

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

1. General information	
1.1. Full legal name of issuer	Open Joint Stock Company Gazprom
1.2. Short legal name of issuer	JSC Gazprom
1.3. Location 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 style="text-align: center;">On ratification of transactions, considered by Russian Federation law as major transactions and (or) transactions of corporate interest</p> <p>2.1. Quorum of Gazprom Board of Directors and voting results on certain decisions: meeting in absentia, 11 out of 11 Board of Directors members submitted voting ballots, quorum recorded as present. Voting results on meeting agenda: On approving asset transactions – In favor – 11 votes, Against – 0 votes, Abstentions – 0 votes.</p> <p>2.2. Content of decision made by issuer's Board of Directors: In compliance with subclause 17.1 of clause 1 of article 65, article 77, Chapter 11 of Federal Law on Joint Stock Companies, subclauses 7, 17, 22 of clause 34.1 of Gazprom's Articles of Association and Procedures for Completing Transactions approved by Gazprom Board of Directors Decision No. 366, dated September 27, 2002, Board of Directors resolved:</p> <ol style="list-style-type: none"> 1. To negotiate termination of Gazprom's participation in Gazprom Zarubezhneftegaz. 2. To approve alienation of 2,000,000 (Two million) Gazprom-owned ordinary registered shares of Gazprom Zarubezhneftegaz, with nominal value of RUB 10 (Ten rubles) each and total value of RUB 20,000,000 (Twenty million), constituting 100% of Gazprom Zarubezhneftegaz's equity capital, at price of RUB 250,633,280 (Two hundred fifty million six hundred thirty three thousand two hundred and eighty). 3. To determine that based on market price calculated by Deloitte & Touche CIS, price of additional 32 (Thirty two) ordinary registered uncertified shares of Gazprom EP International B.V. being purchased by Gazprom to be equal to RUB 250,633,280 (Two hundred fifty million six hundred thirty three thousand two hundred and eighty). 4. To validate Gazprom's purchase of additional 32 (Thirty two) ordinary registered uncertified shares of Gazprom EP International B.V., with nominal value of EUR 3,000 (Three thousand) each and total value of EUR 96,000 (Ninety six thousand) at price of RUB 250,633,280 (Two hundred fifty million six hundred thirty three thousand two hundred and eighty), to be paid by ordinary registered shares of Gazprom Zarubezhneftegaz (refer to above-mentioned Clause 2.) as transaction of corporate interest. <p>2.3. Date of issuer's Board of Directors meeting where corresponding decisions were made: June 25, 2014.</p> <p>2.4. Date of compilation and number of minutes for issuer's Board of Directors meeting where corresponding decisions were made: Minutes of Board of Directors' meeting No. 951, dated June 25, 2014.</p>

3. Signature

3.1. Member of Management Committee,
Head of Asset Management
and Corporate Relations Department
(acting under power of attorney
No. 01/0400-48д, dated February 14, 2012)

Elena Mikhailova

3.2. Date: June 25, 2014