

**MATERIAL FACT STATEMENT**  
**ON SETTLEMENT OF MAJOR TRANSACTION BY ISSUER'S AFFILIATED**  
**COMPANY OF MATERIAL IMPORTANCE**

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	<a href="http://www.gazprom.ru">www.gazprom.ru</a> ; <a href="http://www.e-disclosure.ru/PORTAL/company.aspx?id=934">www.e-disclosure.ru/PORTAL/company.aspx?id=934</a>

2. Contents of Statement
<p>2.1. Type of company which conducted major transaction: <b>issuer's affiliated company of material importance.</b></p> <p>2.2. Full legal name, address, INN (if applicable), OGRN (if applicable) of company which conducted major transaction: <b>Limited Liability Company Gazprom Energoholding.</b>  Address of commercial entity: <b>101 (bld. 3) Vernadsky Av., Moscow, Russian Federation.</b>  <b>INN 7703323030</b>  <b>OGRN 1037739465004</b></p> <p>2.3. Transaction category: <b>major transaction.</b></p> <p>2.4. Type and subject of transaction: <b>purchase and sale of sole privatization target.</b></p> <p>2.5. Content of transaction including civil rights and obligations being determined, modified or terminated by means of transaction: <b>"Seller" undertakes to sell, and "Buyer" undertakes to pay for sole privatization target composed of: property of Moscow city rented by MOEK; shares of MOEK owned by Moscow city.</b></p> <p>2.6. Deadline of contractual obligations, transaction parties and beneficiaries, value of transaction in monetary terms and as percentage of value of assets owned by issuer's affiliated company which conducted transaction:  Deadline of contractual obligations: <b>until Parties fully meet their contractual obligations.</b>  Parties and beneficiaries of transaction: <b>Moscow City Municipal Property Department (Seller), Gazprom Energoholding (Buyer).</b>  Worth of transaction: <b>contractual value RUB 98,620,412,019.49, which makes 168.23% of assets value of issuer's affiliated company.</b></p> <p>2.7. Worth of assets owned by issuer's affiliated company, which made transaction, as at end of reporting period (quarter), preceding transaction (agreement), with respect to which deadline of accounting (financial) statements submission expired: <b>RUB 58,621,288 thousand as of June 30, 2013.</b></p> <p>2.8. Date of transaction: <b>September 3, 2013 (date of contract signing).</b></p> <p>2.9. Information on transaction approval in case when such transaction was approved by authorized management body of issuer's affiliated company which conducted transaction:</p> <p>2.9.1. Name of company's management body which made decision to approve transaction: <b>Decision of participant of Gazprom Energoholding</b></p> <p>2.9.2. Date of mentioned decision making: <b>August 12, 2013.</b></p> <p>2.9.3. Date and number of minutes of meeting (session) of company's management body which made this decision: <b>Decision of participant of Gazprom Energoholding No. 254, dated August 12, 2013.</b></p>

3. Signature
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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: September 18, 2013