

February 4 2008 16:35

## **Board of Directors addresses annual General Shareholders Meeting related issues**

A Board of Directors meeting took place at the Gazprom Headquarters.

The Board of Directors resolved to convene the annual General Shareholders Meeting of Gazprom on June 27, 2008 in Moscow.

The list of persons and legal entities entitled to take part in the Shareholders Meeting will be drawn up based on the Gazprom Register of Shareholders to be filed up as of the end of the May 8, 2008 operating day.

The Board of Directors also approved a list of nominees for the Gazprom Board of Directors and Audit Commission, to be voted for at the Shareholders Meeting.

The items included by the Board of Directors in the Shareholders Meeting agenda are as follows:

- approval of the Annual Report;
- approval of Accounting Statements (Profit & Loss Statements inclusive);
- approval of the distribution of profit based on the results of 2007;
- on the amount, time and form of payment of dividends based on the results of 2007;
- election of the Board of Directors Members;
- elections of the Audit Commission Members;
- approval of an auditor;
- on remuneration of the Board of Directors and Audit Commission Members.

### *Reference:*

*The list of nominees for the Gazprom Board of Directors to be voted for at the annual General Shareholders Meeting:*

1.	<i>Akimov Andrey Igorevich</i>	<i>Chairman of the Management Board, Gazprombank (Open Joint – Stock Company)</i>
2.	<i>Ananenko Alexander Georgievich</i>	<i>Deputy Chairman of the Management Committee, OAO Gazprom</i>
3.	<i>Bergmann Burckhard</i>	<i>Board Chairman, E.ON Ruhrgas AG</i>
4.	<i>Dementiev Andrey Vladimirovich</i>	<i>Deputy Industry and Energy Minister of the Russian Federation</i>
5.	<i>Foresman Robert Mark</i>	<i>Deputy Managing Director, Renaissance Capital</i>

6.	<i>Fyodorov Boris Grigorievich</i>	<i>PhD in Economics</i>
7.	<i>Gazizullin Farit Rafikovich</i>	<i>Member of the Board of Directors, OAO Gazprom</i>
8.	<i>Karpel Elena Evgenievna</i>	<i>Head of the Economic Expertise and Pricing Department, OAO Gazprom</i>
9.	<i>Khristenko Viktor Borisovich</i>	<i>Industry and Energy Minister of the Russian Federation</i>
10.	<i>Medvedev Yury Mitrofanovich</i>	<i>Deputy Head of the Federal Property Management Agency</i>
11.	<i>Miller Alexey Borisovich</i>	<i>Chairman of the Management Committee, OAO Gazprom</i>
12.	<i>Nabiullina Elvira Sakhipzadovna</i>	<i>Economic Development and Trade Minister of the Russian Federation</i>
13.	<i>Nikolaev Viktor Borisovich</i>	<i>President, Saint-Petersburg Stock-Exchange</i>
14.	<i>Potjomkin Alexander Ivanovich</i>	<i>President, ZAO Moscow Interbank Currency Exchange</i>
15.	<i>Sereda Mikhail Leonidovich</i>	<i>Deputy Chairman of the Management Committee, Head of Administration, OAO Gazprom</i>
16.	<i>Shokhin Alexander Nikolaevich</i>	<i>President, Russian Union of Industrialists and Entrepreneurs (Employers), President, State University – Higher School of Economics</i>
17.	<i>Yasin Evgeny Grigorievich</i>	<i>Academic Supervisor, State University - Higher School of Economics</i>
18.	<i>Yusufov Igor Khanukovich</i>	<i>Special Envoy of the Russian Federation President for International Energy Cooperation</i>
19.	<i>Zubkov Viktor Alexeevich</i>	<i>Chairman of the Government of the Russian Federation</i>

## **Management Committee addresses Gazprom's annual General Shareholders Meeting related issues**

The Gazprom Management Committee addressed issues associated with preparing for and holding the annual General Shareholders Meeting of Gazprom.

The Management Committee approved the proposal to conduct the annual General Shareholders Meeting of Gazprom on June 27, 2008, starting 10 am local time, at the Company's Headquarters in Moscow. Registration of the meeting participants is to be carried out on June 25 (from 10 am to 5 pm) and on June 27 (from 9 am).

The Management Committee also approved the proposals on:

- the wording of the Shareholders Meeting notice;
- the format and wording of the ballots for voting on the Shareholders Meeting agenda issues;
- the Shareholders Meeting Presidium composition;
- the remuneration of the Board of Directors and the Audit Commission;
- a list of information materials to be distributed among Gazprom's shareholders after scrutiny by the Board of Directors. The materials will be presented to shareholders at the Company's Headquarters, at the Company's registrar – SR-DRAGa and in regional depositaries of Gazprombank (Open Joint – stock Company) 20 days before the Shareholders Meeting date. The locations of SR – DRAGa and regional depositaries will be published in the Meeting notice.

