

**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
<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 and voting results on decision-making issues: meeting in absentia, 11 out of 11 Board of Directors Members submitted voting ballots, quorum recorded as present. Voting results on agenda item: On ratification of transaction of corporate interest concluded with Gubkin Russian State University of Oil and Gas federal government funded institution of higher professional education – In favor – 11 votes.</p> <p>2.2. Content of Decisions made by issuer's Board of Directors: To approve signing of donation agreement between Gazprom and Gubkin Russian State University of Oil and Gas federal government funded institution of higher professional education as transaction of corporate interest under terms listed in Appendix to this Decision.</p> <p>2.3. Appendix to Gazprom Board of Directors <u>Decision No. 2489, dated February 13, 2015.</u> Main terms and conditions of donation agreement: Agreement contemplates donation of RUB 82,100,000 (Eighty-two million, one hundred thousand) for purpose of:</p> <ul style="list-style-type: none"> attaining high performance of joint projects aimed at developing educational technologies and resource base of University; increasing efficiency of target-oriented training; advancing educational programs of University; providing on-the-job training of University's employees involved in target-oriented training; improving efficiency of career guidance activity to attract best graduates of University to work at industrial facilities in addition to extension of practical training at industrial facilities for University students, as well as financial support to talented teachers who are actively involved in bringing up target-oriented professionals. Agreement enters into force on date of signing by parties and is valid until parties fulfill their obligations. <p>2.4. Date of Gazprom Board of Directors meeting where corresponding decisions were made: February 13, 2015.</p> <p>2.5. Date of compilation and number of minutes of Gazprom Board of Directors meeting where corresponding decisions were made: No. 2489, dated February 13, 2015.</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	February	13, 2015	L.S.	

