

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 28, 2019

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>physical meeting (joint attendance)</i>.</p> <p>2.3. Date, venue and time of holding General Shareholders Meeting of issuer: <i>June 28, 2019, Conference Hall D, the EXPOFORUM Convention and Exhibition Centre, Letter A, Building 1, 64 Peterburgskoye highway, Shushary settlement, Saint Petersburg, Russian Federation. General Shareholders Meeting starts at 10:00 am. General Shareholders Meeting finishes at 12:16 am.</i></p> <p>2.4. Quorum of General Participants (Shareholders) Meeting of issuer: <i>As at close of registration (11:42 am), number of votes attached to placed voting shares owned by persons who participated in meeting and were entitled to vote amounted to:</i> <i>On items 1, 5, 8-12 of agenda – 16,197,818,487 of votes;</i> <i>On items 2-4, 7 of agenda – 16,198,526,137; of votes;</i> <i>On item 6 of agenda – 13,870,450,129 of votes;</i> <i>On item 13 of agenda – 165,994,287,245 of votes;</i> <i>On item 14 of agenda – 16,195,379,443 of 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"> <i>1. Approval of Company's Annual Report.</i> <i>2. Approval of Company's annual accounting (financial) statements.</i> <i>3. Approval of distribution of Company's profit based on results of 2018.</i> <i>4. On amount, terms and form of dividend payout based on results of 2018 as well as on date when list of persons entitled to receive dividends is drawn up.</i> <i>5. Approval of Company's Auditor.</i> <i>6. On remuneration for service on Board of Directors to its Members – non-government officials in amount prescribed by Company's regulatory documents.</i> <i>7. On remuneration for service on Audit Commission to its Members – non-government officials in amount prescribed by Company's regulatory documents.</i> <i>8. On introduction of amendments to Gazprom's Articles of Association.</i>

9. On introduction of amendments to Regulation on General Shareholders Meeting of Gazprom.

10. On introduction of amendments to Regulation on Board of Directors of Gazprom.

11. On introduction of amendments to Regulation on Management Committee of Gazprom.

12. On revocation of Gazprom's Dividend Payment Procedure.

13. On Election of Company's Board of Directors Members.

14. On election of Company's Audit Commission Members.

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 2018 (draft report included in package of information (materials) provided to shareholders in lead-up to annual General Shareholders Meeting)*

IN FAVOR 16,192,171,396

AGAINST 2,632,788

ABSTENTIONS 156,630

2. On item 2 of agenda: "Approval of Company's annual accounting (financial) statements": *To approve annual accounting (financial) statements of Gazprom for 2018 (draft statements included in package of information (materials) provided to shareholders in lead-up to annual General Shareholders Meeting).*

IN FAVOR 16,192,139,798

AGAINST 2,632,853

ABSTENTIONS 860,784

3. On item 3 of agenda: "Approval of distribution of Company's profit based on results of 2018": *To approve distribution of Gazprom's profits based on results of 2018.*

IN FAVOR 16,195,357,858

AGAINST 49,302

ABSTENTIONS 220,702

4. On item 4 of agenda: "On amount, terms and form of dividend payout based on results of 2018 as well as establishing date when list of persons entitled to receive dividends is drawn up":

To approve amount, terms and form of paying out annual dividends on Company's shares as well as date as of which persons entitled for dividends are determined as proposed by Gazprom's Board of Directors: to pay out annual dividends in cash equaling to RUB 16.61 per Gazprom's ordinary share with nominal value of RUB 5 based on Company's results in 2018; establish date on which persons entitled to receive dividends are determined – July 18, 2019; to determine deadline for paying out dividends to nominal holders and trustees being professional players of security market and registered in Gazprom's shareholders register – August 1, 2019; to determine deadline for paying out dividends to other Gazprom's registered shareholders – August 22, 2019.

