

**INFORMATION (MATERIALS)  
PROVIDED TO SHAREHOLDERS IN PREPARATION FOR  
THE ANNUAL GENERAL SHAREHOLDERS' MEETING  
OF PJSC GAZPROM IN 2019**

Saint Petersburg, 2019

**List  
of information (materials) provided to shareholders  
in preparation for the annual General Shareholders' Meeting  
of PJSC GAZPROM**

1. Announcement of the annual General Shareholders' Meeting of PJSC GAZPROM.
2. PJSC GAZPROM Annual Report for 2018 and Annual Accounts (Financial Statements) for 2018, including the Auditor's Report.
3. Report on PJSC GAZPROM related party transactions made in 2018.
4. Opinion of PJSC GAZPROM Audit Commission on reliability of data contained in PJSC GAZPROM Annual Report for 2018, Annual Accounts (Financial Statements) for 2018 and in the Report on PJSC GAZPROM related party transactions made in 2018.
5. Review of PJSC GAZPROM Auditor's Report by the Audit Committee of PJSC GAZPROM Board of Directors.
6. 2018 profit allocation recommendations of PJSC GAZPROM Board of Directors, in particular, the amount, timing and form of payment of the annual dividends on the Company's shares and the date, as of which the persons entitled to the dividends are determined.
7. Information on the candidacy for PJSC GAZPROM Auditor.
8. Proposals on the amount of remuneration to members of PJSC GAZPROM Board of Directors.
9. Proposals on the amount of remuneration to members of PJSC GAZPROM Internal Audit Commission.
10. Draft Amendments to PJSC GAZPROM Articles of Association and the change-related information in the form of the current version and the proposed version comparison.
11. Draft Amendments to the Regulation of PJSC GAZPROM General Shareholders' Meeting and the change-related information in the form of the current version and the proposed version comparison.
12. Draft Amendments to the Regulation on PJSC GAZPROM Board of Directors and the change-related information in the form of the current version and the proposed version comparison.
13. Draft Amendments to the Regulation on PJSC GAZPROM Management Committee and the change-related information in the form of the current version and the proposed version comparison.
14. Information on recognition of OAO GAZPROM Dividend Payment Procedure inoperative.
15. Information on candidates to PJSC GAZPROM Board of Directors, in particular, on the availability of their written consent to be elected.
16. Information on candidates to PJSC GAZPROM Internal Audit Commission, in particular, on the availability of their written consent to be elected.

17. PJSC GAZPROM Environmental Report for 2018.
18. Report on PJSC GAZPROM Long-Term Development Program implementation.
19. Report on fulfillment of KPIs established by PJSC GAZPROM.
20. Draft resolutions of the annual General Shareholders' Meeting of PJSC GAZPROM.
21. Information on shareholders' agreements.

**Announcement  
of the annual General Shareholders' Meeting of  
PJSC GAZPROM**

PJSC GAZPROM Board of Directors (PJSC GAZPROM location: Moscow, Russian Federation) hereby notifies of the annual General Shareholders' Meeting of PJSC GAZPROM (hereinafter the Meeting) scheduled for June 28, 2019. The Meeting will be held at: Conference Hall D, the EXPOFORUM Convention and Exhibition Centre, Letter A, Building 1, 64 Peterburgskoye shosse, Shushary settlement, Saint Petersburg, Russian Federation.

The Meeting is scheduled to begin at 10:00 a.m. The Meeting is held as an assembly (joint presence of shareholders to discuss agenda issues and to resolve on issues put to vote).

Holders of the Company's ordinary shares are entitled to vote on all agenda issues of the Meeting.

The list of persons entitled to participate in the Meeting is made (fixed) as of the close of business on June 03, 2019.

The Meeting participants will be registered by the Counting Board on June 26, 2019, from 10.00 a.m. to 5.00 p.m., and on June 28, 2019, from 9.00 a.m. to the time when the last agenda issue of the Meeting, for which the quorum is available, have been discussed, at: Conference Hall D, the EXPOFORUM Convention and Exhibition Centre, Letter A, Building 1, 64 Peterburgskoye shosse, Shushary settlement, Saint Petersburg, Russian Federation.

Counting Board phone number: (495) 719 40 15; (812) 413 76 16.

To get registered, the Meeting participant will present:-

Shareholder (individual): an ID;

Shareholder's (individual's) representative: a Power of Attorney issued by the shareholder and the representative's ID;

Shareholder's (legal entity's) representative: a Power of Attorney issued by the legal entity and the representative's ID;

Head of the legal entity being the Company's shareholder: the document evidencing his/her official capacity in accordance with the applicable law and his/her ID;

Legal successors of the persons entitled to participate in the Meeting will also present the documents evidencing their legal successor powers.

The documents evidencing powers of legal successors and representatives of the persons included into the list of persons entitled to participate in the Meeting (their copies witnessed (certified) in the manner provided for by Russian Federal law), are attached to voting ballots sent by these persons or handed over to the Counting Board.

The number of PJSC GAZPROM shareholders is several hundreds of thousands of holders residing in the Russian Federation and abroad, which makes the Meeting personal attendance by all shareholders difficult. In view of the above, it is recommended that shareholders exercise their right to participate in the Meeting through their representatives by proxy, or by sending their filled-in voting ballots to

the Company, and also by giving instructions (instructing) the nominal holder, the foreign nominal holder, the foreign entity entitled, in line with its own law, to account for securities and for transfer of rights thereto (in case these entities account for rights to shares).

The ballots may be sent by mail at: PJSC GAZPROM, 16 Nametkin Street, Moscow, GSP-7, 117997, or handed in personally at: 16 Nametkin Street, Moscow. The votes represented by voting ballots and declarations of intention received before 6:00 p.m. on June 25, 2019.

### **Agenda of the annual General Shareholders' Meeting of PJSC GAZPROM**

1. Approval of the Company's annual report.
2. Approval of the Company's annual accounts (financial statements).
3. Approval of the Company's profit allocation in 2018.
4. On the amount of dividends, the timing and form of their payment based on the 2018 performance, and on establishing the date, as of which the persons entitled to dividends are determined.
5. Approval of the Company's auditor.
7. On payment of the remuneration for serving on the board of directors (the supervisory board) to the board of directors members, other than civil servants, in the amount established in the Company's internal documents.
8. On payment of the remuneration for serving on the audit commission to the audit commission members, other than civil servants, in the amount established in the Company's internal documents.
8. On amendments to PJSC GAZPROM Articles of Association.
9. On amendments to the Regulation of PJSC GAZPROM General Shareholders' Meeting.
10. On amendments to the Regulation on PJSC GAZPROM Board of Directors.
11. On amendments to the Regulation on PJSC GAZPROM Management Committee.
12. On recognition of OAO GAZPROM Dividend Payment Procedure inoperative.
13. Election of members of the Company's board of directors.
14. Election of members of the Company's audit commission.

The information/materials to be provided to the persons entitled to participate in the Meeting in preparation for the Meeting will be available from June 07, 2019, in the premise of PJSC GAZPROM at: 16 Nametkin Street, Room 331, Building 2, Moscow (telephone: (812) 609 76 57); and from the Registrar, AO DRAGA, the branches of AO DRAGA, and Gazprombank (Joint Stock Company) offices at the addresses listed below, as well as on the Company's website, [www.gazprom.ru](http://www.gazprom.ru), in the Internet information and telecommunications network.

**Addresses  
of the Registrar, AO DRAGA, the branches of AO DRAGA,  
and Gazprombank (Joint Stock Company) offices**

No.	Entity
1	<b>AO DRAGA</b> 117420, Moscow, Novocheremushkinskaya str., 71/32 Phone: (8-499) 550-88-18
2	<b>Volgograd branch of AO DRAGA</b> 400001, Volgograd, Klinskaya str., 32a Phone/fax: (844-2) 99-05-35, 99-05-36
3	<b>Ivanovo branch of AO DRAGA</b> 153012, Ivanovo, Sovetskaya str., 22A, office 306 Phone/fax: (493-2) 34-51-31
4	<b>Kazan branch of AO DRAGA</b> 420021, Republic of Tatarstan, Kazan, Narimanova str., 66 Phone/fax: (843) 292-54-79
5	<b>Korolev branch of AO DRAGA</b> 141070, Moscow Region, Korolev, Tsiolkovskogo str., 4A Phone/fax: (495) 513-88-54
6	<b>Samara branch of AO DRAGA</b> 443001, Samara, Brat'ev Korostelevykh str., 154 Phone/fax: (846) 276-63-11
7	<b>Saint Petersburg branch of AO DRAGA</b> 197110, Saint Petersburg, Bol'shaya Zelenina str., 8, bld. 2, letter A, office 42H Phone/fax: (812) 775-00-81, 775-00-82
8	<b>Saratov branch of AO DRAGA</b> 410017, Saratov, Shelkovichnaya str., 11/15 Phone/fax: (845-2) 39-22-70, 39-22-72
9	<b>Depository Center of GPB (JSC)</b> 115419, Moscow, 2 <sup>nd</sup> Verkhny Mikhailovsky proezd, 9, bld. 11 Phone: (495) 913-74-74 – unified information system of GPB (JSC), 8-800-100-07-01 (free call within RF)
10	<b>GPB (JSC) Branch Vostochno-Sibirsky</b> 660041, Krasnoyarsk, str. Akademika Kirenskogo, 87-B Phone: (391) 274-58-27
11	<b>GPB (JSC) Branch Vostochno-Sibirsky</b> 664011, Irkutsk, str. Sverdlova, 41 Phone: (3952) 28-32-26
12	<b>GPB (JSC) Branch Dalnevostochny</b> 690091, Vladivostok, str. Uborevicha, 5-A Phone: (423)265-20-55
13	<b>Operational Office of GPB (JSC) Branch Dalnevostochny</b> 680000, Khabarovsk, str. Turgeneva, 46 Phone: (4212) 41-69-40
14	<b>Operational Office of GPB (JSC) Branch Dalnevostochny</b> 675000, Amur Region, Blagoveschensk, pereulok Svyatitelya Innokentiya, 2, letter A Phone: (4162) 31-80-04
15	<b>Subsidiary Office of GPB (JSC) Branch Dalnevostochny</b> 681000, Khabarovsk Area, Komsomolsk-on-Amur, prospekt Pervostroiteley, 21 Phone: (4217) 24-10-05

16	<b>Operational Office of GPB (JSC) Branch <i>Dalnevostochny</i></b> 693007, Yuzhno-Sakhalinsk, prospekt Pobedy, 30 Phone: (4242) 454-026
17	<b>GPB (JSC) Branch <i>Zapadno-Sibirsky</i></b> 630099, Novosibirsk, str. Oktyabrskaya magistral, 3 Phone: (383) 236-28-88
18	<b>Operational Office of GPB (JSC) Branch <i>Zapadno-Sibirsky</i></b> 656049, Barnaul, Partizanskaya str., 92 Phone: (3852) 536-160
19	<b>Operational Office of GPB (JSC) Branch <i>Zapadno-Sibirsky</i></b> 644099, Omsk, Tarskaya str., 13 B Phone: (3812) 97-20-06
20	<b>GPB (JSC) Branch <i>Zapadno-Uralsky</i></b> 614000, Perm, Lunacharskogo str., 73 Phone/fax: (342) 211-05-60
21	<b>Subsidiary Office of GPB (JSC) Branch <i>Zapadno-Uralsky</i></b> 617763, Perm Area, Chaikovsky, str. Mira, 20 Phone/fax: (34241) 22-3-54
22	<b>Operational Office of GPB (JSC) Branch <i>Zapadno-Uralsky</i></b> 426034, Udmurt Republic, Izhevsk, str. Udmurtskaya, 247-G Phone: (3412) 91-29-61
23	<b>GPB (JSC) Branch in Kazan</b> 420111, Republic of Tatarstan, Kazan, str. Levo-Bulachnaya, 32 Phone: (843) 221-73-37
24	<b>GPB (JSC) Branch in Kaliningrad</b> 236000, Kaliningrad, pr. Leninsky, 5 Phone: (4012) 307-803
25	<b>GPB (JSC) Branch in Kemerovo</b> 650099, Kemerovo, Sovetsky pr., 32, office 7 Phone: (3842) 345-095
26	<b>GPB (JSC) Branch in Novy Urengoy</b> 629300, Tyumen Region, YaNAO, Novy Urengoy, str. 26 syezda KPSS, 4 Phone: (3494) 93-54-67
27	<b>Subsidiary Office of GPB (JSC) Branch in Novy Urengoy</b> 629736, Tyumen Region, YaNAO, Nadym, str. Komsomolskaya, 5-A Phone: (3499) 53-54-15
28	<b>Subsidiary Office of GPB (JSC) Branch in Novy Urengoy</b> 629008, Tyumen Region, YaNAO, Salekhard, str. Gubkina, 1 Phone/fax: (34922) 3-56-01, (34922) 3-56-25
29	<b>GPB (JSC) Branch Povolzhsky</b> 443010, Samara, str. Lva Tolstogo, 30a Phone: (846) 212-35-14
30	<b>Subsidiary Office of GPB (JSC) Branch <i>Povolzhsky</i></b> 445051, Samara Region, Togliatti, str. Marshala Zhukova, 8 Phone: (8482) 66-33-17
31	<b>Operational Office of GPB (JSC) Branch <i>Povolzhsky</i></b> 432017, Ulyanovsk, str. Engels, 50 Phone: (8422) 41-09-40
32	<b>Operational Office of GPB (JSC) Branch <i>Povolzhsky</i></b> 460001, Orenburg, Gagarina prospekt, 7/1 Phone/fax: (3532) 34-00-25

33	<b>Operational Office of GPB (JSC) Branch <i>Povolzhsky</i></b> 410005, Saratov, str. Volskaya, 91 Phone: (8452) 675-136
34	<b>Operational Office of GPB (JSC) Branch <i>Povolzhsky</i></b> 440000, Penza, Leninsky District, str. Slavy, 4 Phone: (8412) 52-26-31
35	<b>GPB (JSC) Branch <i>Privolzhsky</i></b> 603000, Nizhny Novgorod, str. Maksima Gorkogo, 65-B Phone: (831) 422-18-01
36	<b>Operational Office of GPB (JSC) Branch <i>Privolzhsky</i></b> 430005, Republic of Mordovia, Saransk, str. Kommunisticheskaya, 15 Phone: (8342) 77-73-33
37	<b>Operational Office of GPB (JSC) Branch <i>Privolzhsky</i></b> 424006, Republic of Mariy-El, Ioshkar Ola, str. Uspenskaya, 17 Phone: (8362) 69-16-33
38	<b>Operational Office of GPB (JSC) Branch <i>Privolzhsky</i></b> 610000, Kirov, str. Moskovskaya, 31 Phone: (8332) 38-25-95, (8332) 35-85-50
39	<b>Operational Office of GPB (JSC) Branch <i>Privolzhsky</i></b> 428000, Cheboksary, Karl Marx str., 52 Phone: (8352) 30-30-20
40	<b>GPB (JSC) Branch <i>Severo-Zapadny</i></b> 191167, Saint Petersburg, str. Sinopskaya Naberezhnaya, 22, letter A Phone: (812) 365-13-09
41	<b>Operational Office of GPB (JSC) Branch <i>Severo-Zapadny</i></b> 169313, Ukhta, prospekt Lenina, 33 Phone: (8216) 79-67-60
42	<b>Operational Office of GPB (JSC) Branch <i>Severo-Zapadny</i></b> 160001, Vologda, str. Lenina, 11 Phone: (8172) 59-78-90 ext. 4523
43	<b>Operational Office of GPB (JSC) Branch <i>Severo-Zapadny</i></b> 163000, Arkhangelsk, prospekt Troitsky, 95, bld. 1 Phone: (8182) 59-78-90
44	<b>GPB (JSC) Branch <i>Severo-Kavkazsky</i></b> 355000, Stavropol, str. Dzerzhinskogo, 114 Phone: (8652) 26-63-17
45	<b>Operational Office of GPB (JSC) Branch <i>Severo-Kavkazsky</i></b> 367012, Republic of Dagestan, Makhachkala, str. Yermoshkina, 24 Phone: (8722) 67-53-46
46	<b>GPB (JSC) Branch <i>Srednerussky</i></b> 300026, Tula, prospekt Lenina, 106 Phone: (4872) 33-28-09
47	<b>Operational Office of GPB (JSC) Branch <i>Srednerussky</i></b> 248030, Kaluga, str. Ryleeva, 4 Phone: (4842) 22-22-00, (4842) 79-54-64
48	<b>Operational Office of GPB (JSC) Branch <i>Srednerussky</i></b> 390000, Ryazan, str. Kudryavtseva, 56 Phone: (4912) 27-28-48, 27-04-14
49	<b>Operational Office of GPB (JSC) Branch <i>Srednerussky</i></b> 214004, Smolensk, Konenkova str., 2/12 Phone: (4812) 35-03-12, (4812) 35-03-10

