

# Mobile TeleSystems Announces Financial Results for the Second Quarter Ended June 30, 2014

August 20, 2014

Moscow, Russian Federation – Mobile TeleSystems OJSC ("MTS" – NYSE: MBT), the leading telecommunications provider in Russia and the CIS, today announces its unaudited US GAAP financial results for the three months ended June 30, 2014.

#### Key Financial Highlights of Q2 2014

- Consolidated Group revenues increased 1.4% y-o-y to RUB 98.9 billion
- Mobile service revenue in Russia rose 6.3% y-o-y to RUB 70.9 billion
- Data traffic revenue in Russia grew 39.7% y-o-y to RUB 15.3 billion
- Fixed-line revenue in Russia grew 2.6% q-on-q to RUB 15.6 billion
- Consolidated Group OIBDA net of one-off effect due to compensation for the settlement over Bitel LLC<sup>1</sup> down 0.6% y-o-y to RUB 43.2 billion
- Group OIBDA margin net of one-off effect due to compensation for the settlement over Bitel LLC fell slightly 0.9 pp to 43.7%
- Consolidated net income<sup>2</sup> of RUB 21.1 billion
- Free cash–flow from continuing operations<sup>3</sup> adjusted for the compensation for the settlement over Bitel LLC increased 12.0% to RUB 46.0 billion for the six months ended June 30, 2014

#### **Key Corporate and Industry Highlights**

- MTS`s brand was included in the BrandZ™ Top 100 Most Valuable Global Brands 2014 ranking for the seventh consecutive year and placed ninth among the Top 10 leading telecommunications brands in the world. MTS ranked #80 overall among the top 100 global brands.
- Acquired a 10.82% stake in Ozon Holdings ("Ozon"), the leading Russian e-commerce company
- Sold a remaining 49% stake in Business–Nedvizhimost CJSC to Sistema JSFC for RUB 3.1 billion
- Redeemed the remaining amount of RUB 15.0 billion series 04 bond
- Completed dividend payment of RUB 18.6 per ordinary MTS share (RUB 37.2 per ADR), or a total of RUB 38.4 billion, based on the full-year 2013 financial results.

See Attachment A for definitions and reconciliation of OIBDA and OIBDA margin to their most directly comparable US GAAP financial measures.

<sup>&</sup>lt;sup>2</sup> Attributable to the Group.

<sup>&</sup>lt;sup>3</sup> See Attachment B for reconciliation of free cash-flow to net cash provided by operating activity.



- Launched LTE networks in 25 regions throughout Russia
- Semi-annual dividend recommendation by the MTS Board of RUB 6.2 per ordinary MTS share (RUB 12.4 per ADR) amounting to the total of RUB 12.8 billion on the basis of the H1 2014 results. The EGM to approve the dividends will be held on September 30, 2014
- Signed a settlement agreement with the Republic of Uzbekistan, which may allow the Company to relaunch operations through a joint venture with the government of Uzbekistan
- Moody's Investor Service has upgraded MTS's senior unsecured issuer rating from Ba2 to Baa3
  with a stable outlook. This represents a two-notch upgrade and classifies MTS as investment
  grade
- Standard & Poor's Ratings Services raised MTS`s corporate credit rating to 'BBB-' from 'BB+'. The
  outlook on the foreign currency rating is negative and that on the local currency rating is stable.
  Ratings on the Company's senior unsecured debt were raised to 'BBB-' from 'BB+'. This
  represents a one-notch upgrade and classifies MTS as investment grade

#### **Commentary**

Mr. Andrei Dubovskov, President and CEO of MTS, "During the quarter we increased our Group revenues by 1.4% year-over-year to RUB 98.9 billion. We realized strong growth in our core Russian market and saw positive dynamics in Ukraine, Armenia and Turkmenistan despite macroeconomic issues. Growth in our markets, however, was offset by significant hryvna depreciation in Ukraine, while in Armenia, slight year-on-year weakness was mitigated by strong sequential growth."

Mr. Vasyl Latsanych, MTS Vice President for Marketing, said, "In Q2, our Russian business grew 4.5% year-over-year to RUB 90.4 billion. Driving this growth were exceptionally strong mobile service revenues, which increased by 6.3% year-over-year. Key drivers included: greater adoption of data plans as smartphone penetration among our active subscribers reached 37.0%; upselling existing subscribers on data plans; increase in the subscriber base as we added 5.6 million subscribers during the year; and stable churn dynamics. We continued to see greater challenges in our Ukraine business unit, but we delivered growth year-over-year. In local currency, its revenues grew 2% year-over-year UAH 2.6 billion as MTS expanded its subscriber base."

Mr. Alexey Kornya, MTS Vice President and Chief Financial Officer, said, "In Q2 2014, Group OIBDA declined by 2.6% year–over–year to over RUB 43.2 billion. In the second quarter of 2013 we realized one–off gain related to the compensation we received for the settlement over Bitel LLC. Without this effect, our OIBDA declined by 0.6%. The decline was largely attributable to macroeconomic factors impacting our business in Ukraine and greater G&A expenses due to roll–out of our mobile and fixed networks in Russia. Our OIBDA margin net of the Bitel LLC settlement declined year–over–year by merely 0.9pp to 43.7%. In Russia, OIBDA grew by 2.8% year–over–year to RUB 40.3 billion. This reflects our sustained revenue growth and increased share of high–margin data revenues in the revenue mix. In Ukraine, OIBDA declined by 3.1% to nearly UAH 1.3 billion. During the quarter, profitability was pressured by an increase in frequency fees and higher electricity costs. We also saw a currency devaluation effect as some of cost items, including roaming and SIM cards, are denominated in non–hryvna currencies."

He continued, "For the period, Group net income from continuing operations increased Q-o-Q by 61.9% to RUB 21.1 billion. Primarily we benefitted from a non-cash FOREX gain in the amount of RUB



4.2 billion due to ruble appreciation versus the previous quarter. Operating cash flow from continuing operations for the first six months of 2014 increased slightly by 2.7% relative to the same period in 2013. Free cash flow for the first six months of 2013 adjusted for compensation for the settlement over Bitel LLC received in Q2 2013 – increased by 12.0% year–over–year."

