

Final Terms

Final Terms dated 3 March 2014

GAZPROMBANK (OPEN JOINT-STOCK COMPANY)

Issue of U.S.\$750,000,000 4.96 per cent. Loan Participation Notes due 2019
issued by GPB EUROBOND FINANCE PLC

for the purpose of financing a Loan to GAZPROMBANK (OPEN JOINT-STOCK COMPANY)
("Gazprombank")

under a U.S.\$15,000,000,000 Programme for the Issuance of Loan Participation Notes

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 8 May 2013, the Base Prospectus Supplement dated 20 June 2013, the Base Prospectus Supplement dated 11 September 2013 and the Base Prospectus Supplement dated 21 January 2014 which together constitute a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the "**Prospectus Directive**"). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Base Prospectus as so supplemented. Full information on the Issuer and Gazprombank and the offer of the Notes is only available on the basis of the combination of these Final Terms, the Base Prospectus dated 8 May 2013, the Base Prospectus Supplement dated 20 June 2013, the Base Prospectus Supplement dated 11 September 2013 and the Base Prospectus Supplement dated 21 January 2014. The Base Prospectus dated 8 May 2013, the Base Prospectus Supplement dated 20 June 2013, the Base Prospectus Supplement dated 11 September 2013 and the Base Prospectus Supplement dated 21 January 2014 are available for viewing at the offices of the Principal Paying Agent, on the website of the Central Bank of Ireland (www.centralbank.ie) and copies may be obtained from GPB Eurobond Finance PLC at 5 Harbourmaster Place, IFSC, Dublin 1, Ireland.

1	(i) Issuer:	GPB Eurobond Finance PLC
	(ii) Borrower:	Gazprombank (Open Joint-stock Company)
2	Series Number:	16
3	Specified Currency:	United States Dollars (U.S.\$)
4	Aggregate Nominal Amount of Notes admitted to Trading:	U.S.\$750,000,000
5	Issue Price:	100 per cent. of the aggregate principal amount of the Notes

6	(i)	Specified Denominations:	U.S.\$ 200,000 and integral multiples of U.S.\$ 1,000 in excess thereof
	(ii)	Calculation Amount:	U.S.\$ 1,000
7	(i)	Trade Date:	25 February 2014
	(ii)	Issue Date:	5 March 2014
	(iii)	Interest Commencement Date:	5 March 2014
8		Maturity Date:	5 September 2019
9		Note Interest Basis:	4.96 per cent. Fixed Rate
10		Redemption/Payment Basis:	Redemption at par
11		Date of Board approval for issuance of Notes obtained:	The issue of the Notes was approved by the Board of Directors of the Issuer on 28 February 2014
12	(i)	Status of the Notes:	Senior, registered
	(ii)	Status of the Loan:	Senior
13		Method of distribution:	Syndicated
14		Financial Centres:	Dublin, Moscow, New York and London

PROVISIONS RELATING TO INTEREST PAYABLE UNDER THE NOTES

15		Fixed Rate Note Provisions:	Applicable
	(i)	Rate of Interest:	4.96 per cent. per annum payable semi-annually in arrear
	(ii)	Interest Payment Date(s):	5 March and 5 September in each year commencing on 5 September 2014
	(iii)	Fixed Coupon Amount:	U.S.\$24.80 on each Interest Payment Date per Calculation Amount
	(iv)	Broken Amount:	Not Applicable
	(v)	Day Count Fraction:	30/360
	(vi)	Determination Date(s):	Interest Payment Dates
16		Floating Rate Note Provisions:	Not Applicable

PROVISIONS RELATING TO REDEMPTION

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| 17 | Final Redemption Amount of each Note: | Principal Amount |
| 18 | Early Redemption Amount(s) of each Note payable if the Loan should become repayable under the Loan Agreement prior to the Maturity Date: | Principal Amount |

DISTRIBUTION

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|----|---------------------------------------|--|
| 19 | (i) If syndicated, names of Managers: | GPB-Financial Services Ltd, ING Bank N.V., London Branch, J.P. Morgan Securities plc and Merrill Lynch International |
| | (ii) Stabilising (if any): | J.P. Morgan Securities plc |
| 20 | If non-syndicated, name of Dealer: | Not Applicable |
| 21 | Additional selling restrictions: | Not Applicable |

GENERAL

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|----|---|----------------|
| 22 | The aggregate principal amount of Notes issued has been translated into U.S. dollars (for Notes not denominated in U.S. dollars): | Not Applicable |
|----|---|----------------|

LISTING AND ADMISSION TO TRADING APPLICATION


These Final Terms comprise the final terms required to list and have admitted to trading on the Main Securities Market of the Irish Stock Exchange the issue of Notes described herein pursuant to the U.S.\$15,000,000,000 Programme for the Issuance of Loan Participation Notes to be issued by, but with limited recourse to, GPB Eurobond Finance PLC for the purpose of financing loans to Gazprombank.

