

**MATERIAL FACT STATEMENT
ON DECISION MAKING ABOUT RESTRUCTURING OR DISSOLUTION OF ENTITY
CONTROLLED BY ISSUER AND MATERIALLY IMPORTANT FOR ISSUER**

1. General information	
1.1. Full legal name of issuer	Public Joint Stock Company Gazprom
1.2. Short legal name of issuer	PJSC Gazprom
1.3. Address of issuer	Moscow, Russian Federation
1.4. OGRN (Primary State Registration Number) of issuer	1027700070518
1.5. INN (Taxpayer Identification Number) of issuer	7736050003
1.6. Unique issuer code assigned by registering authority	00028-A
1.7. Internet pages used by issuer to disclose information	www.gazprom.ru; www.edisclosure.ru/PORTAL/company.aspx?id=934
1.8. Date of event (material fact) which is reflected in statement (if applicable)	April 20, 2021

2. Contents of Statement	
On decision making about restructuring of entity controlled by issuer and materially important for issuer	
<p>2.1. Type of entity which made decision about restructuring: entity controlled by issuer and materially important for issuer.</p> <p>2.2. Full legal name, address, INN (if applicable), OGRN (if applicable) of relevant entity which made decision about restructuring: Gazprom Neft Shelf Limited Liability Company. Address of commercial entity: Saint Petersburg, Russian Federation. INN 7725610285. OGRN 5077746978315.</p> <p>2.3. Type of decision: restructuring.</p> <p>2.4. Content of decision about restructuring of relevant entity:</p> <p>1. To restructure Gazprom Neft Shelf Limited Liability Company (hereinafter – Gazprom Neft Shelf) by absorption of Gazpromneft-Prirazlomnoye Limited Liability Company (hereinafter – Gazpromneft-Prirazlomnoye).</p> <p>2. To approve Agreement on Absorption of Gazpromneft-Prirazlomnoye into Gazprom Neft Shelf.</p> <p>3. To determine that Gazprom Neft Shelf shall, acting on behalf of all parties involved in restructuring, notify relevant registering authority about commencement of restructuring procedure.</p> <p>4. To establish following procedure of Gazprom Neft Shelf restructuring:</p> <p>4.1. not later than three business days from date of adopting this decision, notify in writing relevant registering authority at location of Gazprom Neft Shelf about commencement of Gazprom Neft Shelf restructuring in form of absorption of Gazprom Neft-Prirazlomnoye;</p> <p>4.2. after entry on commencement of restructuring procedure is made in Unified State Register of Legal Entities, publish, twice at monthly interval, notification of restructuring of Gazprom Neft Shelf in mass media outlets which provide data on state registration of legal entities, in accordance with requirements prescribed by Clause 5 of Article 51 of Federal Law on Limited Liability Companies No. 14-FZ dated February 8, 1998;</p> <p>4.3. authorize Igor Faig-Ogly Rustamov, Director General, to sign, acting on behalf of Gazprom Neft Shelf, Certificate of Transfer prepared under Articles 58 and 59 of Civil Code of Russian Federation in connection with restructuring of Gazprom Neft Shelf by absorption of Gazpromneft-Prirazlomnoye, as well as to approve Certificate of Transfer</p>	

by decision of sole participant of Gazprom Neft Shelf;

4.4. deem Gazprom Neft Shelf restructured starting from date on which respective entry on termination of activities of Gazpromneft-Prirazlomnoye is made in Unified State Register of Legal Entities.

5. To approve following terms and conditions of Gazprom Neft Shelf restructuring in form of absorption of Gazpromneft-Prirazlomnoye: nominal value of stake held by Gazprom Neft (sole participant of Gazprom Neft Shelf) shall be increased by 100% of equity capital of Gazpromneft-Prirazlomnoye with nominal value of RUB 10,000 (ten thousand), and shall, after restructuring procedure, amount to RUB 7,060,000 (seven million, sixty thousand), comprising 100% of equity capital of Gazprom Neft Shelf.

6. To task Igor Faig-Ogly Rustamov, Director General of Gazprom Neft Shelf, to sign notification about commencement of restructuring procedure and documents required to publish information on restructuring in State Registration Bulletin journal.

2.5. Authorized managing body of relevant entity which made decision about restructuring and date of adopting such decision: **General Shareholders Meeting, April 20, 2021.**

2.6. Date of compilation and number of minutes of meeting (session) of authorized managing body of entity which made decision about restructuring: **Decision (unnumbered) of sole participant of Gazprom Neft Shelf dated April 20, 2021.**

3. Signature

3.1. Member of Management Committee,
Department Head, Gazprom
(acting under power of attorney
No. 01/04/04-58д, dated January 31, 2018)

Elena Mikhailova

(signature)

3.2. Date

April

20, 2021

L.S.