

**Draft Resolutions of the Annual General Shareholders Meeting
Mobile TeleSystems Open Joint Stock Company
June 23, 2006**

The first issue on the agenda:

Procedure for conducting the Annual General Shareholders Meeting.

Draft resolution:

1. Have the following person _____ elected Chairman of MTS OJSC Annual General Shareholders Meeting for conducting the meeting.
2. Voting results and resolutions adopted by MTS OJSC Annual General Shareholders Meeting related to issues on the agenda shall be announced at MTS OJSC Annual General Shareholders Meeting.

The second issue on the agenda:

Approval of MTS OJSC Annual Performance Report, MTS OJSC Annual Financial Statements, including Profit & Loss Statement, MTS OJSC Profit Distributions (including payment of dividends).

Draft resolution:

Approve MTS OJSC' Annual Performance Report for 2005, MTS OJSC' Annual Financial Statements for 2005, MTS OJSC' Profit & Loss Statement (Account) for 2005, the procedure for distribution of MTS OJSC' profit, including annual dividends on MTS OJSC registered common shares that are determined in the amount of RUR 7,6 per one registered common share in MTS OJSC with the par value of RUR 0.1 each. The total amount of annual dividends shall be RUR 15 149 278 678,8. Annual dividends shall be paid out in monetary facilities within a period specified by MTS OJSC Charter.

The third issue on the agenda:

Election of MTS OJSC Board of Directors members.

Draft resolution:

Have the following persons: _____
elected members of the Board of Directors of Mobile TeleSystems Open Joint Stock Company.

The forth issue on the agenda:

Election of MTS OJSC Auditing Commission members.

Draft resolution:

Have the following persons elected members of MTS OJSC Audit Commission:
_____.

The fifth issue on the agenda:

Approval of MTS OJSC Auditor.

Draft resolution:

Approve the auditing company Deloitte & Touche CIS CJSC (Location: 4/7 Vozdvizhenka St., Moscow, Russian Federation, OGRN 1027700425444) as MTS OJSC Auditor.

The sixth issue on the agenda:

Approval of the revised version of MTS OJSC Charter.

Draft resolution:

Approve the revised version of MTS OJSC Charter.

The seventh issue on the agenda:

Approval of the Statute on MTS OJSC Auditing Commission.

Draft resolution:

Approve the Statute on MTS OJSC Auditing Commission.

The eighth issue on the agenda:

Approval of a revised version of the Statute on MTS OJSC President.

Draft resolution:

Approve a revised version of the Statute on MTS OJSC President.

The ninth issue on the agenda:

Approval of a revised version of the Statute on MTS OJSC Board of Directors.

Draft resolution:

Approve a revised version of the Statute on MTS OJSC Board of Directors.

The tenth issue on the agenda:

Approval of a revised version of the Statute on MTS OJSC General Shareholders Meeting.

Draft resolution:

Approve a revised version of the Statute on MTS OJSC General Shareholders Meeting.

The eleventh issue on the agenda:

MTS OJSC reorganization by merger of ReCom OJSC into MTS OJSC and approval of the Agreement on Merger of ReCom OJSC into MTS OJSC.

Draft resolution:

Have MTS OJSC reorganized by merger into MTS OJSC of its subsidiary ReCom Open Joint Stock Company (ReCom OJSC, Location: 19, Leskov Street, Orel, Russian Federation, OGRN 1025700824544), where MTS OJSC owns 100% of the placed shares, with the assignment of

all rights and obligations of ReCom OJSC to MTS OJSC and termination of ReCom OJSC activity.

MTS OJSC shall be the successor of all rights and obligations of ReCom OJSC.