50	<b>Operational Office of GPB (JSC) Branch <i>Srednerussky</i></b> 241050, Bryansk, square Partizan, 4 Phone: (4832) 58-94-34
51	<b>GPB (JSC) Branch in Surgut</b> 628417, Tyumen Region, KhMAO-Yugra, Surgut, bulvar Svobody, 12 Phone: (3462) 76-99-00
52	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 628417, Tyumen Region, KhMAO-Yugra, Surgut, str. Universitetskaya, 1/1 Phone: (3462) 76-99-00
53	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 628402, Tyumen Region, KhMAO-Yugra, Surgut, str. Geologicheskaya, 26 Phone: (3462) 76-99-00
54	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 628609, Tyumen Region, KhMAO-Yugra, Nizhnevartovsk, str. Omskaya, 1 Phone: (3466) 49-42-49
55	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 628611, Tyumen Region, KhMAO-Yugra, Nizhnevartovsk, str. Lenina, 38a Phone: (3466) 42-21-92
56	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 628310, Tyumen Region, KhMAO-Yugra, Nefteyugansk, District 12, bld. 29, room 3 Phone: (3463) 23-12-49
57	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 629800, Tyumen Region, YaNAO, Noyabrsk, str. Respubliki, 18 Phone/fax: (3496) 36-90-51
58	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 629830, Tyumen Region, YaNAO, Gubkinsky, District 12, bld. 45 Phone: (34936) 5-26-80
59	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 629800, Tyumen Region, YaNAO, Noyabrsk, str. Lenina, 49 Phone/fax: (3496) 32-04-30
60	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 628684, Tyumen Region, KhMAO-Yugra, Megion, str. Gubkina, 18 Phone: (34643) 36-508
61	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 628260, Tyumen Region, KhMAO-Yugra, Yugorsk, str. Lenina, 31 Phone: (34675) 20-241
62	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 628128, Tyumen Region, KhMAO-Yugra, Oktiabrsky District, Un'yugan settlement, str. Gazpromovskaya, 14 Phone: (34672) 4-87-04
63	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 628158, Tyumen Region, Berezovsky District, Pripolyarny settlement, Estate 4, bld. 1, Apt.14 Phone: (34674) 3-44-31
64	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 628260, Tyumen Region, KhMAO-Yugra, Yugorsk, str. Mira, 15 Phone: (34675) 2-28-43
65	<b>Operational Office of GPB (JSC) Branch in Surgut</b> 624570, Sverdlovsk Region, Ivdel, str. Trosheva, 38 Phone: (34316) 5-38-48

66	<b>Operational Office of GPB (JSC) Branch in Surgut</b> 624582, Sverdlovsk Region, Ivdel District, settlement Pelym, str. Stroiteley, 2 Phone: (34386) 4-55-70
67	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 628012, Tyumen Region, Khanty-Mansiisk, str. Mira, 52 Phone: (3467) 30-00-25
68	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 628162, Tyumen Region, KhMAO-Yugra, Beloyarsky, str. Molodosti, 7-A Phone/fax: (34670) 6-25-14
69	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 628169, Tyumen Region, KhMAO-Yugra, Beloyarsky District, Sorum settlement, str. Tsentralnaya, 34, Office 6 Phone: (34670) 36-1-60
70	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 628173, Tyumen Region, KhMAO-Yugra, Beloyarsky District, Lykhma settlement, Administrative Building of Bobrovsky LPU MG Phone/fax: (34670) 48-3-09
71	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 628177, Tyumen Region, KhMAO-Yugra, Beloyarsky District, settlement Sosnovka, str. Shkolnaya, 15, Apt. 11 Phone/fax: (34670) 46-9-06
72	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 628172, Tyumen Region, KhMAO-Yugra, Beloyarsky District, Verkhnekazymsky settlement, Estate 4, bld. 2, apt. 38 Phone/fax: (34670) 47-8-95
73	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 628146, Tyumen Region, KhMAO-Yugra, Berezovsk District, urban-type settlement Igrim, str. Kooperativnaya, 33 Phone/fax: (34674) 32-3-25
74	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 628156, Tyumen Region, KhMAO-Yugra, Berezovsk District, Khulimsunt settlement, Estate 2, 10, apt. 19 Phone/fax: (34674) 33-2-08
75	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 628147, Tyumen Region, KhMAO-Yugra, Berezovsk District, settlement Svetly, str. Naberezhnaya, 7, apt. 14 Phone/fax: (34674) 58-0-45
76	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 628126, Tyumen Region, KhMAO-Yugra, Oktyabrsk District, settlement Priobie, str. Sportivnaya, 15 Phone/fax: (34678) 51-3-83
77	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 628181, Tyumen Region, KhMAO-Yugra, Nyagan, District 2, 44, apt. 1 Phone: (34672) 5-54-08
78	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 628125, Tyumen Region, KhMAO-Yugra, Oktyabrsk District, urban-type settlement Andra, District Zapadny, 50A Phone/fax: (34678) 49-1-90

79	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 628109, Tyumen Region, KhMAO-Yugra, Oktyabrsk District, settlement Peregrebnoye, str. Spasennikova, 16-A Phone/fax: (34678) 38-7-45
80	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 628012, Tyumen Region, Khanty Mansiysk, str. Lenina, 56 Phone: (3467) 92-82-72
81	<b>Subsidiary Office of GPB (JSC) Branch in Surgut</b> 629600, Tyumen Region, YaNAO, Muravlenko, str. Lenin, 94a Phone: (34938) 6-30-78
82	<b>GPB (JSC) Branch in Tomsk</b> 634009, Tomsk, pereulok 1905 goda, 7 Phone: (3822) 610-150, (3822) 610-605, (3822) 610-626
83	<b>GPB (JSC) Branch Uralsky</b> 620014, Yekaterinburg, Lunacharskogo str., 134-B Phone/fax: (343) 269-72-19
84	<b>Subsidiary Office of GPB (JSC) Branch Uralsky</b> 622001, Sverdlovsk Region, Nizhny Tagil, str. Krasnoarmeyskaya, 9 Phone/fax: (3435) 42-31-00, (3435) 42-31-04
85	<b>Subsidiary Office of GPB (JSC) Branch Uralsky</b> 625026, Tyumen Region, Tyumen, Respubliki str., 143a Phone: (3452) 54-04-88
86	<b>Subsidiary Office of GPB (JSC) Branch Uralsky</b> 624200, Sverdlovsk Region, Lesnoy, prospekt Kommunistichesky, 37 Phone/fax: (34342) 4-18-33
87	<b>Subsidiary Office of GPB (JSC) Branch Uralsky</b> 624136, Sverdlovsk Region, Novouralsk, Lenina str., 132-A Phone/fax: (34370) 6-18-16
88	<b>Subsidiary Office of GPB (JSC) Branch Uralsky</b> 624222, Sverdlovsk Region, Nizhnyaya Tura, str. 40 let Oktyabrya, 44 Phone: (34342) 2-33-82
89	<b>Subsidiary Office of GPB (JSC) Branch Uralsky</b> 624992, Sverdlovsk Region, Serov, str. Lenina, 149-A Phone: (34385) 7-19-02
90	<b>Operational Office of GPB (JSC) Branch Uralsky</b> 640002, Kurgan, str. Gogolya, 109 Phone: (3522) 29-09-07
91	<b>Operational Office of GPB (JSC) Branch Uralsky</b> 641870, Kurgan Region, Shadrinsk, str. Yefremova, 64 Phone: (35253) 3-20-93
92	<b>Subsidiary Office of GPB (JSC) Branch Uralsky</b> 624460, Sverdlovsk Region, Krasnoturyinsk, str. Oktyabrskaya, 28 Phone: (34384) 54-3-03
93	<b>Operational Office of GPB (JSC) Branch Uralsky</b> 454091, Chelyabinsk, str. Krasnoarmeyskaya, 116 Phone: (351) 268-94-72
94	<b>Operational Office of GPB (JSC) Branch Uralsky</b> 627756, Tyumen Region, Ishim, str. Karl Marx, 1A/6 Phone/fax: (34551) 7-59-42

95	<b>Operational Office of GPB (JSC) Branch <i>Uralsky</i></b> 626150, Tyumen Region, Tobolsk, District 4, 29a/1 Phone: (3456) 34-30-95
96	<b>GPB (JSC) Branch in Ufa</b> 450022, Republic of Bashkortostan, Ufa, str. Mendeleeva, 138 Phone: (347) 256-59-84
97	<b>Operational Office of GPB (JSC) Branch <i>Tsentralny</i>, Moscow Region</b> 156000, Kostroma, Sovetskaya str., 8-A Phone: (4942) 490-919
98	<b>Operational Office of GPB (JSC) Branch <i>Tsentralny</i>, Moscow Region</b> 150000, Yaroslavl, Chaikovskogo str., 30 Phone: (4852) 590-000
99	<b>Operational Office of GPB (JSC) Branch <i>Tsentralny</i>, Moscow Region</b> 153000, Ivanovo, Varentsovoi str., 11 Phone: (4932) 773-292
100	<b>GPB (JSC) Branch <i>Tsentralno-Chernozemny</i></b> 394018, Voronezh, str. Kirova, 11 Phone: (473) 200-81-67
101	<b>Operational Office of GPB (JSC) Branch <i>Tsentralno-Chernozemny</i></b> 308012, Belgorod, Kostyukova str., 36-G Phone/fax: (4722) 58-81-57
102	<b>Operational Office of GPB (JSC) Branch <i>Tsentralno-Chernozemny</i></b> 398016, Lipetsk, str. Kosmonavtov, 24/1 Phone: (4742) 505-513
103	<b>Operational Office of GPB (JSC) Branch <i>Tsentralno-Chernozemny</i></b> 305035, Kursk, str. Krasnoy Armii, 100 Phone: (4712) 72-27-00, 72-27-07
104	<b>GPB (JSC) Branch <i>Yuzhny</i></b> 350033, Krasnodar, str. Dmitriyevskaya Damba, 11 Phone: (861) 210-48-07
105	<b>Operational Office of GPB (JSC) Branch <i>Yuzhny</i></b> 414024, Astrakhan, str. Naberezhnaya Privolzhskogo zatona, 5, letter A Phone: (8512) 45-10-32
106	<b>Operational Office of GPB (JSC) Branch <i>Yuzhny</i></b> 400074, Volgograd, V.I. Lenina pr., 56a Phone: (8442) 24-87-77
107	<b>Operational Office of GPB (JSC) Branch <i>Yuzhny</i></b> 344006, Rostov-on-Don, prospekt Voroshilovsky, 20/17 Phone: (863) 203-02-17

**OPINION**  
**of PJSC GAZPROM Audit Commission**  
**on reliability of data contained in PJSC GAZPROM Annual Report for 2018,**  
**Annual Accounts (Financial Statements) for 2018 and in the Report on**  
**PJSC GAZPROM Related Party Transactions Made in 2018**

City of Moscow

April 23, 2019

The Audit Commission elected by the annual General Shareholders' Meeting of PJSC GAZPROM (hereinafter 'the Company') on June 29, 2018, acting pursuant to the Regulation on the Company's Audit Commission, conducted the scheduled audit of the Company's 2018 financial and business operations.

The audit of the Company's 2018 financial and business operations involved the review and use of:-

PJSC GAZPROM Articles of Association;

Regulation on PJSC GAZPROM Audit Commission;

Regulation on PJSC GAZPROM Accounting Policy for Financial and Tax Accounting in 2018;

written deliverables of the Company's 2018 Accounts (Financial Statements) audit by the *Financial and Accounting Advisors* audit firm;

Report on PJSC GAZPROM Related Party Transactions Made in 2018;

resolutions of the Company's Board of Directors and Management Committee;  
and

other regulations and documents.

**The audit of the provided documents found:-**

The Company's Annual Report for 2018 was prepared in compliance with Russian applicable law;

the Company's Accounts (Financial Statements) for 2018 were prepared in compliance with accounting and reporting rules applicable in the Russian Federation;  
and

resolutions on financial and business operations, as adopted by the Company's Board of Directors and Management Committee, meet the applicable law, the

Company's Articles of Association and resolutions of the General Shareholders' Meeting.

Upon the audit of the Company's 2018 financial and business operations and based on the documents provided,

**the Audit Commission confirms that:-**

No actual violations of the accounting and reporting procedures established in laws and regulations of the Russian Federation and of Russian laws and regulations on financial and business operations, which could have a material impact on the Company's financial performance, have been revealed;

The Company's Accounts (Financial Statements) are reliable and represent a true and fair view of the Company's financial standing in all material respects as of December 31, 2018, and its financial and business performance from January 1 to December 31, 2018; and

The information contained in the Report on PJSC GAZPROM Related Party Transactions Made in 2018 is reliable.

**M.I. Mironova**

**Chairman, Audit Commission**

**PJSC GAZPROM**

**REVIEW**  
**of PJSC GAZPROM Auditor's Report by the Audit Committee of PJSC**  
**GAZPROM Board of Directors<sup>1</sup>**

Having considered the Auditor's Opinion on the Accounts (Financial Statements) of PJSC GAZPROM for 2018 issued by the Company's Independent Auditor, *Financial and Accounting Advisors Limited Liability Company*, which was approved of by the annual General Shareholders' Meeting on June 29, 2018, the Audit Committee of PJSC GAZPROM Board of Directors resolved that the Auditor's Opinion on the Accounts (Financial Statements) of PJSC GAZPROM for 2018 issued by PJSC GAZPROM's Auditor, *Financial and Accounting Advisors Limited Liability Company*, was prepared in accordance with International Standard on Auditing 700 (as amended), *Forming an Opinion and Reporting on Financial Statements*, International Standard on Auditing 701, *Communicating Key Audit Matters in the Independent Auditor's Report*, and International Standard on Auditing 720 (as amended), *The Auditor's Responsibilities Relating to Other Information*, introduced in the Russian Federation territory by Order No 2H dated January 09, 2019, of the RF Ministry of Finance. It includes an unmodified opinion on the reliability of the Accounts (Financial Statements) of PJSC GAZPROM prepared in accordance with the Regulations on Accounting and Reporting in the Russian Federation and on the fair presentation of PJSC GAZPROM financial position as of December 31, 2018, PJSC GAZPROM performance and cash flow for 2018 in all material respects in the Accounts (Financial Statements) of PJSC GAZPROM.

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<sup>1</sup> Review of PJSC GAZPROM Auditor's Report by the Audit Committee of PJSC GAZPROM Board of Directors is cited in accordance with PJSC GAZPROM Board of Directors Audit Committee meeting Minutes No.71 of April 26, 2019

**2018 profit allocation recommendations of PJSC GAZPROM Board of Directors, in particular, the amount, timing and form of payment of the annual dividends on the Company's shares and the date, as of which the persons entitled to the dividends are determined<sup>2</sup>**

**Allocation of PJSC GAZPROM profit generated by the Company in 2018**

	<b>RUB million</b>
<b>1. Net profit of the reporting period</b>	<b>933,136.5</b>
<b>2. Net profit allocation</b>	<b>933,136.5</b>
including:	
<b>2.1. For payment of dividends on shares</b>	<b>393,217.0</b>
<i>including:</i>	
on the shares held by the state (38.373%)	<i>150,891.0</i>
on the shares held by the state-controlled legal entities:	
AO ROSNEFTEGAZ (10.970%)	<i>43,135.3</i>
AO Rosgazifikatsiya (0.889%)	<i>3,494.9</i>
<b>2.2. For the Company's investment purposes</b>	<b>539,919.5</b>

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<sup>2</sup> PJSC GAZPROM Board of Directors meeting Minutes No. 1254 of 21.05.2019.

**Recommendations of PJSC GAZPROM Board of Directors, in particular, the amount, timing and form of payment of the annual dividends on the Company's shares and the date, as of which the persons entitled to the dividends are determined**

PJSC GAZPROM Board of Directors recommends PJSC GAZPROM annual General Shareholders' Meeting to resolve as follows:-

To pay annual dividends based on the Company's performance in 2018, in monetary form, in the amount of 16.61 per ordinary share in PJSC GAZPROM with the par value of RUB 5;

To establish July 18, 2019, as the date as of which the persons entitled to the dividends are determined;

To establish August 1, 2019, as the end date for payment of dividends to nominal holders and trust managers being professional stock market participants registered in PJSC GAZPROM Shareholders' Register; and

To establish August 22, 2019, as the end date for payment of dividends to other persons registered in PJSC GAZPROM Shareholders' Register.

## **Information on the candidacy for PJSC GAZPROM Auditor**

Financial and Accounting Advisors LLC (FAA LLC) has been registered and operates in the Russian Federation in the established manner; it is a member of the Self-Regulatory Auditors' Association Sodruzhestvo (PSRN – 11506030481).

FAA LLC holds FSS of Russia license No. 28396 for works related to use of the information that constitutes state secret, valid till June 20, 2021. FAA LLC professional risks are insured against with INGOSSTRAKH Open Joint Stock Insurance Company.

FAA LLC is registered with the Voluntary Certification System GAZPROMCERT ROSS RU.3022.04FO00. Compliance Certificates Nos. FO00.RU.1415.K00407, GP.OC.0004.01-000100 K1469 certify FAA LLC quality assurance system's compliance with GAZPROM CS 9001-2012 requirements.

FAA LLC was founded in 1990. Since its inception and till present, FAA LLC managers and specialists have taken the most active part in development of laws and shaping the law-enforcement practice; they have made part of management bodies of the leading professional and business associations.

FAA LLC provides professional services in the following core lines of business: audit and related services; other associated audit services, including putting in place, recovering and maintaining accounts and tax accounts, accounting and financial reporting; accounting, tax and law consulting; audit-related legal support; management consulting; information technologies consulting; investment business support; business planning; appraisals.

Over 28 years of cooperation between FAA LLC and Russian business leaders in all of the key branches of economy, the Company has managed to gain the unique hands-on experience in implementation of major projects.