Mr. Andrei Dubovskov, President and CEO of MTS, added, "For now, as our results indicate, our business remains strong. However, macroeconomic weakness and uncertain political environment in Ukraine, however, force us to alter our full year guidance. While we expect Russia still to grow at the high end of our initial guidance of 3–5%, developments in Ukraine will limit Group growth to at least 1% in revenue for 2014. We should anticipate stable OIBDA year–over–year. Growth in our Russian markets will be offset by the decrease in profitability in our non–Russian assets, as well as the absence of certain positive one–offs we realized in 2013. Our CAPEX spending too should come in at 90 billion rubles, which is consistent with the guidance we gave at the beginning of the year."

#### **Additional Information**

MTS continues to see sustained macroeconomic volatility in its markets of operations that may impact the financial and operational performance throughout the Group

This press release provides a summary of some of the key financial and operating indicators for the period ended June 30, 2014. For full disclosure materials, please visit http://www.mtsgsm.com/resources/reports/.

Financial Summary

RUB mln	Q2′14	Q2'13	у-о-у	Q1'14	q-o-q
Revenues	98,860	97,450	1.4%	97,562	1.3%
OIBDA	43,231	44,385	-2.6%	41,451	4.3%
– margin	43.7%	45.5%	-1.8pp	42.5%	+1.2pp
Net operating income	24,973	25,566	-2.3%	23,437	6.6%
– margin	25.3%	26.2%	-0.9pp	24.0%	+1.3pp
Net income from continuing operations	21,089	25,364	-16.9%	13,025	61.9%
– margin	21.3%	26.0%	-4.7pp	13.4%	+7.9pp
Net income attributable to the Group	21,089	29,046	-27.4%	13,025	61.9%
– margin	21.3%	29.8%	−8.5pp	13.4%	+7.9pp

Russia Highlights

RUB mln	Q2′14	Q2'13	y–o–y	Q1′14	q-o-q
Revenues⁴	90,390	86,460	4.5%	87,252	3.6%
– mobile	70,884	66,711	6.3%	67,965	
– fixed	15,584	15,737	-1.0%	15,184	2.6%
-sales of handsets & accessories	5,858	5,823	0.6%	6,065	-3.4%
OIBDA	40,309	39,222	2.8%	37,773	6.7%
– margin	44.6%	45.4%	−0.8pp	43.3%	+1.3pp
Net income	19,450	19,535	-0.4%	9,610	102.4%
– margin	21.5%	22.6%	−1.1pp	11.0%	+10.5pp

	Q2'13	Q3'13	Q4'13	Q1'14	Q2'14
ARPU (RUB)	305.8	318.7	314.8	299.2	308.2
MOU (min)	332	337	345	325	342
Churn rate (%)	9.4%	9.1%	9.0%	9.1%	9.4%

Ukraine Highlights

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UAH min	Q2′14	Q2'13	y-o-y	Q1′14	q-o-q
Revenues	2,563	2,507	2.2%	2,418	6.0%
OIBDA	1,276	1,317	-3.1%	1,236	3.3%
– margin	49.8%	52.5%	−2.7pp	51.1%	−1.3pp
Net income	768	641	19.8%	1,034	-25.8%
– margin	29.9%	25.6%	+4.3pp	42.8%	-12.9pp

 $<sup>^4\</sup>mbox{Revenue},$  net of intercompany between mobile and fixed.

	Q2'13	Q3'13	Q4'13	Q1'14	Q2'14
ARPU (UAH)	38.32	38.92	35.08	34.93	36.31
MOU (min)	580	561	557	544	552
Churn rate (%)	6.0%	6.6%	6.8%	6.3%	5.7%
SAC (UAH)	56.2	57.1	53.3	49.4	50.8
– dealer commission	30.2	36.7	29.7	29.4	31.2
– adv&mktg	16.8	12.6	14.8	12.1	13.3
– handset subsidy	1.2	0.6	0.9	0.7	0.8
– SIM card & voucher	8.0	7.1	7.8	7.2	5.6

Armenia Highlights

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AMD mln	Q2′14	Q2'13	y-o-y	Q1′14	p-o-p
Revenues	18,876	19,823	-4.8%	17,138	10.1%
OIBDA	9,043	10,369	-12.8%	7,802	15.9%
– margin	47,9%	52.3%	−4.4pp	45.5%	+2.4pp
Net income	1,934	2,876	-32.8%	1,855	4.3%
– margin	10.2%	14.5%	−4.3pp	10.8%	-0.6pp

	Q2'13	Q3'13	Q4'13	Q1'14	Q2'14
ARPU (AMD)	2,750.2	3,108.2	2,690.6	2,316.3	2,534.1
MOU (min)	365	389	398	399	445
Churn rate (%)	8.6%	8.0%	6.5%	6.3%	7.2%
SAC (AMD)	6,287.4	6,077.1	6,800.7	5,129.8	5,302.3

Turkmenistan Highlights

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TMT mln	Q2′14	Q2'13	y-o-y	Q1'14	q-o-q				
Revenues	69	63	10.7%	66	5.4%				
OIBDA	31	21	48.1%	26	19.8%				
– margin	44.3%	33.1%	+11.2pp	39.0%	+5.3pp				
Net income	27	14	92.2%	21	27.9%				
– margin	38.6%	22.2%	+16.4pp	31.8%	+6.8pp				

	Q2'13	Q3'13	Q4'13	Q1'14	Q2'14
ARPU (TMT)	11.1	12.0	11.9	11.0	11.8
MOU (min)	527	541	531	505	499
Churn rate (%)	17%	6.7%	11.1%	11.5%	10.2%
SAC (TMT)	13.6	18.1	22.1	23.9	24.1