The aforementioned proposals will be submitted for the Boars of Directors' approval.

The following draft documents are awaiting the Board of Directors' endorsement:

- the Shareholders Meeting agenda;
- Gazprom's 2007 Annual Report;
- Gazprom's 2007 net profit distribution as well as Gazprom's (the parent company's) annual financial accounts prepared under the Russian legislation.

The Management Committee approved membership of the Shareholders Meeting Editing Commission.

The Management Committee produced proposals (to be forwarded to the Board of Directors) on the dividend distribution based on Gazprom's operating results over 2007. The decision on the dividends amount and allocation method will be adopted by the Shareholders Meeting on the Board of Directors' recommendation.

The Management Committee resolved to propose to the Board of Directors to nominate PricewaterhouseCoopers Audit for approval by the Shareholders Meeting as the Company's auditor. PricewaterhouseCoopers Audit is the winner of the bidding procedure among auditing companies for performing statutory annual audit of Gazprom.

The Management Committee adopted and submitted for the Board of Directors' consideration draft amendments in the Gazprom Charter, General Shareholders Meeting Provision, Board of Directors Provision and Gazprom Management Committee Provision.

Amendments in the Charter are basically driven by the modifications and updates introduced into the Federal Law "On Joint-Stock Companies" and are aimed at streamlining the decision-making by the Board of Directors. Changes in the internal documents stem from th

At present, Gazprom's Register of Shareholders includes several hundred thousand Russian and foreign shareholders. Taking this into account, shareholders are advised to exert their right to take part in the Meeting via their trustees by proxy or via a filled out voting ballot sent to the Company.

April 23 2008 17:35

## **Board of Directors addresses liability insurance of Board of Directors and Management Committee Members**

The Board of Directors meeting has adjourned at the Gazprom Headquarters.

The Board of Directors took the decision to include in the Company's annual General Shareholders Meeting agenda the item "On determination of a price of services acquired by Gazprom under a Gazprom Board of Directors and Management Committee Members liability insurance agreement" as well as on a price of these services recommended to the Shareholders Meeting.

### *Reference:*

*The openly held competition for the right to conclude an agreement for the Gazprom Board of Directors and Management Committee Members liability insurance has been won by SOGAZ.*

*Liability insurance is construed in this case as protection of Gazprom's property interests as well as protection of the Gazprom Board of Directors and Management Committee Members related to the statutory obligation to compensate shareholders, creditors or any third parties for the damage caused as a result of unintentional wrongful acts (negligence) of the insured persons performing managerial activities. The availability of a liability insurance agreement is a guarantee of financial support for expenses in the event of claims connected with Gazprom's activity both in Russia and abroad.*

*Liability insurance of a company's top management is an efficient standard international practice.*

May 21 2008 17:40

## **Board of Directors considered Gazprom's annual General Shareholders Meeting related issues**

The Gazprom Board of Directors' meeting was held at the Company's Headquarters.

The Board resolved to hold the annual General Shareholders Meeting of Gazprom on June 27, 2008, starting from 10am, at Gazprom's Headquarters in Moscow. The registration of participants will be held on June 25, from 10am till 5pm and on June 27, from 9am.

The Board also resolved to preliminary approve and submit for the Shareholders Meeting approval the Gazprom Annual Report for 2007 and the Gazprom (parent company) financial accounts for 2007 prepared in accordance with the Russian legislation.

The Board recommended that the Shareholders Meeting approve the allocation of Gazprom's net profit based on the 2007 operating results.

The Board recommended that the Shareholders Meeting approve the proposals to pay out RUR 2.66 per share in annual dividend based on the Gazprom 2007 operating results and set December 31, 2008 as the dividend payment deadline.

The Board endorsed proposals on the remuneration of the Board of Directors and the Audit Commission.

The Board formed the Gazprom annual General Shareholders Meeting Presidium made up of the Board Members and approved Alexey Miller, Deputy Chairman of the Board of Directors and Chairman of the Management Committee of the Company as Chairman of the Shareholders Meeting.

The Board reviewed the results of the open tender for the selection of an auditing company responsible for performing statutory annual audit of Gazprom and nominated the tender winner – PricewaterhouseCoopers Audit as Gazprom's auditor subject to approval by the Shareholders Meeting.

The Board submitted for the approval of the Shareholders Meeting draft amendments in the Charter of Gazprom, the Provision on Shareholders Meeting, the Provision on the Board of Directors and the Provision on the Management Committee.

The amendments in the Charter are largely driven by the changes and updates made in the Federal Law on Joint-Stock Companies and are aimed at speeding up the decision-making by the Board of Directors. The adjustment of the internal documents stems from the need of bringing them in line with the changes in the legislation and the Company's Charter.

The Board also adopted decisions on other matters relative to the Gazprom General Shareholders Meeting preparation and holding.

June 6 2008 11:30

## **Notice of Press Conferences to be held on the threshold of the annual General Shareholders Meeting of Gazprom**

Dear representatives of the media, investment and finance companies!