Provision of comprehensive services with guaranteed quality, a broad product range and, at the same time, strong specialized expertise, the impeccable goodwill, highly qualified staff, modern technologies and methods distinguish FAA LLC and secure trust in its services on the part of major companies, governmental authorities, and the expert community.

FAA LLC has got the unique experience of dealings with fuel and energy enterprises, for which hundreds of successful projects have been implemented. Constant liaising with representatives of the oil and gas industry enables a deep insight of the Company's experts into the industry's urgent concerns and tasks.

Since 1996, FAA LLC has cooperated with PJSC GAZPROM. It audited PJSC GAZPROM Long-Term Development Program implementation in 2015, 2016 and 2017, as well as the GAZPROM Group's Sustainability Report 2017 and 2018.

As part of advisory services to GAZPROM Group of Companies, FAA LLC professionals have implemented over 250 major projects and provided a great deal of consultations. Over 85 projects for drafting financial/business and feasibility studies, investment project efficiency assessments, for designing enterprise financial models, business plans and development strategies have been implemented.

According to Article 5, Statutory Audit, Federal Audit Business Law No. 307-FZ of December 30, 2008, the audit of PJSC GAZPROM Accounts (Financial Statements) is mandatory.

The audit company for the 2019 statutory audit purposes was selected by a public tender for the right to conclude a service agreement for auditing the Accounts (Financial Statements) of PJSC GAZPROM, the consolidated Accounting Statements of GAZPROM Group and the consolidated Financial Statements of GAZPROM Group for 2019 and 2020 under the International Financial Reporting Standards (IFRS), in the manner envisaged in Federal Law of April 5, 2013, No. 44-Φ3, *On the Contractual System in Procurement of Goods, Work, Services to Meet Federal and Municipal Needs*. Based on the tender results, Financial and Accounting Advisors Limited Liability Company (FAA LLC) was found the winner. The Auditor's remuneration for auditing the Accounts (Financial Statements) of PJSC GAZPROM, the consolidated Accounting Statements of GAZPROM Group and the consolidated Financial Statements of GAZPROM Group for 2019 and 2020 under the International Financial Reporting Standards (IFRS), as offered by the winner, is Four Hundred Twenty Million rubles (RUB 420,000,000.00), VAT exclusive. This amount includes the Auditor's remuneration for 2019 – Two Hundred Ten Million rubles (RUB 210,000,000.00) (VAT exclusive).

**The biggest customers of FAA LLC in Russia include:**

PJSC GAZPROM*	OOO EvrazHolding*
OOO Gazprom transgaz Yugorsk*	AO EVRAZ West Siberian Metallurgical Plant*
OOO Gazprom transgaz Ukhta*	OOO EVRAZ Kachkanarsky Mining&Processing Plant*
OOO Gazprom transgaz Surgut*	OOO EVRAZ Nizhny Tagil Metallurgical Plant*
OOO Gazprom transgaz Saint Petersburg*	AO Atomenergoprom*
OOO Gazprom transgaz Moscow*	AO Rosenergoatom Concern*
OOO Gazprom Dobycha Yamburg*	AO Atomredmetzoloto
OOO Gazprom Dobycha Urengoy*	JSC SCA
OOO Gazprom Dobycha Nadym*	AO RUSNANO
OOO Gazprom Dobycha Astrakhan*	AO MCC EuroChem*
OOO Gazprom Dobycha Orenburg*	JSC Azot*
OOO Gazprom Pererabotka*	JSC Nevinnomysky Azot*
AO ROSNEFTEGAZ*	ALROSA JSC (Public Company)
Transnefteproduct, JSC*	JSC Goznak
Rosseti Public Company	AO Rosoboronexport
Transneft PJSC	AO Apatit*
PJSC MMC Norilsk Nickel	ZAO CV Protek Firm*
GPB Bank (JSC)	Deposit Insurance Agency SC*
Vnesheconombank SC	AO ALFA BANK*
PJSC FGC UES	

\* – Financial Statements audit services

**Proposals on  
the Amount of Remuneration to Members of  
PJSC Gazprom Board of Directors<sup>3</sup>**

PJSC Gazprom Board of Directors recommends PJSC Gazprom Annual General Shareholders' Meeting to establish remuneration to members of PJSC Gazprom Board of Directors, who do not occupy public positions in the Russian Federation and public service positions, namely:-

to Chairman of the Board of Directors: RUB 32,234,760.00;

to Deputy Chairman of the Board of Directors: RUB 31,247,010.00;

to the Board of Directors member who serves as Chairman of the Audit Committee of PJSC Gazprom Board of Directors and, at the same time, is a member of the Nomination and Remuneration Committee of PJSC Gazprom Board of Directors: RUB 28,613,010.00;

to the Board of Directors member who serves as Chairman of the Nomination and Remuneration Committee of PJSC Gazprom Board of Directors and, at the same time, is a member of the Audit Committee of PJSC Gazprom Board of Directors: RUB 28,613,010.00;

to the Board of Directors member who is a member of the Audit Committee of PJSC Gazprom Board of Directors and a member of the Nomination and Remuneration Committee of PJSC Gazprom Board of Directors: RUB 27,625,260.00; and

to the Board of Directors members who do not perform additional functions in the Board of Directors: RUB 26,308,260.00 each.

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<sup>3</sup> PJSC Gazprom Board of Directors meeting Minutes No. 1254 of 21.05.2019.

**Proposals on  
the Amount of Remuneration to Members of  
PJSC Gazprom Audit Commission<sup>4</sup>**

PJSC Gazprom Board of Directors recommends the Annual General Shareholders' Meeting of PJSC Gazprom to establish the following remunerations to PJSC Gazprom Audit Commission members, who do not occupy public positions in the Russian Federation and public service positions, namely:-

Chairman of the Audit Commission: RUB 5,289,204.00;

Members of the Audit Commission: RUB 4,068,618.00 each.

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<sup>4</sup> PJSC Gazprom Board of Directors meeting Minutes No. 1254 of 21.05.2019.

**Draft Amendments to PJSC GAZPROM Articles of Association and the Change-Related Information in the Form of the Current Version and the Proposed Version Comparison<sup>5</sup>**

**Amendments to  
the Articles of Association of GAZPROM Public Joint Stock Company,  
as approved of by resolution of OAO GAZPROM  
annual General Shareholders' Meeting of June 26, 2015, Minutes No. 1,  
as amended by resolution of PJSC GAZPROM  
annual General Shareholders' Meeting of June 30, 2016, Minutes No. 1,  
by resolution of PJSC GAZPROM annual General Shareholders' Meeting  
of June 30, 2017, Minutes No. 1**

1. The second paragraph of Section 15.2, Article 15, shall be supplemented with the second sentence as follows:

‘When the issues falling within the competence of the General Shareholders’ Meeting are referred to the competence of the Company’s Board of Directors shareholders do not become entitled to require the share redemption, as envisaged in Article 75, Federal Joint Stock Companies Law.’

2. The second sentence of the first paragraph of Section 20.1, Article 20, shall read as follows:

‘The date on which the persons entitled to participate in the General Shareholders’ Meeting of the Company are determined (recorded) shall not be earlier than 10 days from the date of making a resolution to hold the General Shareholders’ Meeting of the Company and more than 25 days prior to the General Shareholders’ Meeting date, and in the cases envisaged in Sections 2 and 8, Article 53, Federal Joint Stock Companies Law, more than 55 days prior to the General Shareholders’ Meeting.’

3. Section 21.2, Article 21, shall be supplemented with the new eighth paragraph as follows:

‘the Internet site address where the electronic ballot form may be filled in if such possibility is envisaged in preparation for the General Shareholders’ Meeting by resolution of the Company’s Board of Directors;’

4. The first paragraph of Section 21.3 shall read as follows:

‘21.3. The information (materials) to be provided to the persons entitled to participate in the General Shareholders’ Meeting in preparation for the General Shareholders’ Meeting of the Company shall include the Company’s annual report, annual accounts (financial statements), the auditor’s report thereon, and opinion of the internal audit carried out in the Company according to Article 87.1, Federal Joint Stock Companies Law, information on the candidate(s) to the Company’s executive bodies, the Company’s Board of Directors, the Company’s Counting Board, draft

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<sup>5</sup> Draft Amendments to PJSC GAZPROM Articles of Association have been submitted for consideration on the initiative of PJSC GAZPROM Board of Directors (PJSC GAZPROM Board of Directors meeting Minutes No. 1254 of 21.05.2019).

amendments and supplements to the Company's Articles of Association or a new draft of the Company's Articles of Association, drafts of the Company's internal documents to be approved by the General Shareholders' Meeting, draft resolutions of the General Shareholders' Meeting, the information envisaged in Article 32.1, Federal Joint Stock Companies Law, on the shareholders' agreements concluded within a year prior to the General Shareholders' Meeting, opinions issued by the Company's Board of Directors on a major transaction, the report on related party transactions concluded by the Company in the reporting year, as well as information (materials) envisaged in the Company's Articles of Association. This information (materials) also include information on candidates to the Company's Audit Commission and the Company's Audit Commission opinion on the Company's annual report and annual accounts (financial statements) audit results.'

5. Section 22.7, Article 22, shall read as follows:

'22.7. In addition to the items proposed for inclusion into the General Shareholders' Meeting agenda by shareholders and to the candidates proposed by shareholders for establishment of the respective body, the Company's Board of Directors shall be entitled to include items into the General Shareholders' Meeting agenda, and/or candidates, to the list of candidates for voting on election to the Company's respective body, at its discretion. The number of candidates proposed by the Company's Board of Directors shall not exceed the number of the respective body members.'

6. Subsection 3, Section 23.1, Article 23, shall read as follows:

'3) the mailing address, at which filled-in ballots shall be sent if, according to Article 60, Federal Joint Stock Companies Law, the voting is carried out by ballots, and the Internet site address where the electronic ballot form may be filled in if such opportunity is envisaged by resolution of the Company's Board of Directors;'

7. Section 23.1, Article 23, shall be supplemented with the new, second, paragraph as follows:

'The resolution of the Company's Board of Directors may envisage the opportunity of filling in an electronic ballot form on the Internet site in preparation for the General Shareholders' Meeting.'

8. Section 29.3, Article 29, shall be supplemented with the new, second and third, paragraphs as follows:

'The persons entitled to participate in the General Shareholders' Meeting shall be entitled to fill in an electronic ballot form on the Internet site, the address of which is specified in the announcement of the General Shareholders' Meeting if such opportunity is envisaged in the Company's Board of Directors resolution.

When an electronic ballot form is filled in on the Internet site, the filling-in date and time shall be recorded.'

9. Article 33 shall be supplemented with new Section 33.3 as follows:

'33.3. The Company's Board of Directors shall be entitled to establish committees for preliminary review of the issues falling within its competence. The committee competence and procedure shall be defined in the Company's internal document approved of by the Company's Board of Directors.'

10. Section 34.1, Article 34, shall be supplemented with new Subsection 9.1 as follows:

‘9.1) establishment of the Company’s Board of Directors committees, approval of internal documents defining their competence and procedure, determination of the number of their members, appointment of the committee chairman and members and termination of their powers;’

11. Section 34.1, Article 34, shall be supplemented with new Subsection 9.2 as follows:

‘9.2) defining of principles of and approaches to risk management, internal control and internal audit in the Company;’

12. Subsection 11, Section 34.1, Article 34, shall read as follows:

‘11) determination of the Auditor fee and recommendations on the remuneration and compensation amounts paid to the Company’s Internal Audit Commission members;’

13. Subsection 21, Section 34.1, Article 34, shall read as follows:

‘21) setting up commissions at the Company’s Board of Directors; approval of their compositions and the regulations thereon;’

14. Section 37.1, Article 37, shall read as follows:

‘37.1. A meeting of the Company’s Board of Directors shall be convened by the Company’s Board of Directors Chairman on his/her own initiative, at the request of the Board of Directors member, the Management Committee, the Management Committee Chairman, the Internal Audit Commission, the Company’s Auditor or the official in charge of internal audit arrangements and implementation (head of the business unit in charge of internal audit arrangements and implementation).’

15. The first paragraph of Section 39.5, Article 39, shall read as follows:

‘39.5. Minutes shall be kept at the Company’s Management Committee meetings. The Minutes of the Company’s Management Committee meeting shall be provided to members of the Board of Directors, the Internal Audit Commission, the Company’s Auditor and the official in charge of internal audit arrangements and implementation (head of the business unit in charge of internal audit arrangements and implementation), at their request.’

16. Section 46.4, Article 46, shall read as follows:

‘46.4. The General Shareholders’ Meeting shall resolve to approve of a related party transaction by a majority of votes of all shareholders disinterested in the transaction, holding the Company’s voting shares and taking part in the voting in the following cases:-

if the amount of the transaction or several related transactions or the price for or the book value of the assets that are purchased, disposed of or may be disposed of in the course of such transactions is 10 or more percent of the Company’s assets book value, according to its accounts (financial statements) as of the most recent reporting date, except for the transactions envisaged in paragraphs 3 and 4 of this Section;

if a transaction or several related transactions are the placement by subscription or sales of the shares that represent over 2% of the ordinary shares earlier placed by

the Company and the ordinary shares, into which the earlier placed convertible securities may be converted; and

if a transaction or several related transactions are the placement by subscription of preferred shares representing over 2% of the shares earlier placed by the Company and the shares that may be converted into earlier placed convertible securities which may be converted into shares.

In making a decision envisaged in this Section, the General Shareholders' Meeting shall be deemed competent, irrespective of the number of shareholders not interested in the respective transaction, holding the Company's voting shares and participating in the meeting.'

17. Section 46.6, Article 46, shall read as follows:

'46.6. To enable the Company's Board of Directors and the General Shareholders' Meeting to resolve to consent to or to subsequently approve of a related party transaction, the price for disposed or purchased property or services shall be determined by the Company's Board of Directors in accordance with Article 77, Federal Joint Stock Companies Law.'

18. The title of Chapter XI shall read as follows:

'Chapter XI. Risk Management, Internal Control.'

19. Chapter XI shall be supplemented with new Article 51 as follows:

'Article 51. Arrangements for Risk Management and Internal Control

51.1. The Company has arranged for risk management and internal control.

The Company's Board of Directors shall approve of the Company's internal documents defining the Company's risk management and internal control policy.'

20. Section 53.1, Article 53, shall read as follows:

'53.1. The Company shall keep the documents envisaged in the Federal Joint Stock Companies Law, these Articles of Association, the Company's internal documents, resolutions of the General Shareholders' Meeting, the Company's Board of Directors, the Company's Management Committee Chairman, the Company's Management Committee, as well as the documents envisaged in the laws and regulations of the Russian Federation.'

21. Article 55 shall read as follows:

'Article 55. Company's Disclosures to Shareholders

55.1. The Company shall provide shareholders with access to the following documents at their request:-

The resolution on the Company's establishment, the Company's Articles of Association and the amendments and supplements made to the Company's Articles of Association and registered in the established manner;

The document evidencing the Company's state registration;

The resolution on issue (additional issue) of securities; amendments to the resolution on issue (additional issue) of securities; the report on results of (additional) securities issue, the notice on results of (additional) securities issue;

The Company's internal documents approved of by the General Shareholders' Meeting and governing operations of its bodies;

The regulation on the Company's branch or representative office;

The Annual Reports;

The annual accounts (financial statements) and the auditor's report thereon;

The Appraisers' reports issued according to the Federal Joint Stock Companies Law, if the Company redeems shares at the shareholder's request;

The documents received by the Company according to Chapter XI.1, Federal Joint Stock Companies Law;

The Minutes of the General Shareholders' Meeting;

The lists of the Company's affiliates;

The opinions of the Company's Audit Commission;

The securities prospectuses, the issuer's quarterly reports and other documents with information to be published or disclosed otherwise according to the Federal Joint Stock Companies Law and other federal laws;

The notices of conclusion of the shareholders' agreements, which have been sent to the Company, and the lists of persons who have concluded such agreements; and

The court judgments and rulings on disputes related to the Company's establishment, management or participation in it, as well as the judicial documents on such disputes, including the awards on instigation by the arbitration court of the case proceedings and on acceptance of the statement of claim or an application for change in the reason for or subject of an earlier stated claim.

55.2. The Company shall provide access to the following information and documents at the request of the shareholder(s) holding at least one percent of voting shares:-

The information pertaining to the transactions (unilateral transactions) that constitute, according to the Federal Joint Stock Companies Law, major transactions and/or related party transactions, in particular, the type, the subject matter, the content and the amount of such transactions, their conclusion date and due date; the information on decision-making as to the consent to or the subsequent approval of such transactions;

The minutes of the Company's Board of Directors meetings; and

The appraisers' reports on evaluation of the assets under the transactions made by the Company, which represent major transactions and/or related party transactions according to the Federal Joint Stock Companies Law.

The request of the shareholder(s) holding less than 25 percent of the Company's voting shares for provision of documents and information envisaged in this Section shall specify the business purpose of requesting the documents.

55.3. The Company shall provide access to the following documents at the request of the shareholder(s) holding at least 25 percent of the Company's voting shares:-

The Minutes of the Management Board meetings; and

The accounting documents.

