

MATERIAL FACT STATEMENT
ON CERTAIN DECISIONS OF ISSUER'S BOARD OF DIRECTORS

1. General information	
1.1. Full legal name of issuer	<i>Open Joint Stock Company Gazprom</i>
1.2. Short legal name of issuer	<i>JSC Gazprom</i>
1.3. Address of issuer	<i>16 Nametkina St., Moscow, Russian Federation</i>
1.4. OGRN (Primary State Registration Number) of issuer	<i>1027700070518</i>
1.5. INN (Taxpayer Identification Number) of issuer	<i>7736050003</i>
1.6. Unique issuer code assigned by registering authority	<i>00028-A</i>
1.7. Internet pages used by issuer to disclose information	<i>www.e-disclosure.ru/PORTAL/company.aspx?id=934 www.gazprom.ru</i>
2. Contents of Statement	
<p style="text-align: center;">On ratification of transactions considered by Russian law as major transactions and (or) transactions of corporate interest</p> <p>2.1. Quorum of issuer's Board of Directors and voting results on certain decisions: <i>10 out of 11 Board of Directors Members attended meeting in absentia, quorum recorded as present. Voting results on item: "On ratification of transaction of corporate interest concluded with Gazprombank (Joint Stock Company)": 9 of 10 Gazprom's Board of Directors Members voted "In favor".</i></p> <p>2.2. Content of decisions made by issuer's Board of Directors:</p> <p><i>To approve Gazprom's guarantee securing performance of obligations by Open Joint Stock Company Mezhhregiontruboprovodstroy to Gazprombank (Joint Stock Company) under Credit Agreement for opening credit line, as transaction of corporate interest under terms listed in Appendix to Gazprom Board of Directors' Decision.</i></p> <p><i>Main terms of contract of guarantee (in compliance with Appendix to Gazprom Board of Directors' Decision No. 2520, dated April 15, 2015):</i></p> <p><i>Parties:</i></p> <p><i>Guarantee: Gazprom</i></p> <p><i>Creditor (Bank): Gazprombank (Joint-Stock Company) (GPB (JSC))</i></p> <p><i>Borrower (Debtor): Open Joint-Stock Company Mezhhregiontruboprovodstroy (OJSC "MRTS")</i></p> <p><i>Subject: Gazprom and OJSC "MRTS" are committed to be liable to GPB (Joint-Stock Company) for performance of obligations by OJSC "MRTS" set forth in Credit Agreement for opening credit line No. 08/15-B, dated January 27, 2015 (hereinafter referred to as Credit Agreement) concluded between GPB (JSC) and OJSC "MRTS", on repayment of credit amount (principal debt) and interest payment on using credit funds within credit period stipulated by Credit Agreement.</i></p> <p><i>Limit of issuance under credit line (maximum acceptable amount of money provided to OJSC "MRTS" within credit line) equals USD 1,000,000,000 (One billion dollars).</i></p> <p><i>OJSC "MRTS" is obliged to pay GPB (JSC) interest (with regard to credit line), charged on actual amounts of principal debt for every day at following rate: Bank of Russia interest rate + 3% per annum.</i></p> <p><i>In case of non-performance or improper performance by OJSC "MRTS" of its liabilities under Credit Agreement, including – if requested by GPB (JSC) – early repayment of principal debt and/or repayment of accrued interest under Credit Agreement, GPB (JSC) is entitled to require</i></p>	

full performance of liabilities from Gazprom.

Contract of guarantee's entry into force and its period of validity:

Contract becomes effective from date of its signing and is valid till September 30, 2025 (inclusive). Contract ceases to be effective early providing termination of liabilities secured by guarantee.

2.3. Date of issuer's Board of Directors meeting where corresponding decisions were made: ***April 15, 2015.***

2.4. Date of compilation and number of minutes of issuer's Board of Directors meeting where corresponding decisions were made: ***Minutes of Gazprom's Board of Directors No. 1011, dated April 15, 2015.***

3. Signature

3.1. First Deputy Head
of Department for Finance
and Economics of Gazprom,
acting under power of attorney
No. 01/0400-122Д, dated
March 4, 2013

Alexander Ivannikov

3.2. Date: April 15, 2015