We are pleased to invite you hereby to take part in the Press Conferences of Gazprom's top management, to be held on the threshold of the Company's annual General Shareholders Meeting.

The Press Conferences to be taking place from June 16 through June 26 are as follows:

### **June 16 – Mineral and Raw Material Base Development. Gas Production. Gas Transmission System Development.**

Participants:

- **Alexander Ananenko**, Deputy Chairman of the Management Committee, Gazprom
- **Vasily Podyuk**, Member of the Management Committee, Head of the Gas, Condensate and Oil Production Department, Gazprom
- **Vlada Rusakova**, Member of the Management Committee, Head of the Strategic Development Department, Gazprom

### **June 17 – Gas Supply to the Domestic Market. Electronic Trading Platform Operation. Russian Regions Gasification Program Execution.**

Participant:

- **Kirill Seleznev**, Member of the Management Committee, Head of the Gas and Liquid Hydrocarbons Marketing and Processing Department, Gazprom, Director General, Mezhhregiongaz

## **June 18 – Gas Export. Export Routes and Supplied Products Diversification.**

Participants:

- **Alexander Medvedev**, Deputy Chairman of the Management Committee, Gazprom, Director General, Gazprom export
- **Stanislav Tsygankov**, Head of the International Business Department, Gazprom
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## **June 24 – Gazprom in Eastern Russia, Entry into Asia-Pacific Markets.**

Participants:

- **Alexander Medvedev**, Deputy Chairman of the Management Committee, Gazprom, Director General, Gazprom export
- **Bogdan Budzulyak**, Member of the Management Committee, Head of the Gas Transportation, Underground Storage and Utilization Department, Gazprom
- **Vasily Podyuk**, Member of the Management Committee, Head of the Gas, Gas Condensate and Oil Production Department, Gazprom
- **Vlada Rusakova**, Member of the Management Committee, Head of the Strategic Development Department, Gazprom
- **Stanislav Tsygankov**, Head of the International Business Department, Gazprom
- **Viktor Timoshilov**, Head of the East-Oriented Project Coordination Directorate, Gazprom

## **June 26 – Gazprom's Financial and Economic Policy**

Participants:

- **Andrey Kruglov**, Deputy Chairman of the Management Committee, Head of the Finance and Economics Department, Gazprom
- **Elena Vasilieva**, Deputy Chairman of the Management Committee, Chief Accountant, Gazprom
- **Elena Karpel**, Head of the Pricing and Economic Expert Analysis Department, Gazprom
- **Sergey Yatsenko**, First Deputy Head of Gazprom's Finance and Economics Department;
- **Natalia Vavrishchuk**, Gazprom's Deputy Chief Accountant and Head of Gazprom's Accounting and Consolidated Accounts Methodology Division;
- **Nina Lobanova**, Head of Gazprom Tax Policy Division.

**The Press Conference scheduled for June 16 will commence at 1 pm, for June 17 – 3 pm and for June 18, 24, 26 – 11 am, Moscow time.**

The Press Conferences will be held at Gazprom's Headquarters located at: **16 Nametkina Street, CD Building, Room 332. The June 17 Press Conference will take place in Gazprom's Conference Hall.**

*Travel route: ride the 1st car of the train going from downtown to the Noviye Cheryomushki subway station, then take a №60 trolley to the Novocheryomushkinskaya Ulitsa bus stop. Admittance to the building will be in accordance with the accreditation lists. All visitors must bear editorial IDs or passports.*

**Telephone numbers for media accreditation:**

**+7 (495) 719-11-43** (Mikhail Krasnov); **+7 (495) 719-34-77** (Irina Komarova)

**Telephone numbers for investment company representatives and investment bank analysts accreditation:**

**+7 (495) 719-10-97** (Dmitry Zhdanovich); **+7 (495) 719-10-27** (Alexey Kamochkin)

*In case there are changes in the Press Conferences schedule, the Information Directorate will inform of those (if any) additionally.*

**June 27** – Gazprom’s annual General Shareholders Meeting will be followed by the final Press Conference involving the Gazprom’s Board of Directors Chairman and the Gazprom’s Management Committee Chairman.

During June 16-26 the Press Conferences of Gazprom’s top management will be broadcast live over the Internet at [www.gazpromvideo.ru](http://www.gazpromvideo.ru) in the Russian and English languages, with the Speech by Alexey Miller, Chairman of Gazprom’s Management Committee at the Shareholders Meeting and the final Press Conference to be webcast on June 27.

The audio broadcasting of the said events and the statement by Alexey Miller will be available in Russian and in English via the following telephone numbers (495) 719-35-77 and (495) 719-30-00 (multi-line system).

Moreover, the [www.gazpromvideo.ru](http://www.gazpromvideo.ru) site visitors will have the opportunity to address (in writing) their questions online to participants of the Press Conferences in Russian and in English.