

**MATERIAL FACT STATEMENT  
ON SPECIFIC DECISIONS ADOPTED BY 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. 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 style="text-align: center;">On ratification of transactions, considered by Russian law as major transactions and (or) transactions of corporate interest</p> <p>2.1. Quorum of Gazprom Board of Directors meeting 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: <b>On ratification of transaction of corporate interest for purchasing shares of gas companies –</b> 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 Article 77, Chapter 11 of Federal Law on Joint Stock Companies and subclauses 7, 17, 19 of clause 34.1 of Gazprom's Articles of Association, Gazprom Board of Directors resolved:</p> <ol style="list-style-type: none"> <li>1. To ratify conclusion of shares purchase and sale agreement by Gazprom as transaction of corporate interest under terms listed in appendix to Decision by Board of Directors.</li> <li>2. To determine that details of transaction ratified by this Decision as well as persons acting as Parties to it, shall be disclosed after completion of transaction.</li> </ol> <p>2.3. Date of issuer's Board of Directors meeting where corresponding decisions were made: November 18, 2014.</p> <p>2.4. Date of compilation and number of minutes of Gazprom Board of Directors meeting where corresponding decisions were made: No. 977, dated November 18, 2014.</p>

3. Signature
<p>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)</p> <p style="text-align: right;">Elena Mikhailova</p> <p>3.2. Date: November 20, 2014</p>