IN FAVOR 16,195,506,689

AGAINST 42,690

ABSTENTIONS 127,734

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 16,067,114,940

AGAINST 126,412,968

ABSTENTIONS 1,429,801

6. On item 6 of agenda: "On paying remuneration to Board of Directors Members, non-government officials, for service on Board of Directors in amount recommended by Company's regulatory documents": *To pay remuneration to Board of Directors Members in amount recommended by Company's Board of Directors:*

IN FAVOR 13,449,655,876

AGAINST 350,688,492

ABSTENTIONS 67,243,818

7. On item 7 of agenda: "On paying remuneration to Audit Commission Members, non-government officials, for service on Audit Commission in amount prescribed by Company's regulatory documents": *To pay remuneration to Audit Commission Members in amount recommended by Company's Board of Directors:*

IN FAVOR 16,101,730,119

AGAINST 91,773,200

ABSTENTIONS 2,173,033

8. On item 8 of agenda: "On making amendments into Gazprom's Articles of Association": *To approve amendments into 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 16,193,325,356

AGAINST 122,458

ABSTENTIONS 1,504,243

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

IN FAVOR 16,184,766,998

AGAINST 8,689,976

ABSTENTIONS 1,494,438

10. On item 10 of agenda: "On making amendments into Regulation on Gazprom Board of Directors": *To approve amendments into Regulation on Gazprom Board of Directors (draft amendments included in package of information (materials) provided to shareholders in lead-up to annual General Shareholders Meeting).*

IN FAVOR 16,193,571,996

AGAINST 117,758

ABSTENTIONS 1,274,635

11. On item 11 of agenda: "On making amendments into Regulation on Gazprom Management Committee": *To approve amendments into Regulation on Gazprom Management Committee (draft amendments included in package of information (materials) provided to shareholders in lead-up to annual General Shareholders Meeting).*

IN FAVOR 16,193,332,267

AGAINST 114,664

ABSTENTIONS 1,498,746

12. On item 12 of agenda: "On revocation of Gazprom's Dividend Payment Procedure": *To revoke Gazprom's Dividend Payment Procedure approved by decision of annual General Shareholders Meeting, Minutes No. 1, dated June 28, 2013.*

IN FAVOR 16,193,589,918

AGAINST 65,226

ABSTENTIONS 1,310,646

13. On item 13 of agenda: Election of Company's Board of Directors Members:

To elect Board of Directors consisting of:

Akimov Andrey	in favor – 15,318,558,839 of votes
Kulibaev Timur	in favor – 15,350,048,337 of votes
Manturov Denis	in favor – 15,439,790,255 of votes
Markelov Vitaly	in favor – 8,011,409,416 of votes
Martynov Viktor	in favor – 15,545,549,588 of votes
Mau Vladimir	in favor – 16,799,584,974 of votes
Miller Alexey	in favor – 17,065,188,334 of votes

Novak Alexander	in favor – 16,768,660,507 of votes
Patrushev Dmitry	in favor – 15,120,694,787 of votes
Sereda Mikhail	in favor – 8,076,835,369 of votes
Zubkov Viktor	in favor – 17,247,113,737 of votes

There were 5,149,229,470 votes "Against All Candidates" and 55,990,704 votes "Abstained on All Candidates".

14. On item 14 of agenda: "Election of Company's Audit Commission Members": *To elect Gazprom's Audit Commission consisting of¹:*

Bezmenov Ivan	in favor – 14,608,464,078 of votes
Bikulov Vadim	in favor – 16,051,596,964 of votes
Fisenko Tatiana	in favor – 14,594,815,180 of votes
Gladkov Alexander	in favor – 16,070,820,503 of votes
Mironova Margarita	in favor – 16,051,014,898 of votes
Nosov Yuri	in favor – 14,577,557,399 of votes
Oganyan Karen	in favor – 14,577,226,680 of votes
Platonov Sergey	in favor – 14,587,301,549 of votes
Stolyarov Evgeny	in favor – 14,595,266,894 of votes

Voting results for candidates not elected to Audit Commission:

Pashkovsky Dmitry	in favor – 1,212,605,296 of votes
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2.7. Date of compilation and number of Minutes of issuer's General Shareholders Meeting: *as at date of issuance of this statement, Minutes of annual General Shareholders Meeting are under preparation, information disclosure is regulated by p. 2.10 of Regulation on information disclosure by equity issuers (No. 454-П6, dated December 30, 2014, approved by Bank of Russia).*

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.*

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	June	28, 2019	L.S.	

¹ *Voting results on item 14 were counted excluding votes on shares held by persons serving in managing bodies of Company.*