**CAPEX Highlights** 

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RUB mln	FY 2011	FY 2012	FY 2013	H1'14
Russia	66,869	82,896	70,910	27,071
– as % of rev	21.4%	24.5%	20.0%	15.2%
Ukraine	4,487	4,125	8,840	1,421
- as % of rev	13.4%	10.9%	22.2%	8.2%
Armenia	1,344	751	1,093	172
- as % of rev	22.8%	12.5%	17.5%	5.6%
Turkmenistan	n/a	11	732	207
– as % of rev	n/a	3.4%	25.8%	12.5%
Group	72,798	87,783	81,575	28,871
- as % of rev	20.9%	23.2%	20.5%	14.7%

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Learn more about MTS. Visit the official blog of the Investor Relations Department at <a href="www.mtsgsm.com/blog/">www.mtsgsm.com/blog/</a> and follow us on Twitter: JoshatMTS

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Mobile TeleSystems OJSC ("MTS") is the leading telecommunications group in Russia and the CIS, offering mobile and fixed voice, broadband, pay TV as well as content and entertainment services in one of the world's fastest growing regions. Including its subsidiaries, the Group services over 100 million mobile subscribers. The Group has been awarded GSM licenses in Russia, Ukraine, Turkmenistan, Armenia and Belarus, a region that boasts a total population of more than 200 million. Since June 2000, MTS' Level 3 ADRs have been listed on the New York Stock Exchange (ticker symbol MBT). Additional information about the MTS Group can be found at www.mtsgsm.com.

Some of the information in this press release may contain projections or other forward-looking statements regarding future events or the future financial performance of MTS, as defined in the safe harbor provisions of the U.S. Private Securities Litigation Reform Act of 1995. You can identify forward looking statements by terms such as "expect," "believe," "anticipate," "estimate," "intend," "will," "could," "may" or "might," and the negative of such terms or other similar expressions. We wish to caution you that these statements are only predictions and that actual events or results may differ materially. We do not undertake or intend to update these statements to reflect events and circumstances occurring after the date hereof or to reflect the occurrence of unanticipated events. We refer you to the documents MTS files from time to time with the U.S. Securities and Exchange Commission, specifically the Company's most recent Form 20-F. These documents contain and identify important factors, including those contained in the section captioned "Risk Factors" that could cause the actual results to differ materially from those contained in our projections or forward-looking statements, including, among others, the severity and duration of current economic and financial conditions, including volatility in interest and exchange rates, commodity and equity prices and the value of financial assets; the impact of Russian, U.S. and other foreign government programs to restore liquidity and stimulate national and global economies, our ability to maintain our current credit rating and the impact on our funding costs and competitive position if we do not do so, strategic actions, including acquisitions and dispositions and our success in integrating acquired businesses, potential fluctuations in quarterly results, our competitive environment, dependence on new service development and tariff structures, rapid technological and market change, acquisition strategy, risks associated with operating in Russia and the CIS, volatil

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### Attachments to the Second Quarter 2014 Earnings Press Release

#### **Attachment A**

Non-GAAP financial measures. This press release includes financial information prepared in accordance with accounting principles generally accepted in the United States of America, or US GAAP, as well as other financial measures referred to as non-GAAP. The non-GAAP financial measures should be considered in addition to, but not as a substitute for, the information prepared in accordance with US GAAP. Due to the rounding and translation practices, Russian ruble and functional currency margins, as well as other non-GAAP financial measures, may differ.

Operating Income before Depreciation and Amortization (OIBDA) and OIBDA margin. OIBDA represents operating income before depreciation and amortization. OIBDA margin is defined as OIBDA as a percentage of our net revenues. OIBDA may not be similar to OIBDA measures of other companies, is not a measurement under accounting principles generally accepted in the United States and should be considered in addition to, but not as a substitute for, the information contained in our consolidated statement of operations and comprehensive income. We believe that OIBDA provides useful information to investors because it is an indicator of the strength and performance of our ongoing business operations, including our ability to fund discretionary spending such as capital expenditures, acquisitions of mobile operators and other investments and our ability to incur and service debt. While depreciation and amortization are considered operating costs under generally accepted accounting principles, these expenses primarily represent the non–cash current period allocation of costs associated with long–lived assets acquired or constructed in prior periods. Our OIBDA calculation is commonly used as one of the bases for investors, analysts and credit rating agencies to evaluate and compare the periodic and future operating performance and value of companies within the wireless telecommunications industry. OIBDA can be reconciled to our consolidated statements of operations as follows:

Group (RUB mln)	Q2'13	Q3'13	Q4'13	Q1'14	Q2'14
Operating income	25,566	27,395	27,219	23,437	24,973
Add: D&A	18,819	18,895	17,769	18,014	18,258
OIBDA	44,385	46,290	44,988	41,451	43,231
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Russia (RUB mln)	Q2'13	Q3'13	Q4'13	Q1'14	Q2'14
Operating income	22,977	25,167	25,865	22,464	24,150
Add: D&A	16,245	16,356	15,243	15,310	16,159
OIBDA	39,222	2 41,523	41,107	37,773	40,309
Ukraine (RUB mln)	Q2'13	Q3'13	Q4'13	Q1'14	Q2'14
Ukraine (RUB mln) Operating income	Q2'13 2,978	_	Q4'13 3,109	Q1'14 2,634	Q2'14 2,153
	2,978 2,236	3,397 5 2,165	_	_	
Operating income	2,978	3,397 5 2,165	3,109	2,634	2,153
Operating income Add: D&A	2,978 2,236	3,397 5 2,165	3,109 2,085	2,634 2,256	2,153 1,665
Operating income Add: D&A	2,978 2,236	3,397 5 2,165	3,109 2,085	2,634 2,256	2,153 1,665
Operating income Add: D&A OIBDA	2,978 2,236 5,214 Q2'13	3,397 5 2,165 4 5,562 Q3'13	3,109 2,085 5,194 Q4'13	2,634 2,256 4,890 Q1'14	2,153 1,665 3,818 Q2'14
Operating income Add: D&A OIBDA  Armenia (RUB mln)	2,978 2,236 5,214	3,397 5 2,165 4 5,562	3,109 2,085 5,194	2,634 2,256 4,890	2,153 1,665 3,818
Operating income Add: D&A OIBDA  Armenia (RUB mln) Operating	2,978 2,236 5,214 Q2'13	3,397 5 2,165 4 5,562 Q3'13	3,109 2,085 5,194 Q4'13	2,634 2,256 4,890 Q1'14 221	2,153 1,665 3,818 Q2'14



