

**MATERIAL FACT STATEMENT**  
**ON ACQUISITION OF ISSUER'S RIGHT TO DISPOSE OF CERTAIN NUMBER**  
**OF VOTES ATTACHED TO VOTING SHARES (STAKES) THAT CONSTITUTE**  
**EQUITY CAPITAL OF SEPARATE ENTITY**

| 1. General information   |   |
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| 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;<br>www.e-disclosure.ru/PORTAL/company.aspx?id=934 |
| 1.8. Date of event (material fact) which is reflected in statement (if applicable) | December 25, 2019   |

| 2. Contents of Statement   |
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| <p>2.1. Full legal name, address, INN (if applicable), OGRN (if applicable) of entity, in which issuer obtained right to dispose of certain number of votes attached to voting shares (stakes) that constitute equity capital acquired by issuer: <b>Joint Stock Company REP Holding</b>.<br/> Address of commercial entity: <b>St. Petersburg, Russian Federation</b>.<br/> <b>INN 7806151791</b>.<br/> <b>OGRN 104811000445</b>.</p> <p>2.2. Type of issuer's right to dispose of certain number of votes attached to voting shares (stakes) that constitute equity capital of entity: <b>indirect disposal</b>.</p> <p>2.3. Entities controlled by issuer (chain of entities under issuer's direct or indirect control), through which issuer obtained right to indirectly dispose of certain number of votes attached to voting shares (stakes) that constitute equity capital of entity:</p> <ul style="list-style-type: none"> <li>- Public Joint Stock Company Gazprom owns 100% of stakes in Gazprom Energoholding Limited Liability Company (address: Saint Petersburg, Russian Federation, INN 7703323030, OGRN 1037739465004);</li> <li>- Gazprom Energoholding owns 99.9999957% of votes in Joint Stock Company Gazprom Energoremont (address: Saint Petersburg, INN 7707625521, OGRN 5077746716185);</li> <li>- Gazprom Energoholding owns 99.59% of votes in Public Joint Stock Company Centrenergoholding (address: 101 (bld. 3) Vernadsky Prospekt, Moscow, 119526, INN 7729604395, OGRN 1087760000020);</li> <li>- Centrenergoholding owns 0.0000043% of votes in Joint Stock Company Gazprom Energoremont (address: Saint Petersburg, INN 7707625521, OGRN 5077746716185);</li> </ul> <p>Gazprom Energoholding owns 99.999% of stakes in Gazprom Energoholding Engineering Limited Liability Company (address: Moscow, Russian Federation, INN 7729722060, OGRN 1127747051585);</p> <ul style="list-style-type: none"> <li>- Gazprom Energoholding Engineering owns 0.24% of votes in Public Joint Stock Company Centrenergoholding (address: 101 (bld. 3) Vernadsky Prospekt, Moscow, INN 7729604395, OGRN 1087760000020);</li> <li>- Centrenergoholding owns 0.001% of stakes in Gazprom Energoholding Engineering Limited Liability Company (address: Moscow, Russian Federation, INN 7729722060, OGRN 1127747051585);</li> <li>- Gazprom Energoremont owns 100% of stakes in Gazprom Energoholding Industrial Assets Limited Liability Company (address: Saint Petersburg, Russian Federation, INN 7811737334, OGRN 1197847196876);</li> </ul> |

- Gazprom Energoholding Industrial Assets owns 99.9975% of votes in Joint Stock Company REP Holding (address: St. Petersburg, Russian Federation, INN 7806151791, OGRN 104811000445);  
 - Gazprom Energoremont owns 0.0025% of votes in Joint Stock Company REP Holding (address: St. Petersburg, Russian Federation, INN 7806151791, OGRN 104811000445).

2.4. Attribute of issuer's right to dispose of certain number of votes attached to voting shares (stakes) that constitute equity capital of entity obtained by issuer: **independent disposal.**

2.5. Ground for issuer's right to dispose of certain number of votes attached to voting shares (stakes) that constitute equity capital of entity (acquisition of shareholding in entity; conclusion of asset trust agreement, simple partnership agreement, contract of agency, shareholders' agreement; other agreement envisaging execution of rights attached to shares (stakes) of entity): **acquisition of shareholding in company.**

Acquisition of 100% of REP Holding voting capital by Gazprom Energoremont and Gazprom Energoholding Industrial Assets.

2.6. Number and percentage of votes attached to voting shares (stakes) that constitute equity capital of entity, which issuer had right to dispose of prior to advent of relevant ground: **0% of REP Holding voting capital.**

2.7. Number and percentage of votes attached to voting shares (stakes) that constitute equity capital of entity, which issuer had right to dispose of after advent of relevant ground: **100% of REP Holding voting capital.**

2.8. Effective date of ground for issuer's right to dispose of certain number of votes attached to voting shares (stakes) that constitute equity capital of entity (date of depositing securities into depository accounts of Gazprom Energoremont and Gazprom Energoholding Industrial Assets): December 18, 2019.

| 3. Signature  |          |          |             |                   |
|---|----------|----------|-------------|-------------------|
| 3.1. First Deputy Department Head, Gazprom<br>(acting under power of attorney<br>No. 01/04/04-48д, dated February 11, 2019) |          |          |             | Svetlana Antonova |
|   |          |          | (signature) |                   |
| 3.2. Date   | December | 25, 2019 | L.S.        |                   |