

# 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 meeting and voting results on certain decisions: meeting in absentia, 11 out of 11 Board of Directors members submitted voting ballots, quorum recorded as present.</p> <p>Voting results:  <b>On shares of Gazprombank (GPB (JSC))</b> – In favor – 11 votes, Against – 0 votes, Abstentions – 0 votes.</p> <p>2.2. Contents of decision made by issuer's Board of Directors:  In compliance with Chapter 11 of Federal Law on Joint Stock Companies, subclauses 17, 19 of clause 34.1 of Gazprom's Articles of Association, Gazprom Board of Directors resolved:</p> <ol style="list-style-type: none"> <li>To approve acquisition of ordinary registered shares of Gazprombank (GPB (JSC)) by Gazprom, as transaction of corporate interest.</li> <li>To disclose details of transaction, as well as details about Parties of transaction after transaction is conducted.</li> </ol> <p>2.3. Date of issuer's Board of Directors meeting where corresponding decisions were made: March 10, 2015 (submission date of filled out voting ballots by issuer's Board of Directors Members).</p> <p>2.4. Date of compilation and number of minutes of issuer's Board of Directors meeting where corresponding decisions were made: No. 1001, dated March 11, 2015.</p>

3. Signature			
3.1. Member of Management Committee, Department Head, Gazprom (acting under power of attorney No. 01/04/04-45Д, dated February 3, 2015)			Elena Mikhailova
		(signature)	
3.2. Date	March	11, 2015	L.S.