Turkmenistan (RUB mln)	Q2'13	Q3'13	Q4'13	Q1'14	Q2'14
Operating income	229	305	488	289	354
Add: D&A	1	4	11	25	23
OIBDA	230	309	498	315	377

OIBDA margin can be reconciled to our operating margin as follows:

Group	Q2'13	Q3'13	Q4'13	Q1'14	Q2'14
Operating margin	26.2%	26.5%	26.0%	24.0%	25.3%
Add: D&A	19.3%	18.3%	17.0%	18.5%	18.5%
OIBDA margin	45.5%	44.8%	42.9%	42.5%	43.7%

Russia	Q2'13	Q3'13	Q4'13	Q1'14	Q2'14
Operating margin	26.6%	27.5%	27.5%	25.7%	26.7%
Add: D&A	18.8%	17.9%	16.2%	17.5%	17.9%
OIBDA margin	45.4%	45.4%	43.7%	43.3%	44.6%

Ukraine	Q2'13	Q3'13	Q4'13	Q1'14	Q2'14
Operating margin	30.0%	31.4%	31.3%	27.6%	28.1%
Add: D&A	22.5%	20.0%	21.0%	23.6%	21.7%
OIBDA margin	52.6%	51.5%	52.3%	51.2%	49.8%

Armenia	Q2'13	Q3'13	Q4'13	Q1'14	Q2'14
Operating margin	29.5%	33.2%	-1.7%	15.2%	21.7%
Add: D&A	22.8%	21.2%	28.2%	30.2%	26.2%
OIBDA margin	52.3%	54.4%	26.5%	45.4%	47.9%

Turkmenistan	Q2'13	Q3'13	Q4'13	Q1'14	Q2'14
Operating margin	32.9%	37.8%	59.5%	35.9%	41.6%
Add: D&A	0.2%	0.5%	1.3%	3.1%	2.7%
OIBDA margin	33.1%	38.3%	60.8%	39.0%	44.3%

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### **Attachment B**

Net debt represents total debt less cash and cash equivalents and short–term investments. Our net debt calculation is commonly used as one of the bases for investors, analysts and credit rating agencies to evaluate and compare our periodic and future liquidity within the wireless telecommunications industry. The non–GAAP financial measures should be considered in addition to, but not as a substitute for, the information prepared in accordance with US GAAP.

Net debt can be reconciled to our consolidated statements of financial position as follows:

RUB mln	As of Dec 31, 2013	As of Jun 30, 2014
Current portion of debt and of capital lease obligations	25,064	10,381
Long-term debt and capital lease obligations	194,083	213,771
Total debt	219,147	224,152
Less:		
Cash and cash equivalents	30,612	53,449
Short-term investments	14,633	20,778
Net debt	173,903	149,925

RUB mln	Six months ended Dec 31, 2013	Six months ended Jun 30, 2014	Twelve months ended Jun 30, 2014
	Α	В	C=A+B
Net operating income	54,614	48,410	103,024
Add: D&A	36,664	36,272	72,936
LTM OIBDA	91,278	84,682	175,960



Free cash–flow can be reconciled to our consolidated statements of cash flow as follows:

RUB mln	For six months ended Jun 30, 2013	For six months ended Jun 30, 2014
Net cash provided by operating activities	76,148	78,199
Less:		
Purchases of property, plant and equipment	(20,515)	(23,424)
Purchases of intangible assets	(5,579)	(5,447)
Proceeds from sale of property, plant and equipment	230	231
Investments in and advances to associates	(5 ,089)	(2,702)
Free cash flow from continuing operations	45,195	46,857



#### Attachment C Definitions

Subscriber. We define a "subscriber" as an individual or organization whose account shows chargeable activity within sixty one days in the case of post-paid tariffs, or one hundred and eighty three days in the case of our pre-paid tariffs, or whose account does not have a negative balance for more than this period.

Average monthly service revenue per subscriber (ARPU). We calculate our ARPU by dividing our service revenues for a given period, including interconnect, guest roaming fees and connection fees, by the average number of our subscribers during that period and dividing by the number of months in that period.

Average monthly minutes of usage per subscriber (MOU). MOU is calculated by dividing the total number of minutes of usage during a given period by the average number of our subscribers during the period and dividing by the number of months in that period.

Churn. We define our "churn" as the total number of subscribers who cease to be a subscriber as defined above during the period (whether involuntarily due to non–payment or voluntarily, at such subscriber's request), expressed as a percentage of the average number of our subscribers during that period.

Subscriber acquisition cost (SAC). We define SAC as total sales and marketing expenses and handset subsidies for a given period. Sales and marketing expenses include advertising expenses and commissions to dealers. SAC per gross additional subscriber is calculated by dividing SAC during a given period by the total number of gross subscribers added by us during the period.

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# MOBILE TELESYSTEMS CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME FOR THE THREE AND SIX MONTHS ENDED JUNE 30, 2014 AND 2013 (UNAUDITED)

(Amounts in millions of RUB except per share amount)