RESPONSIBILITY

The Issuer and Gazprombank accept responsibility for the information contained in these Final Terms.

Signed by a duly authorised attorney of the
Issuer:

By:
Duly authorised



David McGuinness
DIRECTOR

Signed on behalf of Gazprombank:

By:
Duly authorised

PROVISIONS RELATING TO REDEMPTION

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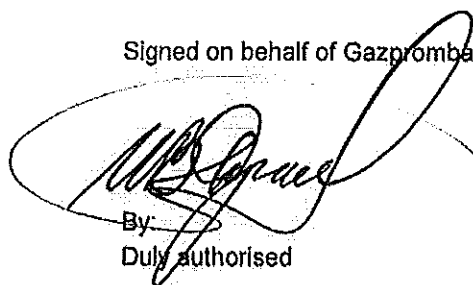
RESPONSIBILITY

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Signed by a duly authorised attorney of the
Issuer:

By:
Duly authorised

Signed on behalf of Gazprombank:


By:
Duly authorised

PART B – OTHER INFORMATION

1 LISTING

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|-------|---|--|
| (i) | Listing: | Irish Stock Exchange |
| (ii) | Admission to trading: | Application has been made to the Irish Stock Exchange for the Notes to be admitted to the Official List and trading on its regulated market with effect from 6 March 2014. |
| (iii) | Estimate of total expenses related to admission to trading: | €500 |

2 RATINGS

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| Ratings: | The Programme is rated:

Moody's Investors Service Ltd.: Baa3

The Notes are expected to be rated:

Fitch Ratings CIS Ltd.: BBB-

Moody's Investors Service Ltd.: Baa3

Standard & Poor's Credit Market Services Europe Limited: BBB-

Each of Fitch Ratings CIS Ltd., Moody's Investors Service Ltd. and Standard & Poor's Credit Market Services Europe Limited is established in the EU and registered under Regulation (EC) No 1060/2009. A rating is not a recommendation to buy, sell or hold securities and may be subject to suspension, revision or withdrawal at any time by the assigning rating agency. |
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3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save as discussed in "Subscription and Sale", so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

4 REASONS FOR THE OFFER, ESTIMATED PROCEEDS AND TOTAL EXPENSES

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| (i) | Reasons for the offer | See "Use of Proceeds" in the Base Prospectus |
| (ii) | Estimated proceeds: | U.S.\$750,000,000 |

(iii) Estimated total expenses: U.S.\$3,250,000

5 Fixed Rate Notes only – YIELD

Indication of yield: 4.96 per cent. per annum
The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield

6 OPERATIONAL INFORMATION

ISIN: XS1040726587
Common number: 104072658
CFI: DTFXFR

Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking, *société anonyme* and the relevant identification number(s): Not Applicable

Delivery: Delivery against payment

Names and addresses of additional Paying Agent(s) (if any): Not Applicable

7 THE LOAN

Terms of the Loan

(i) Loan: U.S.\$750,000,000
(ii) Date of Drawdown: 5 March 2014
(iii) Repayment Date: 5 September 2019
(iv) Governing Law: The Loan shall be governed by and construed in accordance with English law.

Interest

The Loan is a Fixed Rate Loan. Interest shall be calculated as set out below:

Fixed Rate Loan Provisions Applicable
(i) Interest Commencement Date: 5 March 2014
(ii) Rate of Interest: 4.96 per cent. per annum payable semi-annually in arrear
(iii) Interest Payment Date: 5 March and 5 September in each year

		commencing on 5 September 2014
(iv)	Fixed Amount:	U.S.\$24.80 per U.S.\$1,000 in principal amount of the Loan payable on each Interest Payment Date
(v)	Broken Amount:	Not Applicable
(vi)	Day Count Fraction:	30/360
(vii)	Determination Date:	Interest Payment Date
Floating Rate Loan Provisions		Not Applicable