

**MATERIAL FACT STATEMENT
ON CERTAIN DECISIONS OF ISSUER'S BOARD OF DIRECTORS
(SUPERVISORY BOARD)**

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

2. Contents of Statement
<p style="text-align: center;">On ratification of transactions considered by Russian law as major transactions and (or) related-party transactions</p> <p>2.1. Quorum of issuer's Board of Directors meeting and voting results on decision-making issues: meeting in absentia, 10 out of 11 Board of Directors Members submitted voting ballots, quorum recorded as present. Voting results on agenda item: On approval of Gazprom's acquisition of additional shares in Nord Stream 2 AG: In favor – 10 votes, Against – 0 votes, Abstentions – 0 votes.</p> <p>2.2. Content of decision made by issuer's Board of Directors: In compliance with Article 77, Chapter XI of Federal Law "On Joint Stock Companies", clause 34.1, Article 34 of Gazprom Articles of Association and Procedures for Completing Transactions approved by Gazprom Board of Directors Decision No. 366 dated September 27, 2002, Gazprom Board of Directors resolved:</p> <ol style="list-style-type: none"> 1. To determine that based on market value price of 71,250 (Seventy-one thousand two hundred and fifty) additional registered shares owned by Nord Stream 2 AG and acquired by Gazprom shall be EUR 1,425,000,000 (One billion four hundred and twenty-five million). 2. To approve Gazprom's acquisition of 71,250 (Seventy-one thousand two hundred and fifty) additional registered shares of Nord Stream 2 AG with nominal value of CHF 1,000 (One thousand) each and total nominal value of CHF 71,250,000 (Seventy-one million two hundred and fifty thousand) issued and placed through private offering in association with increase in Nord Stream 2 AG equity capital at placement price of EUR 20,000 (Twenty thousand) per each share in total amount of EUR 1,425,000,000 (One billion four hundred and twenty-five million) to be paid in monetary form in 2017 maintaining Gazprom's stake in equity capital of Nord Stream 2 AG at 100% as related-party transaction. <p>2.3. Date of issuer's Board of Directors meeting where corresponding decision was made: February 9, 2017 (date of ballots submission).</p> <p>2.4. Date of compilation and number of minutes of issuer's Board of Directors meeting where corresponding decision was made: No. 1127, dated February 10, 2017.</p>

3. Signature		
3.1. First Deputy Department Head, Gazprom (acting under power of attorney No. 01/04/04-345д, dated May 25, 2015)		
	_____	Svetlana Antonova
	(signature)	
3.2. Date: February 10, 2017	L.S.	