	Six months ended		Three months ended	
_	June 30, 2014	June 30, 2013	June 30, 2014	June 30, 2013
Net operating revenue				
Service revenue	184 442	178 766	92 973	91 594
Sales of handsets and accessories	11 980	11 538	5 887	5 856
-	196 422	190 304	98 860	97 450
Operating expenses				
Cost of services	(41 721)	(40 678)	(20 902)	(20 426)
Cost of handsets and accessories	(10 659)	(9 569)	(5 317)	(4 818)
Sales and marketing expenses	(10 440)	(10 983)	(5 395)	(5 817)
General and administrative expenses	(45 093)	(42 560)	(22 415)	(21 346)
Depreciation and amortization expense	(36 272)	(36 589)	(18 258)	(18 819)
Provision for doubtful accounts	(1 733)	(1 075)	(674)	(567)
Other operating expenses	(2 094)	(1 706)	(926)	(90)
Net operating income	48 410	47 144	24 973	25 567
Currency exchange and transaction gain/(loss)	435	(4 605)	4 201	(3 134)
Other (expenses)/income:				
Interest income	2 316	1 496	1 358	942
Interest expense, net of capitalized interest	(8 012)	(8 479)	(3 839)	(4 182)
Other income	1 128	10 904	552	10 638
Total other (expenses)/income, net	(4 568)	3 921	(1 929)	7 398
Income from continuing operations before provision for	44.0==	40.400		
income taxes	44 277	46 460	27 245	29 831
Provision for income taxes	(9 723)	(7 682)	(5 931)	(4 209)
Net income from continuing operations	34 554	38 778	21 314	25 622
Net income from discontinued operations	-	3 733	-	3 682
Net income	34 554	42 511	21 314	29 304
Less net income attributable to the noncontrolling interests	(440)	(502)	(225)	(258)
Net income attributable to the Group	34 114	42 009	21 089	29 046
Other comprehensive loss, net of taxes				
Currency translation adjustment	(10 012)	(2 889)	(3 802)	(3 638)
Unrealized gains/(losses) on derivatives	1 173	1 595	(1 181)	1 616
Unrecognized actuarial (losses)/gains	9	19	13	9
Total other comprehensive loss, net of taxes	(8 830)	(1 276)	(4 970)	(2 013)
Total comprehensive income	25 724	41 235	16 344	27 291
Less comprehensive income attributable to the noncontrolling interests	(476)	(645)	(160)	(417)
Comprehensive income attributable to the Group	05.040	40.500	40.404	00.074
=	25 248	40 590	16 184	26 874
Weighted average number of common shares outstanding, in millions - basic and diluted	1 989	1 989	1 989	1 989
Earnings per share attributable to the Group - basic and diluted:				
EPS from continuing operations	17.15	19.24	10.60	12.75
EPS from discontinued operations	0.00	1.88	-	1.85
Total EPS	17.15	21.12	10.60	14.60



# MOBILE TELESYSTEMS CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS OF JUNE 30, 2014 (UNAUDITED) AND DECEMBER 31, 2013

(Amounts in millions of RUB)

