

**Draft Resolutions on Issues Submitted for Approval  
of the Annual General Meeting of Shareholders of  
Mobile TeleSystems Open Joint Stock Company  
June 25<sup>th</sup>, 2013**

**On the first issue on the agenda:**

The procedure for conducting the annual general shareholders meeting.

*Draft resolution:*

- 1.1. Resolved that the following person be elected as Chairman to preside over the Annual General Meeting of MTS OJSC Shareholders: \_\_\_\_\_.
- 1.2. Resolved that the results of voting and resolutions adopted by the Annual General Meeting of MTS OJSC Shareholders with respect to items on the agenda be announced at the Annual General Meeting of MTS OJSC Shareholders.

**On the second issue on the agenda:**

Approval of MTS OJSC Annual Report, MTS OJSC Annual Financial Statements, including MTS OJSC Profit & Loss Statement; distribution of profits and losses of MTS OJSC based on FY 2012 results (including payment of dividends).

*Draft resolution:*

Resolved that MTS OJSC Annual Report, MTS OJSC Annual Financial Statements, including MTS OJSC Profit & Loss Statement, and the procedure for distribution of profits and losses of MTS OJSC based on FY 2012 results be approved, including the annual dividends on MTS OJSC common registered shares in the amount of RUB 14.6 per one MTS OJSC common registered share with a par value of RUB 0.1 each. The total amount of MTS OJSC dividends shall be RUB 30,168,311,143. The annual dividends shall be paid in cash within the time not exceed 60 (sixty) days from the day of taking a decision on payment of dividends.

**On the third issue on the agenda:**

Election of members of MTS OJSC Board of Directors.

*Draft resolution:*

Resolved that the following persons be elected members of the Board of Directors of MTS OJSC:

1. Abugov Anton Vladimirovich
2. Gorbunov Alexander Evgenievich
3. Drozdov Sergey Alekseevich
4. Dubovskov Andrey Anatolievich
5. Ron Sommer
6. Combes Michel
7. Stanley Phillip Miller
8. Rozanov Vsevolod Valerievich
9. Holtrop Thomas

**On the forth issue on the agenda:**

Election of members of MTS OJSC Auditing Commission.

*Draft resolution:*

Resolved that the following persons be elected members of MTS OJSC Auditing Commission:

1. Borisenkova Irina Radomirovna

2. Mamonov Maxim Alexandrovich
3. Paragulgov Yakub Osmanovich

**On the fifth issue on the agenda:**

Approval of MTS OJSC auditor.

*Draft resolution:*

Resolved that the audit company Deloitte and Touche CIS (Place of business: 5 Lesnaya St., Moscow 125047 Russian Federation; Primary State Registration Number: 1027700425444) be MTS OJSC auditor.

**On the sixth issue on the agenda:**

Approval of MTS OJSC Charter, as amended and restated.

*Draft resolution:*

Resolved that MTS OJSC Charter, as amended and restated, be approved.

**On the seventh issue on the agenda:**

Approval of the Regulations of MTS OJSC General Shareholders Meeting as amended and restated.

*Draft resolution:*

Resolved that Regulations of MTS OJSC General Shareholders Meeting, as amended and restated, be approved.

**On the eighth issue on the agenda:**

Approval of the Regulations of MTS OJSC Board of Directors as amended and restated.

*Draft resolution:*

Resolved that Regulations of MTS OJSC Board of Directors, as amended and restated, be approved.

**On the ninth issue on the agenda:**

Approval of the Regulations of MTS OJSC Management Board as amended and restated.

*Draft resolution:*

Resolved that Regulations of MTS OJSC Management Board, as amended and restated, be approved.

**On the ten issue on the agenda:**

Approval of the Regulations of MTS OJSC President as amended and restated.

*Draft resolution:*

Resolved that Regulations of MTS OJSC President, as amended and restated, be approved.