55.4. The Company shall be free to deny access to documents and information, if at least one of the following conditions is met:-

At the time when the shareholder(s) lodges the request, the electronic version of the requested document is freely accessible on the Company's website, [www.gazprom.ru](http://www.gazprom.ru), or disclosed in the manner envisaged in Russian securities law for disclosures;

The document is requested repeatedly within three years, provided that the first request for its provision has been duly executed by the Company;

The document pertains previous periods of the Company's performance (more than three years prior to making the request), except for the information on transactions being executed when the shareholder lodges its request;

The shareholder's/ shareholders' request for documents does not specify the business purpose, for which the document is requested, if such indication is required according to the Federal Joint Stock Companies Law, or if such purpose is unreasonable, or if the composition or content of the requested documents are expressly contrary to the purpose indicated in the request;

The person who has requested access to documents does not have the right of access to the respective document category according to the conditions defined in Sections 55.1 to 55.3 hereof; and

The document pertains to the periods when the shareholder has not held shares in the Company, as confirmed by this shareholder by presenting the respective certificate on his/her personal account opened with the Register of the Company's Shareholders or on the safe custody account opened with a depositary, except for the information on transactions being executed in the period when the shareholder has held the Company's shares.

If the access to documents is denied, the comprehensive reasons for such denial shall be specified.

55.5. The documents envisaged in Sections 55.1 to 55.3 hereof shall be provided by the Company within seven business days from the respective date of request for examination in the premises of the Company's Management Committee.

The Company shall make available the copies of the documents envisaged in Sections 55.1 to 55.3 hereof at the request of the shareholders having the right of access to these documents. The fee charged by the Company for provision of these copies shall not exceed the costs of making them and, if the request indicates the need to send them to the address designated by the shareholder, the respective mailing costs. The Company shall post information on the costs of making copies of the document on the Internet site, [www.gazprom.ru](http://www.gazprom.ru).

Additional requirements to the procedures for making available the documents or copies thereof indicated in this Section shall be established in the Bank of Russia's regulations.

55.6. The deadline for performance of the duty to provide documents with confidential information shall not be counted earlier than the time when the Company and the shareholder who has requested access to the documents sign a non-disclosure agreement (confidentiality agreement). The Company may define terms and conditions of the non-disclosure agreement (confidentiality agreement) in the formulary or in any other standard form and shall be the same for all shareholders of the Company. The Company shall post information on the agreement terms and conditions on the Internet site, [www.gazprom.ru](http://www.gazprom.ru). If shareholders make a group

request, each of them shall sign the agreement, and if access to the documents is provided to the shareholder's proxy, by the shareholder himself/ herself/ itself and by its proxy.

55.7. The Company shall submit its annual and intermediate consolidated Financial Statements to shareholders and to the Bank of Russia.

The annual and intermediate consolidated Financial Statements shall be signed by the Company's Management Committee Chairman and Chief Accountant and provided to the Company's shareholders by posting on the Company's Internet site, [www.gazprom.ru](http://www.gazprom.ru).

The annual consolidated Financial Statements shall be provided to the Company's shareholders annually, before the General Shareholders' Meeting, but within 120 days after the year-end, and shall be subject to mandatory audit. The Auditor's Opinion shall be provided to shareholders and the Bank of Russia together with the annual consolidated Financial Statements.

The intermediate consolidated Financial Statements shall be provided to shareholders within 10 days from their signature by the Company's Management Committee Chairman and Chief Accountant.

The annual and intermediate consolidated Financial Statements shall be provided to the Bank of Russia in the manner defined by the Bank of Russia.'

### Change-Related Information in the Form of the Current Version and the Proposed Version Comparison

No.	PJSC GAZPROM Articles of Association in their Current Version	PJSC GAZPROM Articles of Association, as Amended
<b>1.</b>	<b>In Section 15.2, Article 15</b>	
	<p>15.2. Any issues referred to the General Shareholders' Meeting competence shall not be referred to the Company's executive body for resolution.</p> <p>Any issues referred to the General Shareholders' Meeting competence shall not be referred to the Company's Board of Directors for resolution, except for the issues envisaged in the Federal Joint Stock Companies Law.</p>	<p>15.2. Any issues referred to the General Shareholders' Meeting competence shall not be referred to the Company's executive body for resolution.</p> <p>Any issues referred to the General Shareholders' Meeting competence shall not be referred to the Company's Board of Directors for resolution, except for the issues envisaged in the Federal Joint Stock Companies Law. When the issues falling within the competence of the General Shareholders' Meeting are referred to the competence of the Company's Board of Directors shareholders do not become entitled to require the share redemption, as envisaged in Article 75, Federal Joint Stock Companies Law.</p>
<b>2.</b>	<b>In the first paragraph of Section 20.1, Article 20</b>	
	<p>20.1. The list of persons entitled to participate in the General Shareholders' Meeting shall be drafted according to the Russian Federation securities law concerning drafting the list of persons that exercise rights to securities. The date on which the persons</p>	<p>20.1. The list of persons entitled to participate in the General Shareholders' Meeting shall be drafted according to the Russian Federation securities law concerning drafting the list of persons that exercise rights to securities. The date on which the persons entitled to participate in the General</p>

	<p>entitled to participate in the General Shareholders' Meeting of the Company are determined (recorded) shall not be earlier than 10 days from the date of making a resolution to hold the General Shareholders' Meeting of the Company and more than 25 days prior to the General Shareholders' Meeting date, and in the case envisaged in Section 2, Article 53, Federal Joint Stock Companies Law, more than 55 days prior to the General Shareholders' Meeting.</p> <p>...</p>	<p>Shareholders' Meeting of the Company are determined (recorded) shall not be earlier than 10 days from the date of making a resolution to hold the General Shareholders' Meeting of the Company and more than 25 days prior to the General Shareholders' Meeting date, and in the cases envisaged in Sections 2 and 8, Article 53, Federal Joint Stock Companies Law, more than 55 days prior to the General Shareholders' Meeting.</p> <p>...</p>
<p><b>3. In Section 21.2, Article 21</b></p>		
	<p>21.2. The notice of the General Shareholders' Meeting shall specify:</p> <ul style="list-style-type: none"> <li>the full corporate name of the Company and the Company's location;</li> <li>the General Shareholders' Meeting form (a meeting in presentia or in absentia, by poll);</li> <li>the date, venue, time of the General Shareholders' Meeting and, in the case when filled-in ballots may be sent to the Company, according to Section 3, Article 60, Federal Joint Stock Companies Law, the mailing address, at which the filled-in ballots may be sent, or in the case of the General Shareholders' Meeting in absentia, by poll, the voting ballot receipt cut-off date and the mailing address, at which the filled-in ballots are to be sent;</li> </ul>	<p>21.2. The notice of the General Shareholders' Meeting shall specify:</p> <ul style="list-style-type: none"> <li>the full corporate name of the Company and the Company's location;</li> <li>the General Shareholders' Meeting form (a meeting in presentia or in absentia, by poll);</li> <li>the date, venue, time of the General Shareholders' Meeting and, in the case when filled-in ballots may be sent to the Company, according to Section 3, Article 60, Federal Joint Stock Companies Law, the mailing address, at which the filled-in ballots may be sent, or in the case of the General Shareholders' Meeting in absentia, by poll, the voting ballot receipt cut-off date and the mailing address, at which the filled-in ballots are to be sent;</li> <li>the date as of which the persons entitled to participate</li> </ul>

	<p>the date as of which the persons entitled to participate in the General Shareholders' Meeting are determined (recorded);</p> <p>the General Shareholders' Meeting agenda;</p> <p>the procedure for studying information (materials) to be provided in preparation for the General Shareholders' Meeting, and the address(es), at which they may be studied; and</p> <p>the categories (types) of shares, holders of which have rights to vote on all or some items of the General Shareholders' Meeting agenda.</p>	<p>in the General Shareholders' Meeting are determined (recorded);</p> <p>the General Shareholders' Meeting agenda;</p> <p>the procedure for studying information (materials) to be provided in preparation for the General Shareholders' Meeting, and the address(es), at which they may be studied;</p> <p>the Internet site address where the electronic ballot form may be filled in if such possibility is envisaged in preparation for the General Shareholders' Meeting by resolution of the Company's Board of Directors; and</p> <p>the categories (types) of shares, holders of which have rights to vote on all or some items of the General Shareholders' Meeting agenda.</p>
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**4. In the first paragraph of Section 21.3, Article 21**

	<p>21.3. The information (documents) to be provided to the persons entitled to attend the General Shareholders' Meeting in preparation for the General Shareholders' Meeting of the Company shall include: the Annual Report and the Company's Audit Commission opinion on its audit findings, annual Financial Statements (Accounts), the Auditor's Opinion and the Company's Audit Commission Opinion based on the annual Financial Statements audit, information on a candidate(s) to the Company's executive bodies, the Company's Board of Directors, the Company's Audit Commission, the Company's Counting Board, draft</p>	<p>21.3. The information (materials) to be provided to the persons entitled to participate in the General Shareholders' Meeting in preparation for the General Shareholders' Meeting of the Company shall include the Company's annual report, annual accounts (financial statements), the auditor's report thereon, and opinion of the internal audit carried out in the Company according to Article 87.1, Federal Joint Stock Companies Law, information on the candidate(s) to the Company's executive bodies, the Company's Board of Directors, the Company's Counting Board, draft amendments and supplements to the Company's Articles of Association or a new draft of the Company's Articles of Association, drafts</p>
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	<p>amendments and supplements to the Company’s Articles of Association or a new draft Articles of Association of the Company, the Company’s draft internal documents, the General Shareholders’ Meeting draft resolutions as envisaged in Article 32.1, Federal Joint Stock Companies Law, the information on the Shareholder Agreements concluded within one year before the General Shareholders’ Meeting date, the opinion of the Company’s Board of Directors on a major transaction, the report on related party transactions made by the Company in the reporting year, as well as any other information (documents) envisaged herein.</p>	<p>of the Company’s internal documents to be approved by the General Shareholders’ Meeting, draft resolutions of the General Shareholders’ Meeting, the information envisaged in Article 32.1, Federal Joint Stock Companies Law, on the shareholders’ agreements concluded within a year prior to the General Shareholders’ Meeting, opinions issued by the Company’s Board of Directors on a major transaction, the report on related party transactions concluded by the Company in the reporting year, as well as information (materials) envisaged in the Company’s Articles of Association. This information (materials) also include information on candidates to the Company’s Audit Commission and the Company’s Audit Commission opinion on the Company’s annual report and annual accounts (financial statements) audit results.</p>
<p><b>5. In Section 22.7, Article 22</b></p>		
	<p>22.7. In addition to the items proposed for inclusion into the General Shareholders’ Meeting agenda by shareholders and in the absence of such proposals, the absence or insufficiency of the candidates proposed by shareholders to form the appropriate body, the Company’s Board of Directors shall be entitled to include items into the General Shareholders’ Meeting agenda, or candidates, to the list of candidates, at its discretion.</p>	<p>22.7. In addition to the items proposed for inclusion into the General Shareholders’ Meeting agenda by shareholders and to the candidates proposed by shareholders for establishment of the respective body, the Company’s Board of Directors shall be entitled to include items into the General Shareholders’ Meeting agenda, and/or candidates, to the list of candidates for voting on election to the Company’s respective body, at its discretion. The number of candidates proposed by the Company’s Board of Directors shall not exceed the number of the respective body members.</p>

6.

**In Section 23.1, Article 23**

23.1. In preparation for the General Shareholders' Meeting, the Company's Board of Directors shall define:

- 1) the General Shareholders' Meeting form (a meeting in presentia or in absentia, by poll);
- 2) the date, venue, and time of the General Shareholders' Meeting or, if the General Shareholders' Meeting is held by absentee voting, the cut-off date for receipt of voting ballots;
- 3) mailing address, at which filled-in ballots shall be sent if, according to Article 60, Federal Joint Stock Companies Law, the voting is carried out by ballots;
- 4) the date of determination (recording) the persons entitled to participate in the General Shareholders' Meeting;
- 5) the cut-off date for receipt of the shareholders' proposals for nomination of candidates to be elected to the Company's Board of Directors, if the agenda of the extraordinary General Shareholders' Meeting contains the item regarding election of the Company's Board of Directors members;
- 6) General Shareholders' Meeting agenda;
- 7) the procedure for notifying the shareholders of the General Shareholders' Meeting;
- 8) the list of information (documents) provided to shareholders in preparation for the General

23.1. In preparation for the General Shareholders' Meeting, the Company's Board of Directors shall define:

- 1) the General Shareholders' Meeting form (a meeting in presentia or in absentia, by poll);
- 2) the date, venue, and time of the General Shareholders' Meeting or, if the General Shareholders' Meeting is held by absentee voting, the cut-off date for receipt of voting ballots;
- 3) the mailing address, at which filled-in ballots shall be sent if, according to Article 60, Federal Joint Stock Companies Law, the voting is carried out by ballots, and the Internet site address where the electronic ballot form may be filled in if such opportunity is envisaged by resolution of the Company's Board of Directors;
- 4) the date of determination (recording) the persons entitled to participate in the General Shareholders' Meeting;
- 5) the cut-off date for receipt of the shareholders' proposals for nomination of candidates to be elected to the Company's Board of Directors, if the agenda of the extraordinary General Shareholders' Meeting contains the item regarding election of the Company's Board of Directors members;
- 6) the General Shareholders' Meeting agenda;
- 7) the procedure for notifying the shareholders of the General Shareholders' Meeting;
- 8) the list of information (documents) provided to

	<p>Shareholders’ Meeting and the provision procedure; and            9) the form and wording of the voting ballot, in the case of ballot voting, and the wordings of resolutions on agenda items of the General Shareholders’ Meeting, which are sent electronically (in the form of electronic documents) to nominal shareholders registered in the Company’s Shareholders Register.</p>	<p>shareholders in preparation for the General Shareholders’ Meeting and the provision procedure; and            9) the form and wording of the voting ballot, in the case of ballot voting, and the wordings of resolutions on agenda items of the General Shareholders’ Meeting, which are sent electronically (in the form of electronic documents) to nominal shareholders registered in the Company’s Shareholders Register.            The resolution of the Company’s Board of Directors may envisage the opportunity of filling in an electronic ballot form on the Internet site in preparation for the General Shareholders’ Meeting.</p>
<p><b>7. In Section 29.3, Article 29</b></p>		
	<p>29.3. When the General Shareholders’ Meeting is held, except for the General Shareholders’ Meeting in absentia, by poll, the persons included into the list of persons entitled to participate in the General Shareholders’ Meeting or their representatives shall be free to get registered for participation in such meeting or send filled-in ballots to the Company.</p>	<p>29.3. When the General Shareholders’ Meeting is held, except for the General Shareholders’ Meeting in absentia, by poll, the persons included into the list of persons entitled to participate in the General Shareholders’ Meeting or their representatives shall be free to get registered for participation in such meeting or send filled-in ballots to the Company.            The persons entitled to participate in the General Shareholders’ Meeting shall be entitled to fill in an electronic ballot form on the Internet site, the address of which is specified in the announcement of the General Shareholders’ Meeting if such opportunity is envisaged in the Company’s Board of Directors resolution.            When an electronic ballot form is filled in on the</p>

		Internet site, the filling-in date and time shall be recorded.
<b>8.</b>	<b>New Section 33.3, Article 33</b>	
	A similar provision is absent.	33.3. The Company's Board of Directors shall be entitled to establish committees for preliminary review of the issues falling within its competence. The committee competence and procedure shall be defined in the Company's internal document approved of by the Company's Board of Directors.
<b>9.</b>	<b>New Subsections 9.1, 9.2 of Section 34.1, Article 34</b>	
	A similar provision is absent.	9.1) establishment of the Company's Board of Directors committees, approval of internal documents defining their competence and procedure, determination of the number of their members, appointment of the committee chairman and members and termination of their powers; 9.2) defining of principles of and approaches to risk management, internal control and internal audit in the Company;
<b>10.</b>	<b>Subsection 11, Section 34.1, Article 34</b>	

	<p>11) recommendations on the remuneration and compensation amounts paid to the Company’s Internal Audit Commission members and determination of the Company’s Auditor fee;</p>	<p>11) determination of the Auditor fee and recommendations on the remuneration and compensation amounts paid to the Company’s Internal Audit Commission members;</p>
<p><b>11. In Subsection 21 of Section 34.1, Article 34</b></p>		
	<p>21) setting up committees and commissions at the Company’s Board of Directors; approval of their compositions and the regulations thereon;</p>	<p>21) setting up commissions at the Company’s Board of Directors; approval of their compositions and the regulations thereon;</p>
<p><b>12. Section 37.1, Article 37</b></p>		
	<p>37.1. A meeting of the Company’s Board of Directors shall be convened by the Company’s Board of Directors Chairman on his/her own initiative, at the request of the Board of Directors member, the Management Committee, the Management Committee Chairman, the Internal Audit Commission or the Company’s Auditor.</p>	<p>37.1. A meeting of the Company’s Board of Directors shall be convened by the Company’s Board of Directors Chairman on his/her own initiative, at the request of the Board of Directors member, the Management Committee, the Management Committee Chairman, the Internal Audit Commission, the Company’s Auditor or the official in charge of internal audit arrangements and implementation (head of the business unit in charge of internal audit arrangements and implementation).</p>
<p><b>13. The first paragraph of Section 39.5, Article 39</b></p>		