CURRENT ASSETS:		As of June 30, 2014	As of December 31, 2013
Short-term investments         20 778         14 633           Trade receivables, net ecceivables, related parties         29 510         34 554           Accounts receivable, related parties         7 281         8 488           VAT receivable         63 12         66 512           Propaid expenses and other current assets         18 993         20 763           Total current assets         139 934         116 676           PROPERTY, PLANT AND EQUIPMENT         265 723         270 660           INTANGIBLE ASSETS         73 554         74 329           INVESTMENTS IN AND ADVANCES TO ASSOCIATES         15 351         13 393           OTHER INVESTMENTS         8 416         6 074           Total assets         519 024         485 524           CURRENT LIABILITIES         8 854         49 619           Trade accounts payable         20 556         23 864           Accounts payable, related parties         20 556         23 864           Accounts payable, related parties         10 381         25 064           Total current liabilities         10 381         25 064           Total current liabilities         10 381         25 064           Total current liabilities         23 827         21 02           Long-term de			
Trade receivables, related parties         4 54 54 54 54 54 54 54 54 54 54 54 54 54	•		
Accounts receivable, related parties         4 211         965           Inventory and spare parts         7 261         8 498           VAT receivable         6 312         6 651           Pepald expenses and other current assets         18 393         20 763           Total current assets         139 934         116 676           PROPERTY, PLANT AND EQUIPMENT         265 723         270 660           INTANGIBLE ASSETS         73 554         74 329           INVESTMENTS IN AND ADVANCES TO ASSOCIATES         15 351         13 393           OTHER INVESTMENTS         18 046         4 392           OTHER NON - CURRENT ASSETS         6 416         6 074           Total assets         519 024         485 524           CURRENT LIABILITIES         20 556         23 864           Accounts payable, related parties         2 627         3 315           Current portion of long-term debt, capital lease obligations         10 381         25 064           Total current liabilities         20 844         194 074           Long-term debt         20 848         194 074           Capital lease obligation         5 287         1 0           Deferred revenue and other long-term liabilities         23 827         21 202           De			
Numeriory and spare parts	·		
VAT receivable         6 312         6 651           Pepale expenses and other current assets         18 393         20 763           Total current assets         139 934         116 676           PROPERTY, PLANT AND EQUIPMENT         265 723         270 660           INTANGIBLE ASSETS         73 554         74 329           INVESTMENTS IN AND ADVANCES TO ASSOCIATES         15 351         13 393           OTHER INVESTMENTS         18 046         4 392           OTHER NON - CURRENT ASSETS         6 416         6 074           Total assets         519 024         485 524           CURRENT LIABILITIES         20 556         23 864           Trade accounts payable         20 556         23 864           Accounts payable, related parties         2 627         3 315           Current portion of long-term debt, capital lease obligations         10 381         25 064           Total current liabilities         122 148         101 862           LONG-TERM LIABILITIES         20 8 484         194 074           Capital lease obligation         5 287         10           Deferred revenue and other long-term liabilities         20 8 484         194 074           Capital lease obligation         5 287         10           Defe	•		
Prepaid expenses and other current assets   18 393   20 763   Total current assets   139 934   116 676   Total current assets   139 934   116 676   Total current assets   265 723   270 660   Total current assets   73 554   74 329   Total assets   75 90 24   75 524   75 524   75 72			
Total current assets   139 934   116 676     PROPERTY, PLANT AND EQUIPMENT   265 723   270 660     INTANGIBLE ASSETS   73 554   74 329     INVESTMENTS IN AND ADVANCES TO ASSOCIATES   15 351   13 393     OTHER INVESTMENTS   18 046   4 392     OTHER NON - CURRENT ASSETS   6 416   6 074     Total assets   519 024   485 524     CURRENT LIABILITIES   20 556   23 864     Accrued expenses and other current liabilities   88 594   49 619     Accounts payable, related parties   2 627   3 315     Accounts payable, related parties   120 148   101 862     LONG-TERM LIABILITIES   2 8 484   194 074     Capital lease obligation   5 287   10     Deferred income taxes   23 827   21 202     Deferred revenue and other long-term liabilities   9 263   9 391     Total long-term liabilities   369 009   326 539     Redeemable noncontrolling interest   2 153   2 932     SHAREHOLDERS' EQUITY:   141 862   156 053     Total Shareholders' equity attributable to the Group   143 645   151 931     Non-redeemable noncontrolling interest   4 217   4 122     TOTAL SHAREHOLDERS' EQUITY   147 862   156 053			
PROPERTY, PLANT AND EQUIPMENT         265 723         270 660           INTANGIBLE ASSETS         73 554         74 329           INVESTMENTS IN AND ADVANCES TO ASSOCIATES         15 351         13 393           OTHER INVESTMENTS         18 046         4 392           OTHER NON - CURRENT ASSETS         6 416         6 074           Total assets         519 024         485 524           CURRENT LIABILITIES         Trade accounts payable         20 556         23 864           Accrued expenses and other current liabilities         8 584         49 619           Accounts payable, related parties         2 627         3 315           Current portion of long-term debt, capital lease obligations         10 381         25 064           Total current liabilities         12 2148         101 862           LONG-TERM LIABILITIES         208 484         194 074           Long-term debt         208 484         194 074           Capital lease obligation         5 287         10           Deferred income taxes         23 827         2 1202           Deferred revenue and other long-term liabilities         9 263         9 391           Total long-term liabilities         369 009         326 539           Redeemable noncontrolling interests         2 153<			
INTANGIBLE ASSETS   73 554   74 329     INVESTMENTS IN AND ADVANCES TO ASSOCIATES   15 351   13 393     OTHER INVESTMENTS   18 046   4 392     OTHER NON- CURRENT ASSETS   6 416   6 074     Total assets   519 024   485 524     CURRENT LIABILITIES	i otal current assets	139 934	4 1166/6
INVESTMENTS IN AND ADVANCES TO ASSOCIATES   15 351   13 393     OTHER INVESTMENTS   18 046   4 392     OTHER NON - CURRENT ASSETS   6 416   6 074     Total assets   519 024   485 524     CURRENT LIABILITIES	PROPERTY, PLANT AND EQUIPMENT	265 723	3 270 660
OTHER INVESTMENTS         18 046         4 392           OTHER NON - CURRENT ASSETS         6 416         6 074           Total assets         519 024         485 524           CURRENT LIABILITIES         Trade accounts payable           Trade accounts payable         20 556         23 864           Accounts payable, related parties         20 556         23 864           Accounts payable, related parties         26 27         3 315           Current portion of long-term debt, capital lease obligations         10 381         2 50 64           Total current liabilities         208 484         194 074           Capital lease obligation         5 287         10           Deferred income taxes         23 827         21 202           Deferred income taxes         29 263         9 391           Total long-term liabilities         29 263         9 391           Total long-term liabilities         369 009         326 539           Redeemable noncontrolling interests         2 153         2 932           SHAREHOLDERS' EQUITY:         143 645         151 931           Total shareholders' equity attributable to the Group         143 645         151 931           Non-redeemable noncontrolling interest         4 217         4 122	INTANGIBLE ASSETS	73 554	4 74 329
OTHER NON - CURRENT ASSETS         6 416         6 074           Total assets         519 024         485 524           CURRENT LIABILITIES         Trade accounts payable         20 556         23 864           Accounts payable, related parties         88 594         49 619           Accounts payable, related parties         88 594         49 619           Accounts payable, related parties         10 381         25 064           Current portion of long-term debt, capital lease obligations         10 381         25 064           Total current liabilities         208 484         194 074           Capital lease obligation         5 287         10           Deferred income taxes         23 827         21 202           Deferred revenue and other long-term liabilities         9 263         9 391           Total long-term liabilities         369 009         326 539           Redeemable noncontrolling interests         2 153         2 932           SHAREHOLDERS' EQUITY:         143 645         151 931           Non-redeemable noncontrolling interest         4 217         4 122           TOTAL SHAREHOLDERS' EQUITY         147 862         156 053	INVESTMENTS IN AND ADVANCES TO ASSOCIATES	15 35	1 13 393
CURRENT LIABILITIES         20 556         23 864           Accounts payable         20 556         23 864           Accounts payable, related parties         88 554         49 619           Accounts payable, related parties         2 627         3 315           Current portion of long-term debt, capital lease obligations         10 381         25 064           Total current liabilities         122 148         101 862           LONG-TERM LIABILITIES         208 484         194 074           Capital lease obligation         5 287         10           Deferred income taxes         23 827         21 220           Deferred income taxed other long-term liabilities         9 263         9 381           Total long-term liabilities         246 861         224 677           Total liabilities         369 009         326 539           Redeemable noncontrolling interest         2 153         2 932           SHAREHOLDERS' EQUITY:         143 645         151 931           Non-redeemable noncontrolling interest         4 217         4 122           TOTAL SHAREHOLDERS' EQUITY         147 862         156 053	OTHER INVESTMENTS	18 040	6 4 392
