

**MATERIAL FACT STATEMENT  
ON ISSUER'S GENERAL PARTICIPANTS (SHAREHOLDERS) MEETING AND ITS  
RESOLUTIONS**

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)	June 25, 2021

2. Contents of Statement	
<p>2.1. Type of General Shareholders Meeting of issuer (annual (regular), extraordinary): <i>annual</i>.</p> <p>2.2. Form of General Shareholders Meeting of issuer (physical meeting (joint attendance) or absentee voting): <i>absentee voting</i>.</p> <p>2.3. Date, venue and time of holding General Shareholders Meeting of issuer: date of holding annual General Shareholders Meeting of Gazprom: <i>June 25, 2021</i>; time and venue of holding annual General Shareholders Meeting of Gazprom: <i>not applicable, Shareholders Meeting is held in form of absentee voting</i>.</p> <p>2.4. Quorum of General Shareholders Meeting of issuer: <i>Number of votes assigned to persons who took part in annual General Shareholders Meeting of Gazprom constituted:</i> <i>On items 1-4 and 7 of agenda – 15,115,931,345 of votes;</i> <i>On items 5, 8 and 9 of agenda – 15,115,577,695 votes;</i> <i>On item 6 of agenda – 14,540,778,389 votes;</i> <i>On item 10 of agenda – 161,835,345,329 cumulative votes;</i> <i>On item 11 of agenda – 15,115,575,295 votes.</i> <i>Quorum recorded as present on all agenda items.</i></p> <p>2.5. Agenda of General Shareholders Meeting of issuer:</p> <ol style="list-style-type: none"> <li><i>1. Approval of Company's Annual Report.</i></li> <li><i>2. Approval of Company's Annual Accounting (Financial) Statements.</i></li> <li><i>3. Approval of distribution of Company's profit based on results of 2020.</i></li> <li><i>4. On amount, period and form of dividend payout based on results of 2020 as well as on date when list of persons entitled to receive dividends is drawn up.</i></li> <li><i>5. Approval of Company's Auditor.</i></li> <li><i>6. On remuneration for Board of Directors Members who are not government officials, in amount established by Company's regulatory documents.</i></li> <li><i>7. On remuneration for Audit Commission Members who are not government officials, in amount established by Company's regulatory documents.</i></li> <li><i>8. On amendments to Gazprom's Articles of Association.</i></li> <li><i>9. On amendments to Gazprom's Regulation on Board of Directors.</i></li> <li><i>10. On election of Company's Board of Directors Members.</i></li> <li><i>11. On election of Company's Audit Commission Members.</i></li> </ol>	

2.6. Voting results on agenda items of issuer's General Shareholders Meeting where quorum was present, and wordings of decisions made by issuer's General Shareholders Meeting on such items:

1. On item 1 of agenda: "Approval of Company's Annual Report": *To approve Gazprom's Annual Report for 2020 (draft report included in package of information (materials) provided to shareholders in lead-up to annual General Shareholders Meeting).*

*IN FAVOR 15,070,866,194*

*AGAINST 3,806,573*

*ABSTENTIONS 41,173,177*

2. On item 2 of agenda: "Approval of Company's Annual Accounting (Financial) Statements": *To approve Annual Accounting (Financial) Statements of Gazprom for 2020 (draft statements included in package of information (materials) provided to shareholders in lead-up to annual General Shareholders Meeting).*

*IN FAVOR 15,091,404,164*

*AGAINST 3,809,383*

*ABSTENTIONS 20,608,847*

3. On item 3 of agenda: "Approval of distribution of Company's profit based on results of 2020": *To approve distribution of Gazprom's profits based on results of 2020.*

*IN FAVOR 15,095,580,066*

*AGAINST 92,041*

*ABSTENTIONS 20,126,542*

4. On item 4 of agenda: "On amount, period and form of dividend payout based on results of 2020", as well as establishing date when list of persons entitled to receive dividends is drawn up: *"To approve amount, period and form of paying out annual dividends on Company's shares as well as date on which persons entitled to receive dividends is drawn up as proposed by Gazprom's Board of Directors: to pay out annual dividends in cash equaling to RUB 12.55 per Gazprom's ordinary share with nominal value of RUB 5 from undistributed profits for previous years; to establish date of listing persons entitled to receive dividends – July 15, 2021; to establish deadline for paying out dividends to nominee shareholders and trustees who are stock market professionals recorded in Gazprom's Register of Shareholders – July 29, 2021; to determine deadline for paying out dividends to other Gazprom's registered shareholders – August 19, 2021."*

