

**Informational Statement**  
**Regarding the Holding of an Annual General Shareholders' Meeting**  
**of OAO Gazprom**

The Board of Directors of Open Joint Stock Company Gazprom (the place of location of the Company being: 16 Nametkina St., City of Moscow, Russian Federation) is giving notice of the holding of an annual General Shareholders' Meeting of OAO Gazprom on June 27, 2008. The meeting will be held at the place of location of the Company in the conference hall of building CD.

The meeting will commence at 10 a.m. The meeting will be conducted in the form of collective presence of shareholders to discuss the matters on the agenda and adopt decisions on the matters put to the vote.

The list of shareholders that are entitled to participate in the annual General Shareholders' Meeting has been compiled on the basis of data appearing in the shareholders' register of OAO Gazprom as at the end of the operating day on May 8, 2008.

The registration of participants in the meeting will be carried out by the Counting Commission of the Company on June 25 from 10 a.m. to 5 p.m. and on June 27 from 9 a.m., and will end at the time of completion of discussion of the last item on the agenda for the meeting with respect to which a quorum is present, at the following address: 16 Nametkina St., City of Moscow, Russian Federation, the conference hall of building CD.

The telephone number of the Counting Commission is +7 (495) 719-40-15.

In order to be registered, a participant in the meeting shall present:

- in the case of a shareholder that is an individual, a document evidencing his or her identity;
- in the case of the representative of a shareholder that is an individual, a power of attorney from the shareholder and a document evidencing the identity of the representative;
- in the case of the representative of a shareholder that is a legal entity, a power of attorney from the legal entity and a document evidencing the identity of the representative;
- in the case of an executive officer of a legal entity that is a shareholder in the Company, a document confirming his or her powers to participate in the meeting and a document evidencing his or her identity;
- the successors in title of persons included in the list of persons that are entitled to participate in the meeting shall also submit documents confirming their powers as such successors.

As of May 8, 2008, several hundred thousand holders of shares, residing in the Russian Federation or abroad, were registered in the shareholders' register of OAO Gazprom, which would make it difficult for all shareholders to attend the meeting in person.

Taking into account the foregoing, shareholders are being advised to exercise their right to participate in the annual General Shareholders' Meeting through their representatives using a power of attorney or by means of delivering filled-in voting ballots to the Company. Ballots may be delivered by mail to the following address: OAO Gazprom, 16 Nametkina St., Moscow, GSP-7, 117997, or submitted in person at the following address: 16 Nametkina St., City of Moscow. In determining whether a quorum for the meeting is present and establishing the results of a vote, only ballots received by the Company prior to 6 p.m. on June 24, 2008 will be taken into account.

## Agenda for the Annual General Shareholders' Meeting of OAO Gazprom

1. Approval of the annual report of the Company.
2. Approval of the annual accounting statements, including the profit and loss reports (profit and loss accounts) of the Company.
3. Approval of the distribution of profit of the Company based on the results of 2007.
4. Regarding the amount of, time period and form of payment of dividends based on the results of 2007.
5. Approval of the external auditor of the Company.
6. Regarding the remuneration of members of the Board of Directors and Audit Commission of the Company.
7. Regarding the introduction of amendments to the Charter of OAO Gazprom.
8. Regarding the introduction of amendments to the Regulation on the General Shareholders' Meeting of OAO Gazprom.
9. Regarding the introduction of amendments to the Regulation on the Board of Directors of OAO Gazprom.
10. Regarding the introduction of amendments to the Regulation on the Management Committee of OAO Gazprom.
11. Regarding determination of the price for services to be acquired by OAO Gazprom pursuant to an agreement on insuring the liability of members of the Board of Directors and Management Committee of OAO Gazprom.
12. Regarding the approval of interested-party transactions that may be entered into by OAO Gazprom in the future in the ordinary course of business.
13. Election of members of the Board of Directors of the Company.
14. Election of members of the Audit Commission of the Company.

The information (materials) to be provided in connection with the preparation for the meeting are available for review starting from June 6 on OAO Gazprom's premises at 16 Nametkina St., City of Moscow (the telephone number for queries being (495) 719-26-01); from the Company's registrar, ZAO SR-DRAGa, and in regional depositories of Gazprombank (Open Joint Stock Company) at the addresses specified

below; and in the case of shareholders who are OAO Gazprom's employees, also at the place of their employment.

**List  
of Information (Materials) to Be Provided to Shareholders  
in Connection with the Preparation for Holding  
of the Annual General Shareholders' Meeting  
of OAO Gazprom**

1. Informational statement regarding the holding of the annual General Shareholders' Meeting of OAO Gazprom.
2. The Annual Report of OAO Gazprom for 2007 and financial (accounting) statements of OAO Gazprom, including an opinion by the external auditor.
3. An opinion by the Audit Commission of OAO Gazprom on the accuracy of data contained in the Annual Report of the Company for 2007 and the annual accounting statements of OAO Gazprom for 2007.
4. An evaluation by the Audit Committee of the Board of Directors of OAO Gazprom of the opinion by the external auditor of OAO Gazprom.
5. Recommendations by the Board of Directors of the Company with respect to the distribution of profit, including the amount of dividend on the Company's shares and the procedure for payment thereof based on the results of the financial year.
6. Information regarding the proposed external auditor of OAO Gazprom.
7. Proposals with respect to the amounts of remuneration to the members of the Board of Directors and Audit Commission of OAO Gazprom.
8. Draft amendments to the Charter of OAO Gazprom.
9. Draft amendments to the Regulation on the General Shareholders' Meeting of OAO Gazprom.
10. Draft amendments to the Regulation on the Board of Directors of OAO Gazprom.
11. Draft amendments to the Regulation on the Management Committee of OAO Gazprom.
12. Information with respect to determination of the price for services to be acquired by OAO Gazprom pursuant to an agreement on insuring the liability of members of the Board of Directors and Management Committee of OAO Gazprom.
13. Information regarding interested-party transactions that may be entered into by OAO Gazprom in the future in the ordinary course of business.
14. Information regarding candidates to the Board of Directors of OAO Gazprom, including information regarding their consent to be so elected.
15. Information regarding candidates to the Audit Commission of OAO Gazprom, including information regarding their consent to be so elected.
16. The annual report of OAO Gazprom regarding protection of the environment.
17. Draft decisions of the annual General Shareholders' Meeting of OAO Gazprom.

**Recommendations**  
**by the Board of Directors of the Company with Respect to the Distribution of Profit, Including the Amount of Dividend on the Company's Shares and the Procedure for Payment thereof Based on the Results of the Financial year**

The Board of Directors of OAO Gazprom recommends that the annual General Shareholders' Meeting adopt the decision to pay annual dividends, based on the results of the Company's activities in 2007, in the amount of 2.66 rubles per one ordinary share with a nominal value of 5 rubles and set December 31, 2008 as the final date for dividend payments.

The calculation of dividends has been carried out in accordance with the Dividend Policy of OAO Gazprom approved by Decision of the Board of Directors No. 219 dated as of April 24, 2001.