

OAo GAZPROM WRITTEN STATEMENT

**ON ITEMS 1, 2 AND 3 OF THE AGENDA OF THE EXTRAORDINARY
GENERAL MEETING OF SHAREHOLDERS OF AB LIETUVOS DUJOS
OF 28 MAY 2012**

OAo Gazprom, being the shareholder of AB Lietuvos Dujos, hereby is voting by the block of shares owned by OAo Gazprom "FOR" the wordings of the resolutions proposed for the following items of the agenda of the AB Lietuvos Dujos Extraordinary General Meeting of Shareholders of 28 May 2012:

- Item 1 "Selection of the method for the unbundling of the transmission activity and control",
- Item 2 "Selection of the method for the unbundling of the distribution activity", and
- Item 3 "Instructions to the Board of Directors to implement the resolutions adopted"

as the result of the coercion and pressure exerted by the State Authorities of Lithuania, including threats to apply sanctions against AB Lietuvos Dujos, the Members of the Board of Directors and Shareholders thereof, which actually calls for the review of the Terms and Conditions under which AB Lietuvos Dujos was privatised and the transfer of the AB Lietuvos Dujos gas transportation activity together with the assets, rights and obligations related to such activity.

By voting "FOR", OAo Gazprom hereby directly reserves all the rights granted to it under the legislation of the Republic of Lithuania and the European Union as well as the Agreement between Russia and Lithuania on the Promotion and Reciprocal Protection of Investments.

Acting in accordance with the Power of Attorney of OAo Gazprom No. 01/0400-143d of 20 April 2010

**Head of Subdivision of the Division
for Operations with CIS and Baltics**

/signature/

A.A. Frolov