

**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. 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	
On ratification of transactions, considered by Russian law as major transactions and (or) transactions of corporate interest	
<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 Russian Presidential Academy of National Economy and Public Administration (RANEPA) federal government funded institution of higher professional education – In favor – 11 votes, Against – 0 votes, Abstentions – 0 votes.</p>	
<p>2.2. Content of decisions made by Gazprom Board of Directors: To determine that based on market price calculated by Agency of Direct Investments, price of services mentioned in appendix to this Decision shall equal 34,500 (thirty four thousand five hundred) rubles. To ratify conclusion of Agreement between Gazprom and Russian Presidential Academy of National Economy and Public Administration (hereafter – RANEPA) federal government funded institution of higher professional education with legal body for rendering educational services within career development program New in Legal Regulation, Accounting, Taxation, Business Finance and Audit (for auditors or professional accountants) at Higher School of International Business Department as deal of corporate interest under terms listed in appendix to this Decision.</p>	
<p>2.3. Appendix to Decision of Gazprom Board of Directors No. 2453 dated December 4, 2014. Main terms of services agreement: Subject of agreement is provision of educational services to 3 (three) employees of Gazprom in compliance with state requirements, curriculum of career development program New in Legal Regulation, Accounting, Taxation, Business Finance and Audit upon terms contained in agreement. Period of services: from November 11 to 15, 2013. Agreement enters into force on date of its signing by parties and is valid until parties fulfill their obligations to full extent.</p>	
<p>2.4. Date of Gazprom Board of Directors meeting where corresponding decisions were made: December 4, 2014. 2.5. Date of compilation and number of minutes of Gazprom Board of Directors meeting where corresponding decisions were made: No. 981, dated December 4, 2014.</p>	

3. Signature			
3.1. Head of Personnel Management Department (acting under power of attorney No. 01/0400-891д, dated December 26, 2013)		Elena Kasyan	
		(signature)	
3.2. Date	December	4, 2014	L.S.