

**MATERIAL FACT STATEMENT
ON DECISIONS OF ISSUER'S BOARD OF DIRECTORS**

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)	May 14, 2019

2. Contents of Statement
<p>2.1. Quorum of Gazprom Board of Directors' meeting and voting result on decision making issues: meeting in absentia, 11 out of 11 elected Board of Directors Members submitted voting ballots, quorum recorded as present.</p> <p>Voting result on agenda items:</p> <p>1. "On status of Non-Core Assets Divestment Program in 2018": In favor – 11 votes, Against – 0 votes, Abstentions – 0 votes.</p> <p>2. "On creating programs meant to improve procurement management": In favor – 11 votes, Against – 0 votes, Abstentions – 0 votes.</p> <p>3. "On updating long-term development program of Gazprom and submission of program-related audit reports to Russian Ministry of Economic Development, Federal Property Management Agency and federal executive bodies coordinating Gazprom's activities in accordance with Russian Government Order No. 1870-p, dated August 30, 2017": In favor – 11 votes, Against – 0 votes, Abstentions – 0 votes.</p> <p>4. "On restructuring through merger of Gazprom Telecom into Gazprom Svyaz": In favor – 11 votes, Against – 0 votes, Abstentions – 0 votes.</p> <p>2.2. Content of decisions made by issuer's Board of Directors:</p> <p>Regarding issue "On status of Non-Core Assets Divestment Program in 2018": Having reviewed Report on status of Non-Core Assets Divestment Program for Gazprom and its subsidiaries in 2018, Gazprom Board of Directors decided to: Take into consideration Report on status of non-core assets divestment at Gazprom and its subsidiaries in 2018 attached to Board of Directors' decision.</p> <p>Regarding issue "On creating programs meant to improve procurement management": Having reviewed submitted information, Gazprom Board of Directors decided to: Task Alexey Miller, Chairman of Gazprom Management Committee, to ensure following: 1. Development of program meant to improve procurement management (hereinafter – Program) and its approval within ten days, which should also include: Program evaluation procedure and performance indicators taking into account competitive environment in procurement segment, with procurement list attached to Board of Directors' decision; measures aimed at personnel assessment and development, including both employees directly involved in procurement and also employees responsible for formation of specific customer demand, contract execution and contractual payments.</p> <p>2. Adoption of said provisions by Gazprom's subsidiaries.</p> <p>3. Posting of information regarding execution of Russian Government Directives No. 1519н-П13, dated February 20, 2019, together with electronic copies of supporting</p>

documents, on Interdepartmental website for state property management within twenty (20) days from Program adoption and no later than forty (40) days from receipt of above Directives.

Regarding issue "On updating long-term development program of Gazprom and submission of program-related audit reports to Russian Ministry of Economic Development, Federal Property Management Agency and federal executive bodies coordinating Gazprom's activities in accordance with Russian Government Order No. 1870-p, dated August 30, 2017":

Having reviewed submitted information, Gazprom Board of Directors decided to:

Task Alexey Miller, Chairman of Gazprom Management Committee, to ensure following:

1. Analyzing and adjusting long-term development program in order to update it in line with Plan, as well as need to enhance investments in basic stock and adjust long-term development program in accordance with goals of Russian President's Decree No. 204, dated May 7, 2018: "On national goals and strategic development objectives of Russian Federation until 2024" within three months from approval of sectoral action plan meant to boost inflow of investments in basic stock and to increase their share in gross domestic product to 25%, including target indicators by types of economic activities (hereinafter - Plan).

2. Submission of audit reports on long-term development program to Ministry of Economic Development, Federal Property Management Agency, federal executive bodies coordinating Gazprom's activities in accordance with Russian Government's Order No. 1870-p, dated August 30, 2017, including by annually placing audit report on Interdepartmental website for state property management until June 1.

Regarding issue: "On restructuring through merger of Gazprom Telecom into Gazprom Svyaz":

In accordance with subclause 17.1, clause 1 of Article 65 of Federal Law on Joint Stock Companies, subclauses 19 and 22, clause 34.1 of Article 34 of Gazprom Articles of Association and Transaction Procedure approved by Gazprom Board of Directors Decision No. 366, dated September 27, 2002, Gazprom Board of Directors decided to:

1. Approve termination of Gazprom's participation in Gazprom Telecom as result of its restructuring by merger with Gazprom Svyaz.

2. Determine that transactions on restructuring of Gazprom Svyaz by merger with Gazprom Telecom, including alienation of 100% stake in equity capital of Gazprom Telecom by Gazprom and acquisition of stake at different nominal value in equity capital of Gazprom Svyaz by Company don't require approval by Gazprom Board of Directors.

2.2. Date of Gazprom's Board of Directors meeting (date of submitting filled out voting ballots by Members of issuer's Board of Directors) at which corresponding decisions were made: **May 13, 2019.**

2.4. Date of compilation and number of minutes of Gazprom Board of Directors meeting where corresponding decisions were made: **No. 1252, dated May 14, 2019.**

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	May	14, 2019	L.S.	