

MATERIAL FACT STATEMENT
ON CONCLUSION OF MAJOR TRANSACTION BY ENTITY CONTROLLED BY ISSUER
AND MATERIALLY IMPORTANT FOR ISSUER

1. General information	
1.1. Full legal name (for commercial entity) or name (for non-profit organization) of issuer	Public Joint Stock Company Gazprom
1.2. Address of issuer indicated in Unified State Register of Legal Entities	2/3 Lakhtinsky Avenue, Bldg. 1, Lakhta-Olgino Municipal District, St. Petersburg, 197229, Russian Federation
1.3. OGRN (Primary State Registration Number) of issuer (if applicable)	1027700070518
1.4. INN (Taxpayer Identification Number) of issuer (if applicable)	7736050003
1.5. Unique issuer code assigned by Bank of Russia	00028-A
1.6. Webpage address used by issuer to disclose information	www.gazprom.ru; www.edisclosure.ru/PORTAL/company.aspx?id=934
1.7. Date of event (material fact) which is reflected in statement	December 13, 2021

2. Contents of Statement on conclusion of major transaction by entity controlled by issuer and materially important for issuer
<p>2.1. Type of entity which entered into major transaction: entity controlled by issuer and materially important for issuer.</p> <p>2.2. Full legal name, address, Taxpayer Identification Number (INN) (if applicable), Primary State Registration Number (OGRN) (if applicable) of relevant entity: Gazprom Holding Coöperatie U.A. Address of commercial entity: Amsterdam, Netherlands. INN not applicable. OGRN not applicable.</p> <p>2.3. Category of major transaction (major transaction that is not large-scale transaction; large-scale transaction; related-party transaction; large-scale transaction that is also related-party transaction): major transaction that is not large-scale transaction.</p> <p>2.4. Type and subject of major transaction: Type: sales and purchase agreement (hereinafter "Agreement"). Subject: sales of ordinary shares of Gazprom EP International B.V.</p> <p>2.5. Contents of transaction, including civil rights and obligations being determined, modified or terminated by means of this major transaction: Seller shall sell and transfer to Buyer [ordinary] shares of Gazprom EP International B.V. in total amount of 857,347 shares (hereinafter "Shares"), with nominal value of EUR 3,000 each, and Buyer shall acquire, accept and pay for Shares in manner and on terms and conditions stipulated by this Agreement.</p> <p>2.6. Parties and beneficiaries of major transaction: Gazprom Kapital as Buyer. Gazprom Holding Coöperatie U.A. as Seller.</p> <p>2.7. Period of obligations under major transaction: Selling price defined by Agreement is payable within ten (10) business days from date on which notarial deed on Shares transfer is executed by Dutch civil law notary, according to which transfer of ownership right to Shares is performed (Notarial Deed of Shares transfer was signed on December 10, 2021).</p> <p>2.8. Value of major transaction in monetary terms and as percentage of value of assets of entity controlled by issuer and materially important for issuer: Selling price of Shares shall be USD</p>

1,400,000,000 (One billion, four hundred million), which equals 13.89% of assets book value.

2.9. Value of assets determined on basis of accounting (financial) statements of entity controlled by issuer and materially important for issuer, as of last reporting date: **USD 10,076,360,000 as of December 31, 2020.**

2.10. Date of major transaction (agreement): **December 8, 2021.**

2.11. Information on decision making regarding consent or follow-up approval of major transaction in case such transaction was approved by authorized management body of issuer or entity controlled by issuer and materially important for issuer (name of relevant company's management body, which made decision on consent or follow-up approval of major transaction, date of mentioned decision-making, date of compilation and number of minutes of meeting (session) of relevant company's management body at which this decision was made if this decision was made by collegiate management body of relevant company), or indication that decision on consent or follow-up approval of major transaction was not made: **Written resolutions from general meeting of participants dated November 15, 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
	(position of issuer's authorized officer)	(signature)	(full name)
3.2. Date	13	December	2021