	<p>39.5. Minutes shall be kept at the Company’s Management Committee meetings. The Minutes of the Company’s Management Committee meeting shall be provided to members of the Board of Directors, the Internal Audit Commission and the Company’s Auditor at their request.</p>	<p>39.5. Minutes shall be kept at the Company’s Management Committee meetings. The Minutes of the Company’s Management Committee meeting shall be provided to members of the Board of Directors, the Internal Audit Commission, the Company’s Auditor and the official in charge of internal audit arrangements and implementation (head of the business unit in charge of internal audit arrangements and implementation), at their request.</p>
<p><b>14. Section 46.4, Article 46</b></p>		
	<p>46.4. The General Shareholders’ Meeting shall resolve to approve of a related party transaction by a majority of votes of all shareholders disinterested in the transaction, holding the Company’s voting shares and taking part in the voting in the following cases:-          if the subject matter of a transaction or several related transactions is the property, the value of which, according to the Company’s accounting data (the purchased property offer price), accounts for 10 and more percent of the Company’s assets book value, according to its accounts (financial statements) as of the most recent reporting date, except for the transactions envisaged in Paragraphs 3 and 4 of this Section;          if a transaction or several related transactions are the placement by subscription or sales of the shares that represent over 2% of the ordinary shares earlier placed</p>	<p>46.4. The General Shareholders’ Meeting shall resolve to approve of a related party transaction by a majority of votes of all shareholders disinterested in the transaction, holding the Company’s voting shares and taking part in the voting in the following cases:-          if the amount of the transaction or several related transactions or the price for or the book value of the assets that are purchased, disposed of or may be disposed of in the course of such transactions is 10 or more percent of the Company’s assets book value, according to its accounts (financial statements) as of the most recent reporting date, except for the transactions envisaged in paragraphs 3 and 4 of this Section;          if a transaction or several related transactions are the placement by subscription or sales of the shares that represent over 2% of the ordinary shares earlier placed by the Company</p>

	<p>by the Company and the ordinary shares, into which the earlier placed convertible securities may be converted; and</p> <p>if a transaction or several related transactions are the placement by subscription of preferred shares representing over 2% of the shares earlier placed by the Company and the shares that may be converted into earlier placed convertible securities which may be converted into shares.</p>	<p>and the ordinary shares, into which the earlier placed convertible securities may be converted; and</p> <p>if a transaction or several related transactions are the placement by subscription of preferred shares representing over 2% of the shares earlier placed by the Company and the shares that may be converted into earlier placed convertible securities which may be converted into shares.</p> <p>In making a decision envisaged in this Section, the General Shareholders' Meeting shall be deemed competent, irrespective of the number of shareholders not interested in the respective transaction, holding the Company's voting shares and participating in the meeting.</p>
<p><b>15. Section 46.6, Article 46</b></p>		
	<p>46.6. To enable the Company's Board of Directors and the General Shareholders' Meeting to resolve to approve of a related party transaction, the disposed or purchased property or services price shall be determined by the Company's Board of Directors in accordance with Article 77, Federal Joint Stock Companies Law.</p>	<p>46.6. To enable the Company's Board of Directors and the General Shareholders' Meeting to resolve to consent to or to subsequently approve of a related party transaction, the price for disposed or purchased property or services shall be determined by the Company's Board of Directors in accordance with Article 77, Federal Joint Stock Companies Law.</p>
<p><b>16. New Article 51</b></p>		
	<p>A similar provision is absent.</p>	<p>Article 51. Arrangements for Risk Management and</p>

		<p><b>Internal Control</b></p> <p>51.1. The Company has arranged for risk management and internal control.</p> <p>The Company’s Board of Directors shall approve of the Company’s internal documents defining the Company’s risk management and internal control policy.</p>
<p><b>17. In Section 53.1, Article 53</b></p>		
	<p>53.1. The Company shall keep the following documents:</p> <ul style="list-style-type: none"> <li>the Company’s Articles of Association and any amendments and supplements thereto, which are registered in the established manner, the resolution to establish the Company, the Company’s state registration document;</li> <li>the documents evidencing the Company’s rights to the property on its Balance Sheet;</li> <li>the Company’s internal documents;</li> <li>the Regulations on the Company’s branch or representative office; Annual Reports;</li> <li>accounting records;</li> <li>accounting (financial statement) documents;</li> <li>Minutes of the General Shareholders’ Meetings, meetings of the Company’s Board of Directors, the Company’s Internal Audit Commission and the</li> </ul>	<p>53.1. The Company shall keep the documents envisaged in the Federal Joint Stock Companies Law, these Articles of Association, the Company’s internal documents, resolutions of the General Shareholders’ Meeting, the Company’s Board of Directors, the Company’s Management Committee Chairman, the Company’s Management Committee, as well as the documents envisaged in the laws and regulations of the Russian Federation.</p>

<p>Company's Management Committee;  voting ballots as well as Powers of Attorney (their copies) for participation in the General Shareholders' Meeting;  appraisers' reports;  lists of the Company's affiliates;  lists of the persons entitled to attend the General Shareholders' Meeting and the persons entitled to receive dividends as well as any other lists drafted by the Company to enable shareholders to exercise their rights according to the Federal Joint Stock Companies Law;  Opinions of the Company's Internal Audit Commission, the Company's Auditor, and federal and municipal financial control authorities;  Securities Prospectuses, quarterly Issuer's Reports and other documents that contain information to be published or disclosed otherwise in accordance with the Federal Joint Stock Companies Law and other federal laws;  Notices of entering into the Shareholders' Agreements, sent to the Company, as well as the lists of persons who/that have concluded such agreements;  Court Rulings on the disputes related to the Company's establishment, management or participation in it; and  any other documents envisaged in the Federal Joint Stock Companies Law, these Articles of Association, the Company's internal documents, resolutions of the General Shareholders' Meeting, the</p>	
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	<p>Company’s Board of Directors, the Company’s Management Committee Chairman, the Company’s Management Committee, as well as the documents envisaged in the laws and regulations of the Russian Federation.</p>	
<p><b>18. In Article 55</b></p>		
	<p>Article 55. Company’s Disclosures to Shareholders</p> <p>55.1. The Company shall provide shareholders with access to the documents envisaged in Article 89.1, Federal Joint Stock Companies Law. The shareholder(s) jointly holding at least 25 percent of the voting shares in the Company shall have the right of access accounting documents and Minutes of the Company’s Management Committee meetings.</p> <p>55.2. The documents envisaged in Section 55.1 of these Articles of Association shall be provided by the Company in the Company’s Management Committee premises within seven business days from the appropriate familiarization request date. The Company shall, at the request of the persons entitled to access the documents envisaged in Section 55.1 of these Articles of Association, provide them with copies of the said documents. The fee charged by the Company for the provision of these copies shall not exceed the costs of</p>	<p>Article 55. Company’s Disclosures to Shareholders</p> <p>55.1 The Company shall provide shareholders with access to the following documents at their request:-</p> <p>The resolution on the Company’s establishment, the Company’s Articles of Association and the amendments and supplements made to the Company’s Articles of Association and registered in the established manner;</p> <p>The document evidencing the Company’s state registration;</p> <p>The resolution on issue (additional issue) of securities; amendments to the resolution on issue (additional issue) of securities; the report on results of (additional) securities issue, the notice on results of (additional) securities issue;</p> <p>The Company’s internal documents approved of by the General Shareholders’ Meeting and governing operations of its bodies;</p> <p>The regulation on the Company’s branch or representative office;</p> <p>The Annual Reports;</p>

<p>making them. Any additional requirements to the procedure for providing the documents specified in this Section as well as to the procedure for providing copies of such documents shall be established in the Bank of Russia regulations.</p> <p>55.3. The Company shall provide its shareholders with access to court rulings available to the Company on any dispute related to the Company's establishment, management or participation therein, including arbitration tribunal awards for instigation of legal proceedings with regard to a case and the acceptance of a statement of claim or a statement on changes to the grounds or the subject matter of an earlier stated claim. This requirement also applies to arbitration tribunal rulings and orders on disputes related to the Company's establishment, management or participation therein. Within three days from the shareholder's making the respective request, these documents shall be provided by the Company for study in the Company's executive body premises. The Company shall, at a shareholder's request, provide him/her with copies of the said documents. The fee charged by the Company for provision of such copies shall not exceed the costs of making them.</p> <p>55.4. The Company shall provide annual and intermediate consolidated Financial Statements to shareholders and to the Bank of Russia.</p> <p>The annual and intermediate consolidated Financial Statements shall be signed by the Company's Management Committee Chairman and Chief</p>	<p>The annual accounts (financial statements) and the auditor's report thereon;</p> <p>The Appraisers' reports issued according to the Federal Joint Stock Companies Law, if the Company redeems shares at the shareholder's request;</p> <p>The documents received by the Company according to Chapter XI.1, Federal Joint Stock Companies Law;</p> <p>The Minutes of the General Shareholders' Meeting;</p> <p>The lists of the Company's affiliates;</p> <p>The opinions of the Company's Audit Commission;</p> <p>The securities prospectuses, the issuer's quarterly reports and other documents with information to be published or disclosed otherwise according to the Federal Joint Stock Companies Law and other federal laws;</p> <p>The notices of conclusion of the shareholders' agreements, which have been sent to the Company, and the lists of persons who have concluded such agreements; and</p> <p>The court judgments and rulings on disputes related to the Company's establishment, management or participation in it, as well as the judicial documents on such disputes, including the awards on instigation by the arbitration court of the case proceedings and on acceptance of the statement of claim or an application for change in the reason for or subject of an earlier stated claim.</p> <p>55.2. The Company shall provide access to the following information and documents at the request of the shareholder(s) holding at least one percent of voting shares:-</p> <p>The information pertaining to the transactions (unilateral transactions) that constitute, according to the Federal Joint Stock Companies Law, major transactions</p>
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<p>Accountant and shall be made available to the Company's shareholders by posting on the Company's website, <a href="http://www.gazprom.ru">www.gazprom.ru</a>, in the Internet information and telecommunications network.</p> <p>The annual consolidated Financial Statements shall be provided to the Company's shareholders annually, before the General Shareholders' Meeting, but in any event within 120 days from the year-end and shall be subject to mandatory audit. The Auditor's Opinion shall be provided to shareholders and the Bank of Russia together with the annual consolidated Financial Statements.</p> <p>The intermediate Financial Statements shall be provided to shareholders within 10 days from their signature by the Company's Management Committee Chairman and Chief Accountant.</p> <p>The annual and intermediate consolidated Financial Statements shall be provided to the Bank of Russia in the manner defined by the Bank of Russia.</p>	<p>and/or related party transactions, in particular, the type, the subject matter, the content and the amount of such transactions, their conclusion date and due date; the information on decision-making as to the consent to or the subsequent approval of such transactions;</p> <p>The minutes of the Company's Board of Directors meetings; and</p> <p>The appraisers' reports on evaluation of the assets under the transactions made by the Company, which represent major transactions and/or related party transactions according to the Federal Joint Stock Companies Law.</p> <p>The request of the shareholder(s) holding less than 25 percent of the Company's voting shares for provision of documents and information envisaged in this Section shall specify the business purpose of requesting the documents.</p> <p>55.3. The Company shall provide access to the following documents at the request of the shareholder(s) holding at least 25 percent of the Company's voting shares:-</p> <ul style="list-style-type: none"> <li>- The Minutes of the Management Board meetings; and</li> <li>- The accounting documents.</li> </ul> <p>55.4. The Company shall be free to deny access to documents and information, if at least one of the following conditions is met:-</p> <p>At the time when the shareholder(s) lodges the request, the electronic version of the requested document is freely accessible on the Company's website, <a href="http://www.gazprom.ru">www.gazprom.ru</a>, or disclosed in the manner envisaged in Russian securities law for disclosures;</p> <p>The document is requested repeatedly within three years, provided that the first request for its provision has been</p>
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		<p>duly executed by the Company;</p> <p>The document pertains previous periods of the Company's performance (more than three years prior to making the request), except for the information on transactions being executed when the shareholder lodges its request;</p> <p>The shareholder's/ shareholders' request for documents does not specify the business purpose, for which the document is requested, if such indication is required according to the Federal Joint Stock Companies Law, or if such purpose is unreasonable, or if the composition or content of the requested documents are expressly contrary to the purpose indicated in the request;</p> <p>The person who has requested access to documents does not have the right of access to the respective document category according to the conditions defined in Sections 55.1 to 55.3 hereof; and</p> <p>The document pertains to the periods when the shareholder has not held shares in the Company, as confirmed by this shareholder by presenting the respective certificate on his/her personal account opened with the Register of the Company's Shareholders or on the safe custody account opened with a depository, except for the information on transactions being executed in the period when the shareholder has held the Company's shares.</p> <p>If the access to documents is denied, the comprehensive reasons for such denial shall be specified.</p> <p>55.5. The documents envisaged in Sections 55.1 to 55.3 hereof shall be provided by the Company within seven business days from the respective date of request for</p>
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examination in the premises of the Company's Management Committee.

The Company shall make available the copies of the documents envisaged in Sections 55.1 to 55.3 hereof at the request of the shareholders having the right of access to these documents. The fee charged by the Company for provision of these copies shall not exceed the costs of making them and, if the request indicates the need to send them to the address designated by the shareholder, the respective mailing costs. The Company shall post information on the costs of making copies of the document on the Internet site, [www.gazprom.ru](http://www.gazprom.ru).

Additional requirements to the procedures for making available the documents or copies thereof indicated in this Section shall be established in the Bank of Russia's regulations.

55.6. The deadline for performance of the duty to provide documents with confidential information shall not be counted earlier than the time when the Company and the shareholder who has requested access to the documents sign a non-disclosure agreement (confidentiality agreement). The Company may define terms and conditions of the non-disclosure agreement (confidentiality agreement) in the formulary or in any other standard form and shall be the same for all shareholders of the Company. The Company shall post information on the agreement terms and conditions on the Internet site, [www.gazprom.ru](http://www.gazprom.ru). If shareholders make a group request, each of them shall sign the agreement, and if access to the documents is provided to the shareholder's proxy, by the shareholder himself/ herself/ itself and by its proxy.

55.7. The Company shall submit its annual and

		<p>intermediate consolidated Financial Statements to shareholders and to the Bank of Russia.</p> <p>The annual and intermediate consolidated Financial Statements shall be signed by the Company's Management Committee Chairman and Chief Accountant and provided to the Company's shareholders by posting on the Company's Internet site, <a href="http://www.gazprom.ru">www.gazprom.ru</a>.</p> <p>The annual consolidated Financial Statements shall be provided to the Company's shareholders annually, before the General Shareholders' Meeting, but within 120 days after the year-end, and shall be subject to mandatory audit. The Auditor's Opinion shall be provided to shareholders and the Bank of Russia together with the annual consolidated Financial Statements.</p> <p>The intermediate consolidated Financial Statements shall be provided to shareholders within 10 days from their signature by the Company's Management Committee Chairman and Chief Accountant.</p> <p>The annual and intermediate consolidated Financial Statements shall be provided to the Bank of Russia in the manner defined by the Bank of Russia.</p>
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**Draft Amendments to the Regulation of PJSC GAZPROM General Shareholders' Meeting and the Change-Related Information in the Form of the Current Version and the Proposed Version Comparison<sup>6</sup>**

**Amendments to  
the Regulation of PJSC GAZPROM General Shareholders' Meeting,  
as approved of by resolution of PJSC GAZPROM  
annual General Shareholders' Meeting of June 30, 2016, Minutes No. 1,  
as amended by resolution of PJSC GAZPROM  
annual General Shareholders' Meeting of June 29, 2018, Minutes No. 1**

1. The fourth paragraph of Clause 9.2, Article 9, shall read as follows:

‘submit to the Company in person or through a representative in the established manner the voting ballots for voting on the agenda items of the General Shareholders' Meeting or, if the Company's Board of Directors envisages such opportunity in preparation for the General Shareholders' Meeting, fill in their electronic form. A ballot submitted by a shareholder's representative must be accompanied with a duly executed power of attorney.’

2. Article 9 shall be supplemented with new Clause 9.6 as follows:

‘9.6. The persons entitled to participate in the General Shareholders' Meeting in the form of a meeting, whose ballots (notices of stated wish) are received or electronic ballot forms are filled in on the Internet site at least two days prior to the General Shareholders' Meeting date, shall be free to attend the General Shareholders' Meeting.’

3. Clause 12.5, Article 12, shall read as follows:

‘12.5. The person, in whose name a safe custody account is opened under depositary programs, shall exercise the right to participate in the General Shareholders' Meeting, as attached to the shares, the ownership of which is certified with depositary securities, provided that the depositary securities owners and other persons exercising the rights attached to the depositary securities have given instructions to vote in a certain way at the General Shareholders' Meeting and that the information on such persons, with the number of shares, the ownership of which is certified with depositary securities held by each of them, has been provided to the Company (the Company's registrar).

If the number of shares, for which the person, in whose name a safe custody account is opened under the depositary programs, has been instructed by the depositary securities owners or other persons exercising the rights attached to the depositary securities to vote in a certain way at the General Shareholders' Meeting, differs (is not the same) for different agenda items of the General Shareholders' Meeting, the information submitted to the Company (the Company's registrar) on the depositary securities owners and other persons exercising the rights attached to the depositary securities shall be accompanied with details on the number of shares, for

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<sup>6</sup> Draft Amendments to the Regulation of PJSC GAZPROM General Shareholders' Meeting have been submitted for consideration on the initiative of PJSC GAZPROM Board of Directors (PJSC GAZPROM Board of Directors meeting Minutes No. 1254 of 21.05.2019).

which the person, in whose name a safe custody account is opened under the depositary programs, has been instructed to vote in a certain way on each such issue included into the General Shareholders' Meeting agenda.'