Due to the fact that MTS OJSC owns 100% of the placed shares in ReCom OJSC:

- The registered common shares in ReCom OJSC (the merging company) owned by MTS OJSC (the surviving company) shall not be converted into shares in MTS OJSC;
- All registered common shares in ReCom OJSC owned by MTS OJSC and not subject to conversion shall be redeemed at the date of the entry made in the register concerning the termination of the merging company, ReCom OJSC;
- The charter capital of MTS OJSC and the number and the par value of MTS OJSC shares shall not change in conjunction with the reorganization of MTS OJSC by merger of ReCom OJSC into MTS OJSC;
- A joint general meeting of MTS OJSC shareholders and ReCom OJSC shareholders shall not be held;
- A resolution amending the Charter of MTS OJSC to include information on the succession of MTS OJSC to the rights and liabilities of ReCom OJSC shall be adopted at MTS OJSC General Shareholders meeting and such resolution may be approved concurrently with the adoption by MTS OJSC General Shareholders meeting of the resolution on reorganization by merger and the resolution approving the Agreement on Merger;
- MTS OJSC President shall adopt a resolution on reorganization of ReCom OJSC, a resolution on approval by ReCom OJSC of the Agreement on the Merger of ReCom OJSC into MTS OJSC, and a resolution approving the Deed of Transfer of ReCom OJSC.

Entrust MTS OJSC President to take all necessary measures relating to merger of ReCom OJSC into MTS OJSC and notify the creditors of MTS OJSC of the decision on reorganization.

Approve the Agreement on Merger of ReCom OJSC into MTS OJSC.

The twelfth issue on the agenda:

MTS OJSC reorganization by merger of Telesot CJSC to MTS OJSC and approval of the Agreement on Merger of Telesot CJSC into MTS OJSC.

Draft resolution:

Reorganize MTS OJSC by merger into MTS OJSC of its subsidiary Telesot Close Joint Stock Company (Telesot CJSC, Location: 6, Gugkayev Street, Vladikavkaz, Republic of the North Ossetia-Alania, Russian Federation, OGRN 1021500773546), where MTS OJSC owns 100% of the placed shares, with the assignment of all rights and obligations of Telesot CJSC to MTS OJSC and termination of Telesot CJSC activity.

MTS OJSC shall be the successor of all rights and obligations of Telesot CJSC.

Due to the fact that MTS OJSC owns 100% of the placed shares in Telesot CJSC:

- The registered common shares in Telesot CJSC (the merging company) owned by MTS OJSC (the surviving company) shall not be converted into shares in MTS OJSC;
- All registered common shares in Telesot CJSC owned by MTS OJSC and not subject to conversion shall be redeemed at the date of the entry made in the register concerning the termination of the merging company, Telesot CJSC;
- The charter capital of MTS OJSC and the number and the par value of MTS OJSC shares shall not change in conjunction with the reorganization of MTS OJSC by merger of Telesot CJSC into MTS OJSC;
- A joint general meeting of MTS OJSC shareholders and Telesot CJSC shareholders shall not be held;
- A resolution amending the Charter of MTS OJSC to include information on the succession of MTS OJSC to the rights and liabilities of Telesot CJSC shall be adopted at MTS OJSC General Shareholders meeting and such resolution may be approved concurrently with the adoption by MTS OJSC General Shareholders meeting of the resolution on reorganization by merger and the resolution approving the Agreement on Merger;
- MTS OJSC President shall adopt a resolution on reorganization of Telesot CJSC, a resolution on approval by Telesot CJSC of the Agreement on Merger of Telesot CJSC into MTS OJSC, and a resolution approving the Deed of Transfer of Telesot CJSC.

Entrust MTS OJSC President to take all necessary measures relating to merger of Telesot CJSC into MTS OJSC and notify the creditors of MTS OJSC of the decision on reorganization.

Approve the Agreement on Merger of Telesot CJSC into MTS OJSC.

The thirteenth issue on the agenda:

Entering of supplement and amendments into the Charter of MTS OJSC.

Draft resolution:

1. Have supplements and amendments entered into the Charter of MTS OJSC concerning insertion into the Charter of MTS OJSC of the information related to the succession by MTS OJSC of all rights and liabilities of ReCom Open Joint Stock Company after the completion of the reorganization by merger of ReCom Open Joint Stock Company into Mobile TeleSystems Open Joint Stock Company.
2. Have supplements and amendments entered into the Charter of MTS OJSC concerning insertion into the Charter of MTS OJSC of the information related to the succession by MTS OJSC of all rights and liabilities of Telesot Close Joint Stock Company after the completion of the reorganization by merger of Telesot Close Joint Stock Company into Mobile TeleSystems Open Joint Stock Company.