

# MATERIAL FACT STATEMENT

## ON CERTAIN DECISIONS OF ISSUER'S BOARD OF DIRECTORS

| 1. General information                                     |   |
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| 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,<br>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   |
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| <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: 11 out of 11 elected Board of Directors Members took part in meeting in absentia, quorum recorded as present.<br/>Voting results on agenda item:<br/><b>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:</b> In favor – 11 votes, Against – 0 votes, Abstentions – 0 votes.</p> <p>2.2. Content of decision made by issuer's Board of Directors:<br/>In compliance with Chapter 11 of Federal Law on Joint Stock Companies and subclause 17 of clause 34.1 of Gazprom's Articles of Association, Gazprom Board of Directors resolved:<br/>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 Board of Directors Decision.</p> <p>2.3. Appendix to Gazprom Board of Directors Decision:<br/><b>Heads of Donation Agreement:</b><br/><b>Parties:</b> Company – Gazprom, University – Gubkin Russian State University of Oil and Gas federal government funded institution of higher professional education<br/><b>Subject:</b> donation by Gazprom to University of RUB 60,000,000 (Sixty million rubles) for purpose of financing fire safety services at University educational buildings and residential halls.<br/><b>Commencement and validity of Agreement:</b> Agreement comes into force as of date of its signing by parties and remains effective until parties fulfill their obligations hereunder in full.</p> <p>2.4. Date of Gazprom Board of Directors meeting where corresponding decision was made (date of submission of filled out voting ballots by Members of issuer's Board of Directors): June 10, 2015.</p> <p>2.5. Date of compilation and number of minutes of Gazprom Board of Directors meeting where corresponding decision was made: No. 1020, dated June 11, 2015.</p> |

| 3. Signature   |      |                  |      |  |
|--|------|------------------|------|--|
| 3.1. Member of Management Committee,<br>Department Head, Gazprom<br>(acting under power of attorney No. 01/04/04-45Д,<br>dated February 3, 2015) |      | Elena Mikhailova |      |  |
|  |      | (signature)      |      |  |
| 3.2. Date  | June | 15, 2015         | L.S. |  |