4. Article 12 shall be supplemented with new Clause 12.6 as follows:

'12.6. If the General Shareholders' Meeting is held with an option to fill in electronic ballot forms on the Internet site, the registration of persons participating in the General Shareholders' Meeting in this way shall be carried out on the Internet site where the electronic ballot form is filled in.'

5. The second paragraph of Clause 13.1, Article 13, shall read as follows:

'When the quorum is determined for a General Shareholders' Meeting attended by the person, in whose name a safe custody account is opened under depositary programs and who votes on shares, the ownership of which is certified with depositary securities, only the number of shares, about which the said person has been instructed to vote in a certain way at the General Shareholders' Meeting on behalf of the depositary securities owners and other persons exercising their rights attached to depositary securities, shall be counted.'

6. The title of Article 17 shall read as follows:

'Article 17. General Shareholders' Meeting Opening Procedure.'

7. Clause 17.2, Article 17, shall be deleted.

8. The second paragraph of Clause 20.2, Article 20, shall read as follows:

'The above rule shall not apply to the voting ballots signed by the person who has issued a power of attorney to vote with respect to the transferred shares and/or the person acting under such power of attorney where in the fields for the number of votes given for each voting option the number of votes given for one of the voting options is specified and relevant notes are made, including those confirming that the voting is under the power of attorney issued with respect to the transferred shares.'

9. Article 20 shall be supplemented with new Clause 20.5 as follows:

'20.5. The person having filled in the voting ballot shall be free to request the Counting Board to certify a copy of his/her filled-in ballot before the end of the General Shareholders' Meeting.'

10. Article 22 shall read as follows:

'Article 22. Vote with Shares Used under Depositary Shares Issuance Programs

22.1. The person, in whose name a safe custody account is opened under depositary programs, shall vote on shares, the ownership of which is certified with depositary securities, only according to the instructions issued by the depositary securities owners and other persons exercising the rights attached to depositary securities.

22.2. In the event that a person, in whose name a safe custody account is opened under depositary programs, votes with the number of votes that does not match the number of such shares reported to the Company (the Company's registrar) according to Clause 12.5, Article 12, of this Regulation, the said votes shall not be

included in the vote count when summarizing votes of the General Shareholders' Meeting.'

11. Clause 23.1, Article 23, shall read as follows:

'23.1. A resolution to consent to a related party transaction shall be passed at the General Shareholders' Meeting by a majority of votes of all voting shareholders, who are not related parties to such transaction, own voting shares in the Company and attend the meeting.

If all shareholders who own voting shares in the Company are recognized as related parties to a transaction that needs to be approved by the General Shareholders' Meeting and another person/ other persons is/are related parties to such transaction according to Clause 1, Article 81, of the Federal Law 'On joint-stock companies', then such transaction shall be approved by a majority of votes of all shareholders who own voting shares in the Company and attend the General Shareholders' Meeting.'

12. The first paragraph of Clause 24.5, Article 24, shall read as follows:

'24.5. Resolutions adopted by the General Shareholders' Meeting, together with the vote summary, may be announced at the meeting at which the vote is held, and shall also be communicated as the voting summary report to the persons included in the list of persons having the right to participate in the General Shareholders' Meeting, in the manner envisaged for communicating of the General Shareholders' Meeting, within four business days from the closing date of the General Shareholders' Meeting or, if the General Shareholders' Meeting is held as absentee voting, from the cut-off date for receipt of ballots.'

13. Clause 25.2, Article 25, shall read as follows:

'25.2. The minutes of the General Shareholders' Meeting shall indicate:

- full corporate name, location and address of the Company;
- type of the General Shareholders' Meeting (annual, extraordinary, repeated annual, repeated extraordinary);
- format of the General Shareholders' Meeting (joint presence or absentee voting);
- the date of determining (recording) of persons having the right to participate in the General Shareholders' Meeting;
- date of holding the General Shareholders' Meeting;
- venue of holding the General Shareholders' Meeting in presence (address at which the meeting has been held);
- agenda of the General Shareholders' Meeting;
- start and end time of registration of the persons having the right to participate in the General Shareholders' Meeting in presence;
- opening and adjournment time of the General Shareholders' Meeting held in presence; in the event that resolutions adopted by the General Shareholders' Meeting and vote summary for such meeting have been announced at the General Shareholders' Meeting, also the time when vote counting began;
- mailing address(es) at which the filled in voting ballots are (may be) sent when the General Shareholders' Meeting is held by absentee vote, as well as when the General Shareholders' Meeting is held in presence if voting on the agenda items

could have been made by sending filled in voting ballots to the Company, and if the General Shareholders' Meeting is held with an option to fill in electronic ballot forms on the Internet site, such Internet site address;

- the number of votes owned by the persons included in the list of persons having the right to participate in the General Shareholders' Meeting for each agenda item of the General Shareholders' Meeting;

- the number of votes produced by the voting shares of the Company for each agenda item as determined according to applicable law;

- the number of votes owned by the persons who have attended the General Shareholders' Meeting, with indication whether quorum has existed for each agenda item of the General Shareholders' Meeting;

- the number of votes given for each voting option ('in favor', 'against' and 'abstained') for each agenda item of the General Shareholders' Meeting, for which the quorum has been available;

- wordings of resolutions adopted by the General Shareholders' Meetings on each agenda item of the General Shareholders' Meeting;

- main points of speeches and names of speakers on each agenda item, if the General Shareholders' Meeting has been held in presence;

- Chairman (Presidium) and Secretary of the General Shareholders' Meeting;

- the General Shareholders' Meeting minutes date.

The minutes of the General Shareholders' Meeting shall also contain other details required by joint-stock company laws.

The minutes of the General Shareholders' Meeting shall have attached to them all the documents adopted or approved of by resolutions of the General Shareholders' Meeting and the vote summary minutes drawn up by the Counting Board.'

**Change-Related Information in the Form of the Current Version and the Proposed Version Comparison**

<b>No.</b>	<b>Regulation of PJSC GAZPROM General Shareholders' Meeting in its Current Version</b>	<b>Regulation of PJSC GAZPROM General Shareholders' Meeting, as Amended</b>
<b>1.</b>	<b>In Clause 9.2, Article 9</b>	
	<p>9.2. Shareholder may participate in the General Shareholders' Meeting in any of the following ways:</p> <ul style="list-style-type: none"> <li>attend the General Meeting and personally participate in the discussions on the agenda items and vote on them;</li> <li>appoint a representative to participate in the General Meeting and entrust one with the voting rights on the agenda items;</li> <li>submit to the Company in person or through a representative the voting ballots for voting on the agenda items of the General Shareholders' Meeting. A ballot submitted by a shareholder's representative must be accompanied by a duly executed power of attorney.</li> </ul>	<p>9.2. Shareholder may participate in the General Shareholders' Meeting in any of the following ways:-</p> <ul style="list-style-type: none"> <li>attend the General Meeting and personally participate in the discussions on the agenda items and vote on them;</li> <li>appoint a representative to participate in the General Meeting and entrust one with the voting rights on the agenda items; or</li> <li>submit to the Company in person or through a representative in the established manner the voting ballots for voting on the agenda items of the General Shareholders' Meeting or, if the Company's Board of Directors envisages such opportunity in preparation for the General Shareholders' Meeting, fill in their electronic form. A ballot submitted by a shareholder's representative must be accompanied with a duly executed power of attorney.</li> </ul>
<b>2.</b>	<b>New Clause 9.6, Article 9</b>	

	<p>A similar provision is absent.</p>	<p>9.6. The persons entitled to participate in the General Shareholders' Meeting in the form of a meeting, whose ballots (notices of stated wish) are received or electronic ballot forms are filled in on the Internet site at least two days prior to the General Shareholders' Meeting date, shall be free to attend the General Shareholders' Meeting.</p>
<p><b>3. In Clause 12.5, Article 12</b></p>		
	<p>12.5. The person exercising the rights attached to the Company shares circulated outside the Russian Federation in the form of depositary securities shall notify the Counting Board of the meeting in writing during registration about the number of shares about which such person has received instructions from the owners of depositary securities.</p> <p>In the event that the number of shares about which the said person has received instructions from the owners of depositary securities is different for different items of the General Shareholders' Meeting agenda, such person shall notify the Counting Board of the meeting about the corresponding quantity of shares about which such person received instructions from the owners of depositary securities on each such item of the General Shareholders' Meeting agenda.</p>	<p>12.5. The person, in whose name a safe custody account is opened under depositary programs, shall exercise the right to participate in the General Shareholders' Meeting, as attached to the shares, the ownership of which is certified with depositary securities, provided that the depositary securities owners and other persons exercising the rights attached to the depositary securities have given instructions to vote in a certain way at the General Shareholders' Meeting and that the information on such persons, with the number of shares, the ownership of which is certified with depositary securities held by each of them, has been provided to the Company (the Company's registrar).</p> <p>If the number of shares, for which the person, in whose name a safe custody account is opened under depositary programs, has been instructed by the depositary securities owners or other persons exercising the rights attached to the depositary securities to vote in a certain way at the General Shareholders' Meeting, differs (is not the same) for different agenda items of the General Shareholders' Meeting, the information submitted to the Company (the</p>

		<p>Company’s registrar) on the depositary securities owners and other persons exercising the rights attached to the depositary securities shall be accompanied with details on the number of shares, for which the person, in whose name a safe custody account is opened under depositary programs, has been instructed to vote in a certain way on each such issue included into the General Shareholders’ Meeting agenda.</p>
<p><b>4. New Clause 12.6, Article 12</b></p>		
	<p>A similar provision is absent.</p>	<p>12.6. If the General Shareholders’ Meeting is held with an option to fill in electronic ballot forms on the Internet site, the registration of persons participating in the General Shareholders’ Meeting in this way shall be carried out on the Internet site where the electronic ballot form is filled in.</p>
<p><b>5. In the second paragraph of Clause 13.1, Article 13</b></p>		
	<p>When the quorum is determined for a General Shareholders’ Meeting attended by a person voting on shares circulated outside the Russian Federation in the form of depositary securities, only the number of shares circulated outside the Russian Federation in the form of depositary securities about which the said person has received instructions from the owners of</p>	<p>When the quorum is determined for a General Shareholders’ Meeting attended by the person, in whose name a safe custody account is opened under depositary programs and who votes on shares, the ownership of which is certified with depositary securities, only the number of shares, about which the said person has been instructed to vote in a certain way at the General Shareholders’ Meeting on behalf of the depositary securities owners and other persons exercising their rights attached to</p>

	depository securities will be counted.	depository securities, shall be counted.
<b>6.</b>	<b>In the title of Article 17</b>	
	Article 17. General Shareholders' Meeting Opening and Adjournment Procedures	Article 17. General Shareholders' Meeting Opening Procedure
<b>7.</b>	<b>In Clause 17.2, Article 17</b>	
	17.2. The General Shareholders' Meeting shall be deemed adjourned after being declared so by the meeting Chairman.	Clause 17.2, Article 17, is deleted.
<b>8.</b>	<b>In the second paragraph of Clause 20.2</b>	
	The above rule shall not apply to the voting ballots signed by the person who issued a power of attorney to vote with respect to shares transferred after the date of making the list of persons having the right to participate in the General Shareholders' Meeting, and /or the persons acting under such powers of attorney where in the fields left for the number of votes given for each voting option the number of votes is specified given for each voting option and relevant notes are made,	The above rule shall not apply to the voting ballots signed by the person who has issued a power of attorney to vote with respect to the transferred shares and/or the person acting under such power of attorney where in the fields for the number of votes given for each voting option the number of votes given for one of the voting options is specified and relevant notes are made, including those confirming that the voting is under the power of attorney issued with respect to the transferred shares.

	including the notes confirming that the vote is held by power of attorney issued with respect to the shares transferred after the date of making the list of persons having the right to participate in the General Shareholders' Meeting.	
<b>9. New Clause 20.5, Article 20</b>		
	A similar provision is absent.	20.5. The person having filled in the voting ballot shall be free to request the Counting Board to certify a copy of his/her filled-in ballot before the end of the General Shareholders' Meeting.
<b>10. In Article 22</b>		
	<p>Article 22. Vote with Shares Used under Depository Shares Issuance Programs</p> <p>22.1. Voting with Company shares circulated outside the Russian Federation in the form of depository securities shall only be performed in accordance with the instructions issued by the owners of depository securities.</p> <p>22.2. In the event that a person exercising the rights attached to Company shares circulating outside the Russian Federation in the form of depository securities has voted with the number of</p>	<p>Article 22. Vote with Shares Used under Depository Shares Issuance Programs</p> <p>22.1. The person, in whose name a safe custody account is opened under depository programs, shall vote on shares, the ownership of which is certified with depository securities, only according to the instructions issued by the depository securities owners and other persons exercising the rights attached to depository securities.</p> <p>22.2. In the event that a person, in whose name a safe custody account is opened under depository programs, votes with the number of votes that does not match the number of such shares</p>

	votes that does not match the number of such shares reported to the meeting Counting Board, the said votes shall not be included in the vote count when summarizing votes of the General Shareholders' Meeting.	reported to the Company (the Company's registrar) according to Clause 12.5, Article 12, of this Regulation, the said votes shall not be included in the vote count when summarizing votes of the General Shareholders' Meeting.
<b>11. In Clause 23.1, Article 23</b>		
	23.1. A resolution to approve a related party transaction shall be passed at the General Shareholders' Meeting by the majority of the vote of all voting shareholders not related to such transaction.	23.1. A resolution to consent to a related party transaction shall be passed at the General Shareholders' Meeting by a majority of votes of all voting shareholders, who are not related parties to such transaction, own voting shares in the Company and attend the meeting. If all shareholders who own voting shares in the Company are recognized as related parties to a transaction that needs to be approved by the General Shareholders' Meeting and another person/ other persons is/are related parties to such transaction according to Clause 1, Article 81, of the Federal Law 'On joint-stock companies', then such transaction shall be approved by a majority of votes of all shareholders who own voting shares in the Company and attend the General Shareholders' Meeting.
<b>12. In the first paragraph of Clause 24.5, Article 24</b>		
	24.5. Resolutions adopted by the General Shareholders' Meeting, together with the vote	24.5. Resolutions adopted by the General Shareholders' Meeting, together with the vote summary, may be announced at the