*IN FAVOR 15,094,535,237*

*AGAINST 90,427*

*ABSTENTIONS 21,229,580*

5. On item 5 of agenda: "Approval of Company's Auditor": *To approve Limited Liability Company Financial and Accounting Consultants as Gazprom's Auditor.*

*IN FAVOR 14,962,245,618*

*AGAINST 132,697,550*

*ABSTENTIONS 20,532,911*

6. On item 6 of agenda: "On remuneration for Board of Directors Members, who are not government officials, in amount established by Company's regulatory documents": *To pay remuneration to Board of Directors Members in amount recommended by Company's Board of Directors.*

*IN FAVOR 14,008,881,490*

*AGAINST 458,781,087*

*ABSTENTIONS 73,041,117*

7. On item 7 of agenda: "On remuneration for Audit Commission Members, who are not government officials, in amount established by Company's regulatory documents": *To pay remuneration to Audit Commission Members in amount recommended by Company's Board of Directors:*

*IN FAVOR* 15,019,977,869  
*AGAINST* 73,744,497  
*ABSTENTIONS* 22,130,734

8. On item 8 of agenda: "On making amendments to Gazprom's Articles of Association": *To approve amendments to Gazprom's Articles of Association (draft amendments included in package of information (materials) provided to shareholders in lead-up to annual General Shareholders Meeting).*

*IN FAVOR* 15,060,038,865  
*AGAINST* 33,706,002  
*ABSTENTIONS* 21,750,543

9. On item 9 of agenda: "On amendments to Regulation on Gazprom's Board of Directors": *To approve amendments to Regulation on Gazprom's Board of Directors (draft amendments included in package of information (materials) provided to shareholders in lead-up to annual General Shareholders Meeting).*

*IN FAVOR* 15,059,981,602  
*AGAINST* 33,697,175  
*ABSTENTIONS* 21,811,233

10. On item 10 of agenda: "Election of Company's Board of Directors Members": *To elect Board of Directors consisting of:*

<b>Akimov Andrey</b>	in favor – 15,023,477,572 votes
<b>Kulibaev Timur</b>	in favor – 17,188,795,037 votes
<b>Manturov Denis</b>	in favor – 14,736,541,773 votes
<b>Markelov Vitaly</b>	in favor – 6,957,142,079 votes
<b>Martynov Viktor</b>	in favor – 15,255,303,232 votes
<b>Mau Vladimir</b>	in favor – 15,528,999,185 votes
<b>Miller Alexey</b>	in favor – 17,916,207,643 votes
<b>Novak Alexander</b>	in favor – 14,996,882,163 votes
<b>Sereda Mikhail</b>	in favor – 6,301,788,403 votes
<b>Shulginov Nikolai</b>	in favor – 14,605,598,325 votes
<b>Zubkov Viktor</b>	in favor – 18,079,393,269 votes

There were 4,801,014,115 votes "Against All Candidates" and 72,617,476 votes "Abstained on All Candidates".

11. On item 11 of agenda: "Election of Company's Audit Commission Members": *To elect Gazprom's Audit Commission consisting of:*

<b>Fisenko Tatyana</b>	in favor – 15,011,463,976 votes
<b>Karpov Ilya</b>	in favor – 15,011,377,550 votes
<b>Shumov Pavel</b>	in favor – 15,011,352,625 votes
<b>Yakovlev Alexey</b>	in favor – 15,011,403,520 votes
<b>Zobkova Tatyana</b>	in favor – 15,012,067,925 votes

2.7. Date of compilation and number of Minutes of issuer's General Shareholders Meeting: *Minutes of General Shareholders Meeting of Gazprom No. 1, dated June 25, 2021.*

2.8. Identification attributes of shares, owners of which are entitled to participate in issuer's General

Shareholders Meeting: *ordinary registered uncertificated shares, state registration number of issue 1-02-00028-A, date of state registration of securities issue – December 30, 1998, International Securities Identification Number (ISIN) RU0007661625.*