

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

1. General information	
1.1. Full legal name of issuer	Public Joint Stock Company Gazprom
1.2. Short legal name of issuer	PJSC Gazprom
1.3. Address of issuer	16 Nametkina St., Moscow, Russian Federation
1.4. OGRN (Primary State Registration Number) of issuer	1027700070518
1.5. INN (Taxpayer Identification Number) of issuer	7736050003
1.6. Unique issuer code assigned by registering authority	00028-A
1.7. Internet pages used by issuer to disclose information	www.gazprom.ru ; www.e-disclosure.ru/PORTAL/company.aspx?id=934

2. Contents of Statement
<p>On ratification of transactions considered by Russian law as major transactions and (or) related-party transactions</p> <p>2.1. Quorum of issuer's Board of Directors meeting and voting results on decision-making issues: <i>10 out of 11 elected Board of Directors Members took part in absentee voting, quorum recorded as present.</i></p> <p><i>Voting results on item: On ratification of related-party transaction concluded with Gazprombank (Joint Stock Company): 10 out of 11 Board of Directors Members, who took part in voting, cast a vote.</i></p> <p><i>In favor – 10 votes, Against – 0 votes, Abstentions – 0 votes.</i></p> <p>2.2. Content of decisions made by issuer's Board of Directors:</p> <p>To ratify conclusion of Amendment to Guarantee Agreement No. 235/09-B-II, dated December 31, 2009 between Gazprom and Gazprombank (Joint Stock Company) as related-party transaction on terms listed in Appendix to present Decision.</p> <p>2.3. Main terms and conditions of Amendment to Guarantee Agreement No. 235/09-B-II, dated December 31, 2009:</p> <p><i>Parties:</i></p> <p><i>Gazprom</i></p> <p><i>Gazprombank (Joint Stock Company) (hereinafter Bank GPB)</i></p> <p><i>Beneficiary:</i></p> <p><i>Borrower (Debtor):</i> <i>Gazprom Komplektatsiya</i></p> <p><i>Subject:</i> <i>Making amendments to Guarantee Agreement:</i></p> <p><i>relating to specification of certain known by Gazprom as Guarantor substantive provisions of Credit Agreement on opening of credit line No. 235/09-B-II, dated November 3, 2009, concluded between Bank GPB and Gazprom Komplektatsiya (hereinafter Credit Agreement), due to amendments made to Credit Agreement;</i></p> <p><i>relating to renewal of contract.</i></p> <p><i>Substantive provisions of Credit Agreement, wherein amendments are made:</i></p> <p><i>Credit use period – until and including November 12, 2019.</i></p> <p><i>Due date of credit line fixed debt liability – until and including March 12, 2020.</i></p> <p><i>Effective date and duration of Guarantee Agreement:</i> <i>it comes into effect on date of signing and is valid until</i></p>

June 15, 2020.

Effective date of Amendment to Guarantee Agreement: Amendment to Guarantee Agreement comes into effect on date of signing by parties.

2.4. Date of issuer's Board of Directors meeting where corresponding decisions were made: **November 6, 2015.**

2.5. Date of compilation and number of minutes of issuer's Board of Directors meeting where corresponding decisions were made: **Minutes of Gazprom Board of Directors No. 1044, dated November 6, 2015.**

3. Signature				
3.1. Department Head, Gazprom (acting under power of attorney No. 01/0400-122д, dated March 4, 2013)				Alexander Ivannikov
			(signature)	
3.2. Date	November	6, 2015	L.S.	