

On solicitation procedure for holders of series 41 Eurobonds regarding changes in loan documentation

PJSC Gazprom is conducting a consent solicitation procedure for the holders of series 41 Eurobonds issued by Gaz Capital S.A. in 2017 for the amount of USD 750 million to finance a loan in favor of Gazprom. The Eurobonds will reach their maturity in 2027; their coupon rate is 4.95 per cent per annum. International Securities Identification Number (ISIN): XS1585190389 (Regulation S) / US368266AV45 (Regulation 144A).

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 August 11, 2022.

Planned timeframes for consent solicitation:

- announcement of consent solicitation procedure – August 11, 2022;
- cut-off date (on which bond holders admitted to the meeting of bond holders are determined) – August 18, 2022;
- deadline for filing applications – August 31, 2022 (04:00 pm GMT);
- date of the meeting of Eurobonds holders – September 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.