

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

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) related-party transactions</p> <p>2.1. Quorum of Gazprom's Board of Directors meeting and voting results on decision-making issues: 11 out of 11 elected Board of Directors' Members took part in meeting in absentia and submitted voting ballots, quorum recorded as present. Voting results: <b>On Gazprom's participation in Kamchatgazprom: In favor – 10 votes, Against – 0 votes, Abstentions – 0 votes.</b></p> <p>2.2. Contents 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, Gazprom Board of Directors resolved:</p> <p>1. To approve Gazprom's participation in Kamchatgazprom by acquisition from ROSNEFTEGAZ 23,202,818 (Twenty-three million two hundred and two thousand eight hundred and eighteen) ordinary shares of Kamchatgazprom (92.25% of equity capital) or price not below market value of shares of Kamchatgazprom determined by independent assessor upon entry thereof in equity capital of ROSNEFTEGAZ, subject to conditions set forth in appendix to decision of Board of Directors.</p> <p>2. To determine that, based on market value calculated by Russpromotsenka Agency, cost of 23,202,818 (Twenty-three million two hundred and two thousand eight hundred and eighteen) ordinary registered shares of Kamchatgazprom acquired by Gazprom, owned by ROSNEFTEGAZ, shall be RUB 2,850,000,000 (Two billion eight hundred and fifty million) rubles.</p> <p>3. To approve conclusion of contract of purchase and sale of Kamchatgazprom shares between Gazprom and ROSNEFTEGAZ as related-party transaction, subject to terms set forth in appendix to decision of Board of Directors.</p> <p>4. To determine that information about terms of transaction approved by this decision and about persons being parties thereof shall be subject to disclosure upon execution of transaction.</p> <p>5. To declare invalid items 1-3 of Gazprom's Board of Directors decision No. 1546 dated March 2, 2010.</p> <p>2.3. Date of Gazprom's Board of Directors meeting where corresponding decisions were made: April 23, 2013.</p> <p>2.4. Date of execution and number of minutes of Gazprom's Board of Directors meeting where corresponding decisions were made: Minutes No. 866 dated April 23, 2013.</p>

3. Signature				
3.1. First Deputy Head of Asset Management and Corporate Relations Department, Gazprom (acting under power of attorney No. 01/0400-246Д, dated May 14, 2012)				Svetlana Antonova
			(signature)	
3.2. Date	April	23, 2013	L.S.	