<p>summary, shall be announced at the meeting during which the vote is held, or communicated as the voting summary report to the persons included in the list of persons having the right to participate in the General Shareholders' Meeting, in the manner envisaged for communicating of the General Shareholders' Meeting, within four business days from the closing date of the General Shareholders' Meeting or the cut-off date for receipt of ballots if the General Shareholders' Meeting is held as absentee voting.</p>	<p>meeting at which the vote is held, and shall also be communicated as the voting summary report to the persons included in the list of persons having the right to participate in the General Shareholders' Meeting, in the manner envisaged for communicating of the General Shareholders' Meeting, within four business days from the closing date of the General Shareholders' Meeting or, if the General Shareholders' Meeting is held as absentee voting, from the cut-off date for receipt of ballots.</p>
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<p><b>13.</b></p>	<p><b>In Clause 25.2, Article 25</b></p>
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<p>25.2. The minutes of the General Shareholders' Meeting shall indicate:</p> <ul style="list-style-type: none"> <li>- full corporate name and location of the Company;</li> <li>- type of the General Shareholders' Meeting (annual or extraordinary);</li> <li>- form of holding the General Shareholders' Meeting (joint presence or by absentee voting);</li> <li>- the date of drawing up the list of persons having the right to participate in the General Shareholders' Meeting;</li> <li>- date of holding the General Shareholders' Meeting;</li> <li>- venue of holding the General Shareholders'</li> </ul>	<p>25.2. The minutes of the General Shareholders' Meeting shall indicate:</p> <ul style="list-style-type: none"> <li>- full corporate name, location and address of the Company;</li> <li>- type of the General Shareholders' Meeting (annual, extraordinary, repeated annual, repeated extraordinary);</li> <li>- format of the General Shareholders' Meeting (joint presence or absentee voting);</li> <li>- the date of determining (recording) of persons having the right to participate in the General Shareholders' Meeting;</li> <li>- date of holding the General Shareholders' Meeting;</li> <li>- venue of holding the General Shareholders' Meeting in presence (address at which the meeting has been held);</li> <li>- agenda of the General Shareholders' Meeting;</li> <li>- start and end time of registration of the persons having the</li> </ul>
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<p>Meeting in presence (address at which the meeting has been held);</p> <ul style="list-style-type: none"> <li>– agenda of the General Shareholders' Meeting;</li> <li>– start and end time of registration of the persons having the right to participate in the General Shareholders' Meeting in presence;</li> <li>– opening and adjournment time of the General Shareholders' Meeting held in presence; in the event that resolutions adopted by the General Shareholders' Meeting and vote summary for such meeting have been announced at the General Shareholders' Meeting, also the time when vote counting began;</li> <li>– mailing address (addresses) at which the filled in vote ballots are sent when the General Shareholders' Meeting is held by absentee vote, as well as if the General Shareholders' Meeting is held in presence if voting on the agenda items could have been made by sending filled in vote ballots to the Company;</li> <li>– the number of votes owned by the persons included in the list of persons having the right to participate in the General Shareholders' Meeting for each agenda item;</li> <li>– the number of votes produced by the voting shares of the Company for each agenda item as determined by the applicable laws of the Russian Federation;</li> <li>– the number of votes owned by the persons</li> </ul>	<p>right to participate in the General Shareholders' Meeting in presence;</p> <ul style="list-style-type: none"> <li>– opening and adjournment time of the General Shareholders' Meeting held in presence; in the event that resolutions adopted by the General Shareholders' Meeting and vote summary for such meeting have been announced at the General Shareholders' Meeting, also the time when vote counting began;</li> <li>– mailing address(es) at which the filled in voting ballots are (may be) sent when the General Shareholders' Meeting is held by absentee vote, as well as when the General Shareholders' Meeting is held in presence if voting on the agenda items could have been made by sending filled in voting ballots to the Company, and if the General Shareholders' Meeting is held with an option to fill in electronic ballot forms on the Internet site, such Internet site address;</li> </ul>
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<p>participating in the meeting for each agenda item, with indication whether quorum existed for each agenda item;</p> <ul style="list-style-type: none"> <li>– the number of votes given for each voting option (‘for’, ‘against’ or ‘abstained’) for each agenda item with quorum;</li> <li>– wordings of resolutions adopted by the General Shareholders’ Meeting on each agenda item;</li> <li>– main points of speeches and names of speakers on each agenda item, if the meeting was held in presence;</li> <li>– Chairman (Presidium) and Secretary of the General Shareholders’ Meeting;</li> <li>– minutes date.</li> </ul> <p>The Minutes of the General Shareholders’ Meeting shall also contain another information as required by laws On joint-stock companies.</p> <p>The Minutes of the General Shareholders’ Meeting shall have attached to them all the documents adopted or approved by the General Shareholders’ Meeting and the minutes drawn up by Counting Board on vote summary.</p>	<ul style="list-style-type: none"> <li>– the number of votes owned by the persons included in the list of persons having the right to participate in the General Shareholders’ Meeting for each agenda item of the General Shareholders’ Meeting;</li> <li>– the number of votes produced by the voting shares of the Company for each agenda item as determined according to applicable law;</li> <li>– the number of votes owned by the persons who have attended the General Shareholders’ Meeting, with indication whether quorum has existed for each agenda item of the General Shareholders’ Meeting;</li> <li>– the number of votes given for each voting option (‘in favor’, ‘against’ and ‘abstained’) for each agenda item of the General Shareholders’ Meeting, for which the quorum has been available;</li> <li>– wordings of resolutions adopted by the General Shareholders’ Meetings on each agenda item of the General Shareholders’ Meeting;</li> <li>– main points of speeches and names of speakers on each agenda item, if the General Shareholders’ Meeting has been held in presence;</li> <li>– Chairman (Presidium) and Secretary of the General Shareholders’ Meeting;</li> <li>– the General Shareholders’ Meeting minutes date.</li> </ul> <p>The minutes of the General Shareholders’ Meeting shall also contain other details required by joint-stock company laws.</p> <p>The minutes of the General Shareholders’ Meeting shall have attached to them all the documents adopted or approved of by resolutions of the General Shareholders’ Meeting and the vote summary minutes drawn up by the Counting Board.</p>
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**Draft Amendments to the Regulation on PJSC GAZPROM Board of Directors and the Change-Related Information in the Form of the Current Version and the Proposed Version Comparison<sup>7</sup>**

**Amendments to  
the Regulation on PJSC GAZPROM Board of Directors,  
as approved of by resolution of PJSC GAZPROM  
annual General Shareholders' Meeting of June 30, 2016, Minutes No. 1,  
as amended by resolution of PJSC GAZPROM  
annual General Shareholders' Meeting of June 30, 2017, Minutes No. 1**

1. Section 2.1, Article 2, shall be supplemented with a new Subsection 9.1 as follows:

‘9.1) establishment of the Company’s Board of Directors committees; approval of internal documents defining their competence and procedures; establishment of the number of their members; appointment of the committee chairman and members and termination of their powers;’

2. Section 2.1, Article 2, shall be supplemented with new Subsection 9.2 as follows:

‘9.2) defining of the principles of and approaches to risk management, internal control and internal audit in the Company;’

3. Subsection 11, Section 2.1, Article 2, shall read as follows:

‘11) determining the rate of the fee to be paid to the auditor and recommendations on the amount of remuneration and compensation to be paid to the Company’s Audit Commission members;’

4. Subsection 21, Section 2.1, Article 2, shall read as follows:

‘21) formation of the Board of Directors’ commissions, approval of their compositions and regulations thereon;’

5. Article 2 shall be supplemented with new Section 2.5 as follows:

‘2.5. The Board of Directors shall approve of the Company’s internal documents defining the Company’s risk management and internal control policy.’

6. Section 5.5, Article 5, shall read as follows:

‘5.5. Members of the Board of Directors shall not use their position and information they receive on the Company’s operations for their personal benefit and shall not allow such use thereof by other persons.

Members of the Board of Directors shall refrain from actions that will or may lead to a conflict of interests.

If a member of the Board of Directors has got a conflict of interests, the member shall notify the Board of Directors thereof by a notice to the Board of Directors Chairman. The notice shall contain factual information on the conflict of interests and reasons therefor.

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<sup>7</sup> Draft Amendments to the Regulation on PJSC GAZPROM Board of Directors have been submitted for consideration on the initiative of PJSC GAZPROM Board of Directors (PJSC GAZPROM Board of Directors meeting Minutes No. 1254 of 21.05.2019).

The Board of Directors Chairman shall send the notice of the conflict of interests, which the Chairman has received, to all members of the Board of Directors before the decision is made on the issue, in connection with which the Board of Directors member has got the conflict of interests.

A member of the Board of Directors is free to abstain from voting on the issue, in connection with which he/she has got the conflict of interests. When the nature of a discussed issue or specific features of a conflict of interests require so, the Board of Directors Chairman shall be entitled to offer the Board of Directors member who has got the conflict of interests not to attend the respective issue discussion.

If the Board of Directors member who has got the conflict of interests abstains from voting or does not attend the Board of Directors meeting when the agenda item, in connection with which he/she has got the conflict of interests, is discussed, this fact shall be recorded in the minutes of the Board of Directors meeting.'

7. Section 8.1, Article 8, shall read as follows:

'8.1. A meeting of the Board of Directors shall be convened by the Chairman of the Board of Directors in accordance with the approved work plan of the Board of Directors, as well as on his own initiative, on request of a member of the Board of Directors, the Management Committee, the Chairman of the Management Committee, the Audit Commission, the Company auditor or the official responsible for internal audit arrangements and implementation (head of the business unit in charge of internal audit arrangements and implementation).'

8. The words 'Decisions on approval by the Company of an ... transaction' shall be substituted with the words 'A resolution to consent to the Company's entering into a ... transaction' in the first paragraph of Section 9.8, Article 9.

9. Section 12.1, Article 12, shall read as follows:

'12.1. The Company shall provide minutes of the Board of Directors meetings to the shareholder(s) entitled to access these documents for familiarization in the premises of the Company's executive body, within seven business days from presentation of the respective request.'

10. Article 13 shall be supplemented with new Section 13.3 as follows:

'13.3. The Company's internal documents to be approved of by the Company's Board of Directors shall define the committee authority and procedures.'

11. Sections 13.3 and 13.4, Article 13, of the applicable version of the Articles of Association shall be regarded as Sections 13.4 and 13.5.

**Change-Related Information in the Form of the Current Version and the Proposed Version Comparison**

<b>No.</b>	<b>Regulation on PJSC GAZPROM Board of Directors in its Current Version</b>	<b>Regulation on PJSC GAZPROM Board of Directors, as Amended</b>
<b>1.</b>	<b>New Subsections 9.1, 9.2 of Section 2.1, Article 2</b>	
	A similar provision is absent.	<p>9.1) establishment of the Company's Board of Directors committees; approval of internal documents defining their competence and procedures; establishment of the number of their members; appointment of the committee chairman and members and termination of their powers;</p> <p>9.2) defining of the principles of and approaches to risk management, internal control and internal audit in the Company;</p>
<b>2.</b>	<b>In Subsection 11, Section 2.1, Article 2</b>	
	11) recommendations on the amount of remuneration and compensation to be paid to the members of the Audit Commissions and determining the rate of the fee to be paid to the Company auditor;	11) determining the rate of the fee to be paid to the auditor and recommendations on the amount of remuneration and compensation to be paid to the Company's Audit Commission members;
<b>3.</b>	<b>In Subsection 21, Section 2.1, Article 2</b>	

	<p>21) formation of the Company committees and commissions, approval of the member lists thereof and regulations thereon;</p>	<p>21) formation of the Board of Directors' commissions, approval of their compositions and regulations thereon;</p>
<p><b>4. New Section 2.5, Article 2</b></p>		
	<p>A similar provision is absent.</p>	<p>2.5. The Board of Directors shall approve of the Company's internal documents defining the Company's risk management and internal control policy.</p>
<p><b>5. In Section 5.5, Article 5</b></p>		
	<p>5.5. Members of the Board of Directors must not use their position and information that comes to their notice for their personal benefit as well as to admit of the use thereof for personal benefit by other individuals.</p>	<p>5.5. Members of the Board of Directors shall not use their position and information they receive on the Company's operations for their personal benefit and shall not allow such use thereof by other persons.</p> <p>Members of the Board of Directors shall refrain from actions that will or may lead to a conflict of interests.</p> <p>If a member of the Board of Directors has got a conflict of interests, the member shall notify the Board of Directors thereof by a notice to the Board of Directors Chairman. The notice shall contain factual information on the conflict of interests and reasons therefor.</p> <p>The Board of Directors Chairman shall send the notice of the conflict of interests, which the Chairman has received, to all</p>

		<p>members of the Board of Directors before the decision is made on the issue, in connection with which the Board of Directors member has got the conflict of interests.</p> <p>A member of the Board of Directors is free to abstain from voting on the issue, in connection with which he/she has got the conflict of interests. When the nature of a discussed issue or specific features of a conflict of interests require so, the Board of Directors Chairman shall be entitled to offer the Board of Directors member who has got the conflict of interests not to attend the respective issue discussion.</p> <p>If the Board of Directors member who has got the conflict of interests abstains from voting or does not attend the Board of Directors meeting when the agenda item, in connection with which he/she has got the conflict of interests, is discussed, this fact shall be recorded in the minutes of the Board of Directors meeting.</p>
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**6. In Section 8.1, Article 8**

	<p>8.1. A meeting of the Board of Directors shall be convened by the Chairman of the Board of Directors in accordance with the approved work plan of the Board of Directors, as well as on his own initiative, on request of a member of the Board of Directors, the Management Committee, the Chairman of the Management Committee, the Audit Commission and the Company auditor.</p>	<p>8.1. A meeting of the Board of Directors shall be convened by the Chairman of the Board of Directors in accordance with the approved work plan of the Board of Directors, as well as on his own initiative, on request of a member of the Board of Directors, the Management Committee, the Chairman of the Management Committee, the Audit Commission, the Company auditor or the official responsible for internal audit arrangements and implementation (head of the business unit in charge of internal audit</p>
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		arrangements and implementation).
<b>7.</b>	<b>In the first paragraph of Section 9.8, Article 9</b>	
	9.8. Decisions on approval by the Company of an interested party transaction and on determination of the market price of the property or services to be alienated or purchased, shall be rendered by the Board of Directors by the majority of votes of independent directors who are not interested parties in the transaction.	9.8. A resolution to consent to the Company's entering into an interested party transaction and on determination of the market price of the property or services to be alienated or purchased, shall be rendered by the Board of Directors by the majority of votes of independent directors who are not interested parties in the transaction.
<b>8.</b>	<b>In Section 12.1, Article 12</b>	
	12.1. Minutes of the meetings of the Board of Directors shall be accessible for familiarization in the premises of the Company executive body to any shareholder within 7 business days from the date of submission to the Board of Directors of respective request in writing.	12.1. The Company shall provide minutes of the Board of Directors meetings to the shareholder(s) entitled to access these documents for familiarization in the premises of the Company's executive body, within seven business days from presentation of the respective request.
<b>9.</b>	<b>In Article 13</b>	
	A similar provision is absent.	13.3. The Company's internal documents to be approved of by the Company's Board of Directors shall define the

		committee authority and procedures.
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**Draft Amendments to the Regulation on PJSC GAZPROM Management Committee and the Change-Related Information in the Form of the Current Version and the Proposed Version Comparison<sup>8</sup>**

**Amendments to  
the Regulation on PJSC GAZPROM Management Committee,  
as approved of by resolution of PJSC GAZPROM annual General  
Shareholders' Meeting of June 30, 2016, Minutes No. 1, as amended by  
resolution of PJSC GAZPROM annual General Shareholders' Meeting of  
June 30, 2017, Minutes No. 1**

Section 10.2, Article 10, shall read as follows:

'10.2. The Secretary (Executive Secretary) of the Management Committee shall submit minutes of the Management Committee meetings to the Members of the Management Committee, as well as to the Members of the Board of Directors, the Audit Commission, the Company's auditor and the executive responsible for arrangements for and conduct of internal audit (the functional division head responsible for arrangements for and conduct of internal audit), at their request within three days from the receipt day of such request.'

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<sup>8</sup> Draft Amendments to the Regulation of PJSC GAZPROM Management Committee have been submitted for consideration on the initiative of PJSC GAZPROM Board of Directors (PJSC GAZPROM Board of Directors meeting Minutes No. 1254 of 21.05.2019).

**Change-Related Information in the Form of the Current Version and the Proposed Version Comparison**

<b>No.</b>	<b>Regulation on PJSC GAZPROM Management Committee in its Current Version</b>	<b>Regulation on PJSC GAZPROM Management Committee, as Amended</b>
<b>1.</b>	<b>In Section 10.2, Article 10</b>	
	<p>10.2. The Secretary (Executive Secretary) of the Management Committee shall be bound to submit minutes of the Management Committee meetings to the members of the Management Committee as well as to the members of the Board of Directors, the Audit Commission and the Company auditor on their request within three days from the day of the receipt thereof.</p>	<p>10.2. The Secretary (Executive Secretary) of the Management Committee shall submit minutes of the Management Committee meetings to the Members of the Management Committee, as well as to the Members of the Board of Directors, the Audit Commission, the Company's auditor and the executive responsible for arrangements for and conduct of internal audit (the functional division head responsible for arrangements for and conduct of internal audit), at their request within three days from the receipt day of such request.</p>

### **Information on Recognition of OAO GAZPROM Dividend Payment Procedure Inoperative**

OAO Gazprom Dividend Payment Procedure was approved of by resolution of the annual General Shareholders' Meeting of OAO GAZPROM (Minutes No. 1 of June 28, 2013).

However, significant amendments have been made to the Russian Federal law since the approval date of this internal document.

Federal *Joint Stock Companies* Law No. 208-Φ3 of December 26, 1995, clearly defines the cash dividend payment procedure in joint stock companies. Therefore, PJSC GAZPROM complies with this Law when paying dividends.

Moreover, the Russian applicable law does not contain a statutory requirement that the general shareholders' meeting defines the dividend payment procedure by its resolution when cash dividends are paid.

Therefore, as OAO GAZPROM Dividend Payment Procedure does not take into account the Russian applicable law substantially, this document may be recognized inoperative by resolution of PJSC GAZPROM annual General Shareholders' Meeting.

**Information on Candidates to PJSC GAZPROM Board of Directors,  
in particular, on the Availability of Their Written Consent to Be Elected**

(candidate position information is in accordance with the data provided by  
shareholders in candidate nomination proposals)

- Mr. Andrey Igorevich Akimov - Chairman, Gazprombank (Joint Stock Company) Management Committee  
(the consent is available)
- Mr. Viktor Alekseevich Zubkov - Special Representative of the Russian Federation President, Liaison with the Gas Exporting Countries Forum  
(the consent is available)
- Mr. Timur Kulibaev - Chairman, Association of Legal Entities – Kazakhstan Association of Oil, Gas and Energy Sector Companies *KAZENERGY*; Chairman of the Presidium, *Atameken* National Chamber of Entrepreneurs of the Republic Kazakhstan  
(the consent is available)
- Mr. Denis Valentinovich Manturov - Minister of Industry and Trade of the Russian Federation  
(the consent is available)
- Mr. Vitaly Anatolievich Markelov - Deputy Chairman, PJSC GAZPROM Management Committee  
(the consent is available)
- Mr. Viktor Georgievich Martynov - Principal, I.M. Gubkin Russian State Autonomous Oil and Gas University (National Research University) (federal state-owned autonomous educational institution of higher education)  
(the consent is available)
- Mr. Vladimir Alexandrovich Mau - Principal, the Russian Presidential Academy of National Economy and Public Administration (federal state-owned budgetary educational institution of higher education)  
(the consent is available)
- Mr. Alexey Borisovich Miller - Chairman, PJSC GAZPROM Management Committee  
(the consent is available)

- Mr. Alexander Valentinovich Novak - Minister of Energy of the Russian Federation  
(the consent is available)
- Mr. Dmitry Nikolaevich Patrushev - Minister of Agriculture of the Russian Federation  
(the consent is available)
- Mr. Mikhail Leonidovich Sereda - Deputy Chairman, Management Committee, and Head, Management Committee Administration, PJSC GAZPROM  
(the consent is available)

**Information on Candidates to PJSC GAZPROM Audit Commission,  
in particular, on the Availability of Their Written Consent to Be Elected<sup>9</sup>**

- |  |   |
|--|---|
| Mr. Ivan Vladimirovich<br>Bezmenov     | - Department Head, Ministry of Economic Development of the Russian Federation<br>(the consent is available)                     |
| Mr. Vadim Kasymovich Bikulov           | - Deputy Department Head and Division Head, Management Committee Administration, PJSC GAZPROM<br>(the consent is available)     |
| Mr. Alexander Alexeevich<br>Gladkov    | - Department Head, Ministry of Energy of the Russian Federation<br>(the consent is available)                                   |
| Ms. Margarita Ivanovna<br>Mironova     | - Senior Deputy Head and Department Head, Management Committee Administration, PJSC GAZPROM<br>(the consent is available)       |
| Mr. Yury Stanislavovich Nosov          | - member of the Board of Directors at OAO BELGAZPROMBANK, AO GAZPROM SPACE SYSTEMS, OOO LAZURNAYA<br>(the consent is available) |
| Mr. Karen Iosifovich Oganyan           | - Department Head, PJSC GAZPROM<br>(the consent is available)   |
| Mr. Dmitry Alexandrovich<br>Pashkovsky | - Deputy Head and Department Head, Management Committee Administration, PJSC GAZPROM<br>(the consent is available)              |
| Mr. Sergey Revazovich Platonov         | - Deputy Department Head, Ministry of Finance of the Russian Federation<br>(the consent is available)                           |
| Mr. Evgeny Mikhailovich<br>Stolyarov   | - Department Head, Ministry of Transport of the Russian Federation<br>(the consent is available)                                |
| Ms. Tatiana Vladimirovna<br>Fisenko    | - Department Head, Ministry of Energy of the Russian Federation<br>(the consent is available)                                   |

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<sup>9</sup> The candidate position information updated as of 21.05.2019 – the drafting date of the information (materials) provided to shareholders in preparation for the annual General Shareholders' Meeting of PJSC GAZPROM in 2019.

