

On solicitation procedures for holders of series 12, 29, 48 Eurobonds regarding changes in loan documentation

PJSC Gazprom is conducting a consent solicitation procedure for the holders of Eurobonds of series 12 for the amount of USD 1.25 billion (coupon rate – 7.288 per cent, maturity in 2037), series 29 for the amount of USD 0.9 billion (coupon rate – 4.95 per cent, maturity in 2028), series 48 for the amount of USD 1.25 billion (coupon rate – 5.150 per cent, maturity in 2026).

PJSC Gazprom is proposing that the bond holders approve, inter alia, the introduction of changes into the Trust Deed and the Loan Agreement, as well as the replacement of Deutsche Bank as the trustee representing the interests of security holders with i2Capital.

This will make it possible to take into account the regulatory and infrastructure changes that have occurred since the placement date of the Eurobonds, and to ensure the proper and timely implementation of loan obligations, as well as the protection of the rights and interests of all bond holders. The detailed terms and conditions can be found in the Memorandum of November 10, 2022.

Planned timeframes for consent solicitation:

- announcement of consent solicitation procedure – November 10, 2022;
- cut-off date (on which bond holders admitted to the meeting of bond holders are determined) – November 17, 2022;
- deadline for filing applications – November 30, 2022 (04:00 pm GMT);
- date of the meeting of Eurobonds holders – December 2, 2022.

To obtain a copy of the Memorandum, please create an account on the Consent Solicitation webpage at the following address: <https://i2capmark.com/event-details/71/Holder/gaz-capital-s.a.>

For inquiries concerning the signing of the Voting Instruction, please contact i2 Capital Markets (Information and Tabulation Agent) at gazprom@i2capmark.com or by phone at +44 203 633 1212.