CURRENT LIABILITIES           Trade accounts payable         20 556         23 864           Accounts payable, related parties         88 584         49 619           Accounts payable, related parties         2 627         3 315           Current portion of long-term debt, capital lease obligations         10 381         25 664           Total current liabilities         122 148         101 862           LONG-TERM LIABILITIES         208 484         194 074           Capital lease obligation         5 287         1 0           Deferred income taxes         23 827         21 202           Deferred revenue and other long-term liabilities         9 263         9 391           Total long-term liabilities         246 861         224 677           Total liabilities         369 009         326 539           Redeemable noncontrolling interests         2 153         2 932           SHAREHOLDERS' EQUITY:         143 645         151 931           Non-redeemable noncontrolling interest         4 217         4 122           Non-redeemable noncontrolling interest         147 862         156 053	OTHER NON - CURRENT ASSETS	6 410	6 074
Trade accounts payable         20 556         23 864           Accrued expenses and other current liabilities         88 584         49 619           Accounts payable, related parties         2 627         3 315           Current portion of long-term debt, capital lease obligations         10 381         25 064           Total current liabilities         122 148         101 862           LONG-TERM LIABILITIES         Long-term debt         208 484         194 074           Capital lease obligation         5 287         10           Deferred income taxes         23 827         21 202           Deferred revenue and other long-term liabilities         9 263         9 391           Total long-term liabilities         246 861         224 677           Total liabilities         369 009         326 539           Redeemable noncontrolling interests         2 153         2 932           SHAREHOLDERS' EQUITY:         Total shareholders' equity attributable to the Group         143 645         151 931           Non-redeemable noncontrolling interest         4 217         4 122           TOTAL SHAREHOLDERS' EQUITY         147 862         156 053	Total assets	519 024	4 485 524
Trade accounts payable         20 556         23 864           Accrued expenses and other current liabilities         88 584         49 619           Accounts payable, related parties         2 627         3 315           Current portion of long-term debt, capital lease obligations         10 381         25 064           Total current liabilities         122 148         101 862           LONG-TERM LIABILITIES         Long-term debt         208 484         194 074           Capital lease obligation         5 287         10           Deferred income taxes         23 827         21 202           Deferred revenue and other long-term liabilities         9 263         9 391           Total long-term liabilities         246 861         224 677           Total liabilities         369 009         326 539           Redeemable noncontrolling interests         2 153         2 932           SHAREHOLDERS' EQUITY:         Total shareholders' equity attributable to the Group         143 645         151 931           Non-redeemable noncontrolling interest         4 217         4 122           TOTAL SHAREHOLDERS' EQUITY         147 862         156 053	CURRENT LIABILITIES		
Accrued expenses and other current liabilities       88 584       49 619         Accounts payable, related parties       2 627       3 315         Current portion of long-term debt, capital lease obligations       10 381       25 064         Total current liabilities       122 148       101 862         LONG-TERM LIABILITIES       208 484       194 074         Capital lease obligation       5 287       10         Deferred income taxes       23 827       21 202         Deferred revenue and other long-term liabilities       9 263       9 391         Total long-term liabilities       246 861       224 677         Total liabilities       369 009       326 539         Redeemable noncontrolling interests       2 153       2 932         SHAREHOLDERS' EQUITY:         Total shareholders' equity attributable to the Group       143 645       151 931         Non-redeemable noncontrolling interest       4 217       4 122         TOTAL SHAREHOLDERS' EQUITY       147 862       156 053		20 556	00.064
Accounts payable, related parties         2 627         3 315           Current portion of long-term debt, capital lease obligations         10 381         25 064           Total current liabilities         122 148         101 862           LONG-TERM LIABILITIES         208 484         194 074           Capital lease obligation         5 287         10           Deferred income taxes         23 827         21 202           Deferred revenue and other long-term liabilities         9 263         9 391           Total long-term liabilities         246 861         224 677           Total liabilities         369 009         326 539           Redeemable noncontrolling interests         2 153         2 932           SHAREHOLDERS' EQUITY:         143 645         151 931           Non-redeemable noncontrolling interest         4 217         4 122           TOTAL SHAREHOLDERS' EQUITY         147 862         156 053			
Current portion of long-term debt, capital lease obligations         10 381         25 064           Total current liabilities         122 148         101 862           LONG-TERM LIABILITIES         208 484         194 074           Capital lease obligation         5 287         10           Deferred income taxes         23 827         21 202           Deferred revenue and other long-term liabilities         9 263         9 391           Total long-term liabilities         369 009         326 539           Redeemable noncontrolling interests         2 153         2 932           SHAREHOLDERS' EQUITY:         Total shareholders' equity attributable to the Group         143 645         151 931           Non-redeemable noncontrolling interest         4 217         4 122           TOTAL SHAREHOLDERS' EQUITY         147 862         156 053	·		
Total current liabilities         122 148         101 862           LONG-TERM LIABILITIES         208 484         194 074           Capital lease obligation         5 287         10           Deferred income taxes         23 827         21 202           Deferred revenue and other long-term liabilities         9 263         9 391           Total long-term liabilities         246 861         224 677           Total liabilities         369 009         326 539           Redeemable noncontrolling interests         2 153         2 932           SHAREHOLDERS' EQUITY:         143 645         151 931           Non-redeemable noncontrolling interest         4 217         4 122           TOTAL SHAREHOLDERS' EQUITY         147 862         156 053			
LONG-TERM LIABILITIES         Long-term debt       208 484       194 074         Capital lease obligation       5 287       10         Deferred income taxes       23 827       21 202         Deferred revenue and other long-term liabilities       9 263       9 391         Total long-term liabilities       246 861       224 677         Total liabilities       369 009       326 539         Redeemable noncontrolling interests       2 153       2 932         SHAREHOLDERS' EQUITY:         Total shareholders' equity attributable to the Group       4 217       4 122         Non-redeemable noncontrolling interest       4 217       4 122         TOTAL SHAREHOLDERS' EQUITY       147 862       156 053			
Long-term debt       208 484       194 074         Capital lease obligation       5 287       10         Deferred income taxes       23 827       21 202         Deferred revenue and other long-term liabilities       9 263       9 391         Total long-term liabilities       246 861       224 677         Total liabilities       369 009       326 539         Redeemable noncontrolling interests       2 153       2 932         SHAREHOLDERS' EQUITY:       143 645       151 931         Non-redeemable noncontrolling interest       4 217       4 122         TOTAL SHAREHOLDERS' EQUITY       147 862       156 053	Total current liabilities	122 140	0 101 002
Capital lease obligation         5 287         10           Deferred income taxes         23 827         21 202           Deferred revenue and other long-term liabilities         9 263         9 391           Total long-term liabilities         246 861         224 677           Total liabilities         369 009         326 539           Redeemable noncontrolling interests         2 153         2 932           SHAREHOLDERS' EQUITY:         143 645         151 931           Non-redeemable noncontrolling interest         4 217         4 122           TOTAL SHAREHOLDERS' EQUITY         147 862         156 053			
Deferred income taxes         23 827         21 202           Deferred revenue and other long-term liabilities         9 263         9 391           Total long-term liabilities         246 861         224 677           Total liabilities         369 009         326 539           Redeemable noncontrolling interests         2 153         2 932           SHAREHOLDERS' EQUITY:         143 645         151 931           Non-redeemable noncontrolling interest         4 217         4 122           TOTAL SHAREHOLDERS' EQUITY         147 862         156 053	-		
Deferred revenue and other long-term liabilities 9 263 9 391 Total long-term liabilities 246 861 224 677  Total liabilities 369 009 326 539  Redeemable noncontrolling interests 2 153 2 932  SHAREHOLDERS' EQUITY:  Total shareholders' equity attributable to the Group 143 645 151 931  Non-redeemable noncontrolling interest 4 217 4 122  TOTAL SHAREHOLDERS' EQUITY 147 862 156 053			
Total long-term liabilities 246 861 224 677  Total liabilities 369 009 326 539  Redeemable noncontrolling interests 2 153 2 932  SHAREHOLDERS' EQUITY:  Total shareholders' equity attributable to the Group 143 645 151 931  Non-redeemable noncontrolling interest 4 217 4 122  TOTAL SHAREHOLDERS' EQUITY 147 862 156 053			
Total liabilities 369 009 326 539  Redeemable noncontrolling interests 2 153 2 932  SHAREHOLDERS' EQUITY:  Total shareholders' equity attributable to the Group  Non-redeemable noncontrolling interest TOTAL SHAREHOLDERS' EQUITY 147 862 156 053	-		
Redeemable noncontrolling interests 2 153 2 932  SHAREHOLDERS' EQUITY:  Total shareholders' equity attributable to the Group  Non-redeemable noncontrolling interest  TOTAL SHAREHOLDERS' EQUITY  147 862  156 053	Total long-term liabilities	246 86	1 224 677
SHAREHOLDERS' EQUITY:  Total shareholders' equity attributable to the Group  Non-redeemable noncontrolling interest  TOTAL SHAREHOLDERS' EQUITY  143 645 151 931 4 217 4 122 147 862 156 053	Total liabilities	369 009	9 326 539
Total shareholders' equity attributable to the Group  Non-redeemable noncontrolling interest  TOTAL SHAREHOLDERS' EQUITY  143 645 151 931 4 217 4 122 156 053	Redeemable noncontrolling interests	2 15	3 2 932
Non-redeemable noncontrolling interest TOTAL SHAREHOLDERS` EQUITY  4 122 156 053	SHAREHOLDERS' EQUITY:		
TOTAL SHAREHOLDERS' EQUITY 147 862 156 053	Total shareholders' equity attributable to the Group		
	Non-redeemable noncontrolling interest	4 217	7 4 122
Total liabilities and shareholders' equity 519 024 485 524	TOTAL SHAREHOLDERS' EQUITY	147 862	2 156 053
	Total liabilities and shareholders' equity	519 02	4 485 524



