

**MATERIAL FACT STATEMENT
ON CERTAIN DECISIONS TAKEN 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>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: 11 out of 11 elected Board of Directors Members took part in meeting in absentia, quorum recorded as present. Voting results on agenda item: On ratification of transaction of corporate interest concluded with Gazprom Mezhregiongaz: In favor – 11 votes, Against – 0 votes, Abstentions – 0 votes. On ratification of transaction of corporate interest concluded with Gazprom Neft: In favor – 11 votes, Against – 0 votes, Abstentions – 0 votes.</p>	
<p>2.2. Content of decisions made by issuer's Board of Directors: In compliance with Chapter 11 of Federal Law on Joint Stock Companies and subclause 17 of clause 34.1 of Gazprom's Articles of Association, Gazprom Board of Directors resolved:</p> <ol style="list-style-type: none"> 1. To ratify conclusion of Addendum to Trademark License Agreement between Gazprom and Gazprom Mezhregiongaz dated May 15, 2007 and consider transaction to be of corporate interest under terms listed in Appendix to Decision of Board of Directors. 2. To ratify conclusion of Addendum to Trademark License Agreement between Gazprom and Gazprom Neft dated November 12, 2012 and consider transaction to be of corporate interest under terms listed in Appendix to Decision of Board of Directors. 	
<p>2.3. Heads of Addendum to Trademark License Agreement dated May 15, 2007 (in compliance with Appendix to Decision of Board of Directors): Parties to transaction: Licensor – Gazprom, Licensee – Gazprom Mezhregiongaz. Subject: amending Agreement in terms of updating Gazprom Mezhregiongaz location as well as provisions related to state registration of granting right to use trademarks. Addendum enters into force upon signature.</p>	
<p>2.4. Heads of Addendum to Trademark License Agreement dated November 12, 2012 (in compliance with Appendix to Decision of Board of Directors): Parties to transaction: Licensor – Gazprom, Licensee – Gazprom Neft. Subject: amending Agreement in terms of establishing procedure for Gazprom Neft's use of Gazprom's trademarks together with other trademarks as well as updating provisions related to state registration of granting right to use trademarks. Procedure for use of Gazprom's trademarks: Gazprom Neft has right to use Gazprom's trademarks together with other trademarks only upon prior written consent of Gazprom. Addendum enters into force upon signature.</p>	
<p>2.5. Date of Gazprom Board of Directors meeting where corresponding Decision was made: November 21, 2014.</p>	
<p>2.6. Date of compilation and number of minutes of Gazprom Board of Directors meeting where corresponding Decision was made: No. 978, dated November 21, 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	
		(signature)	
3.2. Date	November	21, 2014	L.S.