

# 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	<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>On ratification of transactions considered by Russian law as major transactions and (or) related-party transactions</p> <p>2.1. Quorum of Gazprom Board of Directors meeting and voting results on certain decisions: meeting in absentia, 10 out of 11 Board of Directors members submitted ballots, quorum recorded as present, in favor – 10 out of 10 voting Board Members.</p> <p>2.2. Contents of decision made by issuer's Board of Directors:</p> <ol style="list-style-type: none"> <li>To approve conclusion by Gazprom of non-state pension agreement (pension agreement) with Non-State Pension Fund GAZFOND as related-party transaction subject to terms and conditions of Attachment 1 hereto.</li> <li>To approve conclusion by Gazprom of supplementary agreement to non-state pension agreement No. 10/00 dated February 21, 2001 with Non-State Pension Fund GAZFOND as related-party transaction subject to terms and conditions of Attachment 2 hereto.</li> </ol> <p>2.3. Attachment 1 to decision No. 2296 of Board of Directors of Gazprom dated December 31, 2013. Basic terms of non-state pension agreement (pension agreement) Parties: Depositor: JSC Gazprom Fund: Non-State Pension Fund GAZFOND Pension scheme: Agreement is made under pension scheme No. 7. "With fixed pension contributions. Pension payments shall be made for at least 10 years until depletion of funds in member's individual pension account." Subject-matter of agreement: Gazprom undertakes to make pension payments to Non-State Pension Fund GAZFOND for non-state pension provision of Members, and Non-State Pension Fund GAZFOND undertakes to pay non-state pension to members upon occurrence of pension and additional qualifications. Commencement and term of agreement: Agreement commences upon signing and remains valid for an indefinite period.</p> <p>2.4. Attachment 2 to decision No. 2296 of Gazprom Board of Directors dated December 31, 2013. Basic terms of supplementary agreement to non-state pension agreement No. 10/00 dated February 21, 2001. Parties: Depositor: Gazprom Fund: Non-State Pension Fund GAZFOND Pension scheme: Pension scheme No. 1. "Joint and several with the fixed amounts of pension payments. Pension payments shall be made for life term." Subject-matter of agreement: Redrafting of agreement due to changing Pension regulations of Non-State Pension Fund GAZFOND, and commencement of Regulation on non-state pension provision to employees of Gazprom, its subsidiaries and organizations from January 1, 2014. Commencement and term of agreement: Agreement commences upon signing and remains valid for indefinite period.</p> <p>2.5. Date of issuer's Board of Directors meeting where corresponding decisions were made: December 31, 2013.</p> <p>2.6. Date of compilation and number of minutes of issuer's Board of Directors meeting where corresponding decisions were made: No. 926, dated December 31, 2013.</p>

3. Signature				
3.1. Head of Personnel Management Department, Gazprom (acting under power of attorney No. 01/0400-891Д, dated December 26, 2012)				Elena Kasyan
			(signature)	
3.2. Date	December	31, 2013	L.S.	