## **Report on PJSC GAZPROM Long-Term Development Program Implementation**

### **I. PJSC GAZPROM Strategic Planning System**

The planning system in place at PJSC GAZPROM ensures the optimum combination of achievements of the Russian planning system and the contemporary global approaches to strategic planning. This system relies on the principles of a comprehensive approach, a well-balanced system of indicators, scientific substantiation, efficiency and continuity of managerial decision-making.

The Company's planning system is constantly improved in line with the best global practices and methodologies elaborated by the leading industry organizations and experts.

Presently, PJSC GAZPROM operates a three-level planning system: short-term (for up to 1 year), mid-term (for 1 to 3 years), and strategic (long-term) planning (for 10 and more years).

Strategic planning is a high-level process when the uniform planning of investment, financial and operational activities is carried out based on the Company's forecasted performance. The long-term planning is intended to attain the strategic objective of establishing PJSC GAZPROM as a leader among global energy companies by diversifying sales markets, by securing reliable supplies, business efficiency growth, and utilization of scientific and technical potential.

When drafting its long-term development strategy, PJSC GAZPROM takes into account the strategic planning documents, the targets set by federal executive authorities of the Russian Federation as well as the indicators from public documents that govern long-term development of the fuel and energy sector of the Russian Federation (the Energy Security Doctrine of the Russian Federation, the Energy Strategy of Russia, the General Scheme of the Gas Industry Development, the main provisions of federal special purpose programs of the fuel and energy sector), according to the Federal Law *On Strategic Planning in the Russian Federation* (No. 172-Φ3 of 28.06.2014).

PJSC GAZPROM strategic planning system uses strategic targets of Level 1 and Level 2 (hereinafter SST<sub>1</sub> and SST<sub>2</sub>, respectively). PJSC GAZPROM Board of Directors establishes SST<sub>1</sub> requirements for the end of the planning decade. SST<sub>1</sub> estimates for each year of the planning decade are approved of by PJSC GAZPROM Board of Directors as part of PJSC GAZPROM Long-Term Development Program (hereinafter the Program). SST<sub>2</sub> are a breakdown of SST<sub>1</sub> by areas and lines of business, describing production, marketing, economic, corporate, innovation and personnel objectives in a greater detail.

SST<sub>1</sub> requirements are the targets for shaping the Program that is designed annually according to OAO GAZPROM Planning Procedure using SSTs (approved of by OAO GAZPROM Management Committee Resolution No. 34 of June 26, 2006) and the Development Guidelines on Long-Term Development Programs for Strategic Open Joint Stock Companies and Federal State-Owned Unitary Enterprises, and Open Joint Stock Companies where the Russian Federation Capital Stake Exceeds Fifty Percent (the Russian Government instructions No. VIII-II13-2583 of April 15, 2014). Upon PJSC GAZPROM Management Committee preliminary approval, the Program is submitted to the Company's Board of Directors for approval.

The Program is intended to design a comprehensive integrated plan that secures well-balanced and efficient development of the Company, achievement of SSTs and maximization of the systemic economic effect, taking into account the analysis of threats and opportunities.

The Program is a tool for PJSC GAZPROM Development Strategy implementation in the long run while addressing the objectives of long-term and current planning systems integration as it contains the targets required for budgeting and the list of top priority projects for investment planning. The Program targets underlie the system of targets and control indicators to itemize the Program for the 1-3-year budget period and to establish budgeting benchmarks.

When drafting the Program the allowance is made for primary information and indicators provided by PJSC GAZPROM business units and subsidiaries as well as PJSC GAZPROM management resolutions, including those adopted by the Company's Board of Directors in furtherance of the Russian Federation Government directives for representatives of the state on PJSC GAZPROM Board of Directors.

PJSC GAZPROM Long-Term Development Program (Gas Business, 2019/2028) was approved of by the Board of Directors Resolution No.3164 of October 2, 2018. It accounts for the country's updated socio-economic development forecasts made by the Russian Ministry of Economic Development and highlights the most recent resolutions on the system-shaping projects, such as *Power of Siberia*, *Amur Gas Processing Plant*, *Nord Stream 2*, and *TurkStream*.

Currently, the Program captures PJSC GAZPROM core line of business, gas business. With the Company being a vertically integrated global energy provider that comprises different lines of business and in furtherance of the Russian Federation Government Directives No. 4955П-П13 of July 17, 2014, the Company is committed to make arrangements for extending the long-term planning system using SSTs to its oil and electric power businesses and foreign operations. In 2018, SST lists for GAZPROM Group's oil and electric power businesses were prepared and approved. A year earlier (in 2017), the Program was supplemented with the section on the Company's foreign production development.

With this work performed, the *Extension of the Company's Long-Term Planning System to Foreign, Oil and Electric Power Businesses* section was added to the Program in 2018.

In 2018, 2017 implementation of PJSC Gazprom Long-Term Development Program (Gas Business, 2017/2026) approved of by the Company's Board of Directors Resolution No. 2813 of September 27, 2016, was audited according to Directives No. 4955П-П13 of July 17, 2014. PJSC GAZPROM Board of Directors meeting to be held in 2Q 2019 will review the proposals as to taking into account the auditor's recommendations on findings of the audit of PJSC GAZPROM Long-Term Development Program implementation in 2017.

## **II. Efforts Taken in 2018 to Fulfill PJSC GAZPROM Long-Term Development Program Approved of by PJSC GAZPROM Board of Directors in December 2017**

PJSC GAZPROM Long-Term Development Program (Gas Business, 2018/2027) was approved of by the Board of Directors Resolution No. 3059 of December 19, 2017.

As part of the Program implementation, in 2018 the following efforts were taken across all of the Company's business segments: prospecting, production, transportation, refining/ processing and marketing:-

- The reporting-year prospecting in Russia resulted in the increase in A+B<sub>1</sub>+C<sub>1</sub> category hydrocarbon reserves, namely: natural gas, gas condensate, and oil reserves rose by 796.6 bcm, 21.8 MMT and 19.4 MMT, respectively, including the 6.8 MMT growth in oil reserves of the companies, investments into which are classified as joint operations;

- Significant increase in gas reserves in the Leningradskoye field offshore the Kara Sea, at 667.4 bcm, and in the Yuzhno-Kirinskoye field offshore the Sea of Okhotsk, at 100.9 bcm, was achieved;

- The unified gas processing unit with 30 bcm annual capacity at mining facility No. 3, 125 MW booster compressor station and 83 operating gas wells constructed and commissioned in the Bovanenkovskoye gas field; active development of the Cenomanian and Aptian deposits of the field continued;

- The Chayandinskoye field is further developed: gas collection headers and power supply facilities are under construction; in-line equipment is installed. As of December 31, 2018, 137 gas and 8 oil wells were drilled, a river loading berth in the Peleduy settlement, a solid domestic and industrial waste landfill, sewerage treatment facilities of Gas Treatment Unit No. 3, water inlet platforms of Gas Treatment Unit No. 3 and connecting 10 kV overhead power transmission lines were built;

- The Kovyktinskoye gas and condensate field is at the closing stage of pilot production and in preparation for full-blown infrastructure development. Prospecting, investigations into the production capacity of the available pool of production wells as well as tests of the membrane technology to extract helium in the field conditions are underway;

- The *Power of Siberia* gas pipeline construction and installation for gas transportation from the Yakutsk and Irkutsk gas production centers in the Russian Far East and China continued. As of December 31, 2018, comprehensive welding and laying of 2,132 km, or 99%, gas pipeline was carried out in the section from the Chayandinskoye field to the Chinese border. Construction of the main and backup lines, 1.1 km each, of the Amur River underwater passage completed. The Zeiskaya compressor station is in progress ahead of schedule;

- In 4Q 2017, full-scale construction under the project to expand the gas transmission network in Russia, to secure gas supplies to the *Nord Stream 2* gas pipeline (the *Development of Gas Transmission Facilities of the North Western Region UGSS, Gryazovets/ Slavyanskaya Compressor Plant Section* project), started. In 2018, the 0.9 km interconnector between the Pochinki/Gryazovets and the SRTO-Torzhok trunk gas pipelines was commissioned. As of December 31, 2018, a full range of works to lay down 523.4 km gas pipeline (including 109.1 km of loopings) was finished. The Slavyanskaya compressor station and the Pikalevskaya compressor station site works continued. Late in 2018, the Divenskaya compressor station preparatory site works started;

- The Ukhta-Torzhok line II gas pipeline construction, to enable supply of additional gas volumes to the Russian North West for gasification and gas delivery to domestic consumers as well as export supplies via the *Nord Stream 2* gas pipeline,

continued. In 2018, 398.1 km gas pipeline was commissioned. The linear part of the second line of the 970 km Ukhta-Torzhok trunk gas pipeline was thus finalized;

– The *Nord Stream 2* project is implemented actively. As of December 31, 2018, over 422 km of the *Nord Stream 2* gas pipeline were run; pipes and anodes were supplied. Over 163,000 pipes, or 80% of the total concreting work scope, were concreted. Construction of diagnostic and treatment facility sites continued in Germany and the Russian Federation;

– In May 2017, construction of the *TurkStream* offshore gas pipeline started. On November 19, 2018, the *Pioneering Spirit* vessel completed the deepwater marine laying down of two gas pipelines ahead of schedule. Construction of landfall facilities Russia and landfall facilities Turkey completed and is underway, respectively;

– The project to construct the Amur gas processing plant, Russia's biggest natural gas processing enterprise that will become an essential link in the process chain of gas supply to China via the *Power of Siberia* gas pipeline, continued. Since 2018, the key production facilities for gas processing have been under construction, in particular, piles, foundations, monolith concrete structures, large-tonnage equipment and metallic structures have been installed.

## Report on Fulfillment of KPIs established by PJSC GAZPROM

Corporate-wide KPIs for 2018	Target	Actual	KPI achievement, as % of the target	Reasons for actual KPI deviations from target KPIs
<b>Financial and economic KPIs</b>				
Unit costs in the <i>Production</i> business, RUB per ton of oil equivalent	926.07	907.52	102 %	Gas demand growth and the resulting increase in gas supplies to distant countries and in the Russian Federation
Unit costs in the <i>Transportation</i> business, RUB per commodity transportation work unit, in '000 m3 per 100 km	68.38	67.47	101 %	
Reduction in operating expenses (costs), %	2	-2.61	-	Marked increase in gas transit through and storage in foreign countries due to the record export volumes reached
Return on shareholder investments, shares	0.10	0.242	242 %	Increase in the market value of PJSC GAZPROM shares on the PJSC Moscow Exchange
Return on capital, %	6	11.68	195 %	Growing sales profit because of increasing sales volumes and prices for the key commodities sold by GAZPROM Group
Labor productivity, '000 RUB/man-hour	74.36	85.88	115 %	PJSC GAZPROM higher revenues earned in less man-hours worked vs the values adopted in calculating the target
<b>Industry KPIs</b>				
Gas sales in natural terms, bcm	456.988	465.130	102 %	Gas demand growth and the resulting increase in gas supplies to distant countries and in the Russian Federation
Commissioning of top priority production facilities, units	10	10	100 %	-
Integral key innovation efficiency indicator,%	95	104.1	110 %	PJSC GAZPROM Innovative Development Program efforts taken and efficient innovation activities

**Draft Resolutions**  
**of the annual General Shareholders' Meeting of PJSC GAZPROM**  
(for information)

**1. Re the first agenda item:** Approval of the Company's annual report:

*Approve of PJSC GAZPROM annual report for 2018 (the draft is included in the information (materials) provided to shareholders in preparation for the annual General Shareholders' Meeting).*

**2. Re the second agenda item:** Approval of the Company's annual accounts (financial statements):

*Approve of PJSC GAZPROM Annual Accounts (Financial Statements) for 2018 (the draft is included in the information (materials) provided to shareholders in preparation for the annual General Shareholders' Meeting).*

**3. Re the third agenda item:** Approval of the Company's profit allocation in 2018:

*Approve of PJSC GAZPROM profit allocation as of the end of 2018.*

**4. Re the fourth agenda item:** On the amount of dividends, the timing and form of their payment based on the 2018 performance, and on establishing the date, as of which the persons entitled to dividends are determined:

*Approve of the amount, timing, and form of payment of the annual dividends on the Company's shares and the date, as of which the persons entitled to the dividends are determined, as proposed by PJSC GAZPROM Board of Directors: to pay out annual dividends based on the Company's performance in 2018, in the monetary form, in the amount of RUB 16.61 per PJSC GAZPROM ordinary share with the par value of RUB 5; to establish July 18, 2019, as the date as of which the persons entitled to the dividends are determined; to establish August 1, 2019, as the end date for payment of dividends to nominal holders and trust managers being professional stock market participants registered in PJSC GAZPROM Shareholders' Register; to establish August 22, 2019, as the end date for payment of dividends to other persons registered in PJSC GAZPROM Shareholders' Register.*

**5. Re the fifth agenda item:** Approval of the Company's auditor:

*Approve of the Financial and Accounting Advisors Limited Liability Company as PJSC GAZPROM Auditor.*

**6. Re the sixth agenda item:** On payment of the remuneration for serving on the board of directors to the board of directors members, other than civil servants, in the amount established in the Company's internal documents:

*Pay out remunerations to members of the Board of Directors in the amounts recommended by the Company's Board of Directors.*

**7. Re the seventh agenda item:** On payment of the remuneration for serving on the audit commission to the audit commission members, other than civil servants, in the amount established in the Company's internal documents:

*Pay out remunerations to members of the Audit Commission in the amounts recommended by the Company's Board of Directors.*

**8. Re the eighth agenda item:** On amendments to PJSC GAZPROM Articles of Association:

*Approve of the amendments to PJSC GAZPROM Articles of Association (the draft is included in the information (materials) provided to shareholders in preparation for the annual General Shareholders' Meeting).*

**9. Re the ninth agenda item:** On amendments to the Regulation of PJSC GAZPROM General Shareholders' Meeting:

*Approve of the amendments to the Regulation of PJSC GAZPROM General Shareholders' Meeting (the draft is included in the information (materials) provided to shareholders in preparation for the annual General Shareholders' Meeting).*

**10. Re the tenth agenda item:** On amendments to the Regulation on PJSC GAZPROM Board of Directors:

*Approve of the amendments to the Regulation on PJSC GAZPROM Board of Directors (the draft is included in the information (materials) provided to shareholders in preparation for the annual General Shareholders' Meeting).*

**11. Re the eleventh agenda item:** On amendments to the Regulation on PJSC GAZPROM Management Committee:

*Approve of the amendments to the Regulation on PJSC GAZPROM Management Committee (the draft is included in the information (materials) provided to shareholders in preparation for the annual General Shareholders' Meeting).*

**12. Re the twelfth agenda item:** On recognition of OAO GAZPROM Dividend Payment Procedure inoperative:

*Recognize OAO GAZPROM Dividend Payment Procedure, approved of by resolution of the annual General Shareholders' Meeting of PJSC GAZPROM dated June 28, 2013, Minutes No. 1, inoperative.*

**13. Re the thirteenth agenda item:** Election of members of the Company's board of directors:

*Elect the following members to PJSC GAZPROM Board of Directors:....*

**14. Re the fourteenth agenda item:** Election of members of the Company's audit commission:

*Elect the following members to PJSC GAZPROM Audit Commission:....*

### **Information on Shareholders' Agreements**

PJSC GAZPROM has not received any notices of shareholder agreement executions, as provided for by Article 32.1, Federal Joint Stock Companies Law.