

**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.e-disclosure.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 Transgaz Krasnodar Limited Liability Company. Address of commercial entity: Krasnodar, Russian Federation. INN 2308128945. OGRN 1072308003063.</p> <p>2.3. Type of decision: restructuring.</p> <p>2.4. Content of decision about restructuring of relevant entity: Public Joint Stock Company Gazprom, being sole participant of Gazprom Transgaz Krasnodar, made following decision in accordance with Articles 57–60 of Civil Code of Russian Federation, Articles 33, 39, 51 and 55 of Federal Law on Limited Liability Companies, and Articles of Association of Gazprom Transgaz Krasnodar:</p> <p>1. To restructure Gazprom Transgaz Krasnodar (OGRN 1072308003063) through spin-off of Gazprom International Projects Center 1 and Gazprom International Projects Yug 1 from it.</p> <p>2. To set up Gazprom International Projects Center 1 on following terms and conditions: full legal name: Gazprom International Projects Center 1 Limited Liability Company; short legal name: Gazprom International Projects Center 1 LLC; address of Gazprom International Projects Center 1 LLC: Saint Petersburg; amount of equity capital of Gazprom International Projects Center 1 LLC: RUB 7,183,520,205 (seven billion, one hundred and eighty-three million, five hundred and twenty thousand, two hundred and five); PJSC Gazprom (OGRN 1027700070518) is sole participant of Gazprom International Projects Center 1 LLC and owns 100% stake in equity capital of latter, with nominal value of such stake amounting to RUB 7,183,520,205 (seven billion, one hundred and eighty-three million, five hundred and twenty thousand, two hundred and five).</p> <p>3. To set up Gazprom International Projects Yug 1 on following terms and conditions: full legal name: Gazprom International Projects Yug 1 Limited Liability Company; short legal name: Gazprom International Projects Yug 1 LLC; address of Gazprom International Projects Yug 1 LLC: Saint Petersburg;</p>

amount of equity capital of Gazprom International Projects Yug 1 LLC: RUB 66,560,144,922 (sixty-six billion, five hundred and sixty million, one hundred and forty-four thousand, nine hundred and twenty-two);

PJSC Gazprom is sole participant of Gazprom International Projects Yug 1 LLC and owns 100% stake in equity capital of latter, with nominal value of such stake amounting to RUB 66,560,144,922 (sixty-six billion, five hundred and sixty million, one hundred and forty-four thousand, nine hundred and twenty-two).

4. To determine that Gazprom Transgaz Krasnodar shall perform following actions in accordance with established procedure on behalf of all companies involved in restructuring:

send written notification regarding commencement of restructuring procedure to authorized state body responsible for state registration of legal entities, with such notification containing indication of form of restructuring for each legal entity involved in restructuring;

after entry on commencement of restructuring procedure is made in Unified State Register of Legal Entities, publish, twice at monthly interval, notification of restructuring in mass media outlets which provide data on state registration of legal entities.

5. To approve Certificate of Transfer of Gazprom Transgaz Krasnodar restructured through spin off of Gazprom International Projects Center 1 and Gazprom International Projects Yug 1 from it (hereinafter – Certificate of Transfer, attached).

6. To determine that after completion of restructuring of Gazprom Transgaz Krasnodar through spin off of Gazprom International Projects Center 1 and Gazprom International Projects Yug 1 from it, amount of equity capital of Gazprom Transgaz Krasnodar will be RUB 626,901,869 (six hundred and twenty-six million, nine hundred and one thousand, eight hundred and sixty-nine), whereas Gazprom will hold 1 (one) stake representing 100% of equity capital of Gazprom Transgaz Krasnodar with nominal value of RUB 626,901,869 (six hundred and twenty-six million, nine hundred and one thousand, eight hundred and sixty-nine).

7. To approve attached amendments to Articles of Association of Gazprom Transgaz Krasnodar.

8. To task Denis Vasyukov, Director General of Gazprom Transgaz Krasnodar, to ensure state registration of new version of Articles of Association of Gazprom Transgaz Krasnodar after completion of restructuring of Gazprom Transgaz Krasnodar.

9. To determine that rights and obligations of Gazprom Transgaz Krasnodar specified in Certificate of Transfer shall be transferred to Gazprom International Projects Center 1 and Gazprom International Projects Yug 1 by way of succession.

10. To approve withdrawal of Gazprom Transgaz Krasnodar from South Stream Transport B.V. by transferring Gazprom Transgaz Krasnodar-owned 411,980 (four hundred and eleven thousand, nine hundred and eighty) shares of South Stream Transport B.V. with nominal value of EUR 100 (one hundred) each and total value of EUR 41,198,000 (forty-one million, one hundred and ninety-eight thousand), representing 100% of equity capital of South Stream Transport B.V., to Gazprom International Projects Yug 1, as result of restructuring of Gazprom Transgaz Krasnodar through spin-off of Gazprom International Projects Yug 1 from it.

11. To approve withdrawal of Gazprom Transgaz Krasnodar from South Stream Serbia AG by transferring Gazprom Transgaz Krasnodar-owned 24,582 (twenty-four thousand, five hundred and eighty-two) shares of South Stream Serbia AG, with nominal value of CHF 1,000 (one thousand) each and total value of CHF 24,582,000 (twenty-four million, five hundred and eighty-two thousand), representing 51% of equity capital of South Stream Serbia AG, to Gazprom International Projects Center 1, as result of restructuring of Gazprom Transgaz Krasnodar through spin-off of Gazprom International Projects Center 1 from it.

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 No. 50 of participant of Gazprom Transgaz Krasnodar Limited Liability Company, dated April 20, 2021.**

3. Signature

3.1. First Deputy Department Head, Gazprom (acting under power of attorney No. 01/04/04-48д, dated February 11, 2019)			Svetlana Antonova
		(signature)	
3.2. Date	April	22, 2021	L.S.