaly Anatolyevich**

“in favor” – 8,329,415,381 votes,
or 5.6452% of votes of the shareholders
who participated in the Meeting;

**Martynov,
Viktor Georgievich**

“in favor” – 14,536,863,987 votes,
or 9.8523% of votes of the shareholders
who participated in the Meeting;

**Miller,
Alexey Borisovich**

“in favor” – 14,540,354,197 votes,
or 9.8547% of votes of the shareholders
who participated in the Meeting;

**Novak,
Alexander Valentinovich**

“in favor” – 14,537,529,534 votes,
or 9.8528% of votes of the shareholders
who participated in the Meeting;

**Patrushev,
Dmitry Nikolaevich**

“in favor” – 14,537,719,763 votes,
or 9.8529% of votes of the shareholders
who participated in the Meeting;

**Sereda,
Mikhail Leonidovich**

“in favor” – 8,328,800,590 votes,
or 5.6448% of votes of the shareholders
who participated in the Meeting;

**Shulginov,
Nikolai Grigorievich**

“in favor” – 14,536,714,864 votes,
or 9.8522% of votes of the shareholders
who participated in the Meeting;

**Zubkov,
Viktor Alexeevich**

“in favor” – 14,537,593,304 votes,
or 9.8528% of votes of the shareholders
who participated in the Meeting.

“Against all candidates” to the Gazprom Board of Directors – 31,658,979 votes cast;
“abstained on all candidates” to the Gazprom Board of Directors – 12,227,567 votes
cast.

elect the following persons to the Audit Commission of Gazprom:

**Kostenko,
Gleb Alexandrovich**

“in favor” – 13,411,323,800 votes,
or 99.9706% of votes of the shareholders
who participated in the Meeting;

**Medvedeva,
Elena Anatolyevna**

“in favor” – 13,411,380,125 votes,
or 99.9710% of votes of the shareholders
who participated in the Meeting;

**Shvedov,
Dmitry Arkadievich**

“in favor”– 13,411,338,800 votes,
or 99.9707% of votes of the shareholders
who participated in the Meeting;

**Sorokin,
Mikhail Vladimirovich**

“in favor” – 13,411,345,360 votes,
or 99.9707% of votes of the shareholders
who participated in the Meeting;

**Yakovlev,
Alexey Vyacheslavovich**

“in favor”– 13,411,452,364 votes,
or 99.9715% of votes of the shareholders
who participated in the Meeting.

- Appendices:
1. Annual Report of Gazprom for the year 2022 – 153 sheets.
 2. Accounting (Financial) Statements of Gazprom for the year 2022 – 71 sheets.
 3. Allocation of PJSC Gazprom profit based on the results of 2022 – 2 sheets.
 4. Remuneration for Members of PJSC Gazprom Board of Directors as recommended by PJSC Gazprom Board of Directors – 2 sheets.
 5. Remuneration for Members of PJSC Gazprom Audit Commission as recommended by PJSC Gazprom Board of Directors – 2 sheets.
 6. Amendments to PJSC Gazprom Articles of Association – 4 sheets.
 7. Amendments to the Regulation on PJSC Gazprom General Shareholders Meeting – 2 sheets.
 8. Amendments to the Regulation on PJSC Gazprom Board of Directors – 2 sheets.
 9. Amendments to the Regulation on PJSC Gazprom Management Committee – 2 sheets.
 10. Minutes on the Voting Results of the General Shareholders Meeting of Gazprom – 17 sheets.

The Minutes were compiled on June 30, 2023, in two copies.

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

Viktor Zubkov

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

Irina Milyutina