### MOBILE TELESYSTEMS CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

#### FOR THE SIX MONTHS ENDED JUNE 30, 2014 AND 2013 (UNAUDITED)

(Amounts in millions of RUB)

_	Six months ended June 30, 2014	Six months ended June 30, 2013
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income Net (income) from discontinued operations	34 554	42 511 (3 733
•		(5700
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	36 272	36 589
Currency exchange and translation (gain)/loss	(435)	4 605
Debt issuance cost amortization	337	1 377
Amortization of deferred connection fees	(576)	(479
Equity in net income of associates	(1 153)	(698
Inventory obsolescence expense	162	39
Provision for doubtful accounts	1 733	1 076
Deferred tax loss	1 922	5 310
Other non-cash items	160	120
Changes in operating assets and liabilities:		
Decrease/(Increase) in trade receivables	2 027	(6 286
Decrease in inventory	1 030	1 959
Decrease/(Increase) in prepaid expenses and other current assets	1 923	(6 641
Decrease/(increase) in VAT receivable	280	(36
Decrease in trade payables, accrued liabilities and other current liabilities	(1 340)	(726
Dividends received from associates	1 303	809
Net cash provided by operating activities - continuing	70.400	70.44
operations	78 199	76 14
Net cash used in operating activities - discontinued operations	- 78 199	(54 <sup>-</sup>
Net cash provided by operating activities	70 199	75 60
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchases of property, plant and equipment	(23 424)	(20 51
Purchases of intangible assets	(5 447)	(5 57
Proceeds from sale of property, plant and equipment	231	23
Purchases of short-term investments	(29 186)	(26 59
Proceeds from sale of short-term investments	23 383	14 03
Purchases of other investments	(15 283)	
Proceeds from sale of other investments	730	
Investments in and advances to associates, net	(2 702)	(5 08
Net cash used in investing activities - continuing operations Net cash provided by investing activities - discontinued	(51 698)	(43 51
operations = Net cash used in investing activities	(51 698)	(43 404
•	, ,	
CASH FLOWS FROM FINANCING ACTIVITIES:		
Acquisition of noncontrolling interests in existing subsidiaries	(26)	
Proceeds from issuance of notes	-	25 65
Repayment of notes	(16 619)	(1 87)
Notes and debt issuance cost paid	(25)	(14)
Capital lease obligation principal paid	(20)	(24)
Dividends paid	(56)	(5)
Proceeds from loans	20 000	(14.52)
Loan principal paid Other financial activities	(5 944) 24	(14 52)
Net cash (used in)/provided by financing activities - continuing		(2
operations Net cash provided by/(used in) financing activities -	(2 666)	8 78
discontinued operations =- Net cash (used in)/provided by financing activities	(2 666)	8 78
net cash (used myphovided by infancing activities	(2 000)	070-
Effect of exchange rate changes on cash and cash equivalents	(998)	1 16
NET INCREASE IN CASH AND CASH EQUIVALENTS:	22 837	42 14
CASH AND CASH EQUIVALENTS, at beginning of the period	30 612	22 01
	53 449	64 15
Less cash and cash equivalents from discontinued operations, at end of		
CASH AND CASH EQUIVALENTS, at end of the period Less cash and cash equivalents from discontinued operations, at end of period CASH AND CASH EQUIVALENTS from continuing operations, at	-	