

**MATERIAL FACT STATEMENT
ON DECISION-MAKING ABOUT RESTRUCTURING OR DISSOLUTION OF ENTITY
CONTROLLED BY ISSUER AND MATERIALLY IMPORTANT FOR ISSUER**

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 style="text-align: center;">On decision-making about restructuring or dissolution of entity controlled by issuer and materially important for issuer</p> <p>2.1. Type of entity which made decision about restructuring: entity controlled by issuer and materially important for issuer.</p> <p>2.2. Full legal name, address, INN (if applicable), OGRN (if applicable) of entity which made decision about restructuring: Closed Joint Stock Company Gazprom Invest Regional Gas Marketing Company (RGMC). Location of commercial entity: 103A Gazoprovod settlement, Sosenskoye village, 142770, Moscow. INN 7734033901 OGRN 1027700115080</p> <p>2.3. Type of decision: restructuring.</p> <p>2.4. Content of decision about restructuring of relevant entity: to restructure Closed Joint Stock Company Gazprom Invest Regional Gas Marketing Company (RGMC) by reorganization into Limited Liability Company Gazprom Invest Regional Gas Marketing Company (RGMC) with transfer of property and liabilities (rights and obligations) of Closed Joint Stock Company Gazprom Invest Regional Gas Marketing Company (RGMC) to Limited Liability Company Gazprom Invest Regional Gas Marketing Company (RGMC) and with termination of activities of Closed Joint Stock Company Gazprom Invest Regional Gas Marketing Company (RGMC).</p> <p>2.5. Authorized managing body of entity which made decision about restructuring and date of adopting such decision: General Shareholders Meeting, January 12, 2015.</p> <p>2.6. Date of compilation and number of minutes of meeting (session) at authorized managing body of entity which made decision about restructuring: minutes of extraordinary General Shareholders Meeting No. 01/15, dated January 12, 2015.</p>

3. Signature
<p>3.1. Member of Management Committee, Department Head, Gazprom (acting under power of attorney No. 01/04/04-45Д, dated February 3, 2015)</p> <p style="text-align: right;">Elena Mikhailova</p> <p>3.2. Date: March 12, 2015</p> <p style="text-align: center;">L. S.</p>