

MOBILE TELESYSTEMS OJSC  
Form 6-K  
March 31, 2010

## **FORM 6-K**

# **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**Report of Foreign Issuer**  
**March 31, 2010**

**Pursuant to Rule 13a-16 or 15d-16 of  
the Securities Exchange Act of 1934**

**Commission file number: 333-12032**

## **Mobile TeleSystems OJSC**

(Exact name of Registrant as specified in its charter)

**Russian Federation**

(Jurisdiction of incorporation or organization)

**4, Marksistskaya Street  
Moscow 109147  
Russian Federation**

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

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Form 20-F  Form 40-F

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

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Press release

**Mobile TeleSystems Announces Financial Results for the Fourth Quarter and Full Year Ended December 31, 2009**

March 31, 2010

**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 and full year ended December 31, 2009.

**Key Financial Highlights for the FY 2009(1)**

- Consolidated revenues up 3.8% q-o-q to \$2,719 million and down 17.5% y-o-y to \$9,824 million
- Consolidated OIBDA(2) down 1.9% q-o-q to \$1,193 million with 43.9% OIBDA margin and down 23.5% y-o-y to \$4,474 million with 45.5% OIBDA margin
- Consolidated net loss(3) of 26 million in Q4 2009 and a net income of \$1,004 million for FY 2009
  - Quarterly net income impacted by a series of one-time and periodic charges, including the write off of \$368 million in investments, most of which is attributable to the re-valuation of our investment in Svyazinvest held on the Comstar-UTS level, the charges of \$86 million related to the write-off of obsolete equipment and expenses related to our acquisition of Comstar-UTS and higher non-cash tax provisions related to our anticipated upstreaming of dividends from our foreign subsidiary companies as their markets mature.
- Free cash-flow(4) positive with \$1,071 million for the full year 2009

**Key Corporate and Industry Highlights for the FY 2009**

- Acquisition of mobile retailers Telefon.Ru (February), Eldorado (April) and Teleforum (October) with 1,075 stores in total; signing of an agreement with a management team affiliated with Svyaznoy, the leading Russian mobile phone retailer, to oversee MTS distribution network (March)
- Placement of two ruble-denominated bonds worth RUB 15 billion each (May, July)
- Placement of new syndicated loan facility to restructure \$630 million loan (May, July); the loan has since been voluntarily repaid in advance in February 2010
- Securing of financing from Sberbank through two loans in the amount of RUB 47 billion and RUB 12 billion (August-September)
- Payment of annual dividends of RUB 20.15(5) per ordinary MTS share (approximately \$2.96 per ADR(6)) for the 2008 fiscal year, amounting to a total of RUB 39.40 billion (\$1,158.3 million) or approximately 60%(7) of US GAAP net income

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(1) Because Comstar-UTS was acquired from JSC Sistema, the majority owner of both MTS and Comstar, the acquisition was accounted for as a transaction between entities under common control. Similar to a pooling of interest, whereby the assets and liabilities of Comstar were

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recorded at Sistema's carrying value, MTS' historical financial information was recast to include the acquired entity for all periods presented. In addition, given the scale of the transaction, MTS has reallocated its headquarters' costs more equitably to its business units according to international practices.

- (2) See Attachment A for definitions and reconciliation of OIBDA and OIBDA margin to their most directly comparable US GAAP financial measures.
- (3) Attributable to the Group.
- (4) See Attachment B for reconciliation of free cash-flow to net cash provided by operating activity.



- Launch of 3G in Armenia (April) and full 3G roll-out in Moscow (December)
- Acquisition of a 50.91% stake in Comstar-UTS for 39.15 billion rubles (\$1.32 billion)(8) or RUB 184.02 (\$6.21) per Global Depositary Receipt (GDR) by a subsidiary of MTS in October; the Company increased its direct ownership of Comstar-UTS to 61.97%(9) through an exchange of shares.
- Acquisition of a 100% stake in Eurotel (December), one of the leading federal transit operators in Russia, with an extensive optical fiber network of 19.5 thousand kilometers
- Securing of vendor financing during the year for network development from various export credit agencies and financial institutions totaling \$1,504.9 million and EUR 413 million
- MTS continues to see sustained macroeconomic volatility in its markets of operations that may impact the financial and operational performance throughout the Group

#### **Commentary**

Remarked Mikhail Shamolin, President and Chief Executive Officer, "The year 2009 has been a transformative year for MTS. As our markets were in transition due to macroeconomic developments, we began to take a number of steps to better change our organization to meet the challenges of our evolving markets and realize the goals of our 3i Strategy. In the past year, MTS has evolved to an integrated operator through our acquisitions of the leading fixed-line operator, Comstar-UTS, and a leading transit operator, Eurotel. We are realizing our strategic need for a strong proprietary network of MTS-owned and operated distribution points, increasing our sales of handsets and expanding our retail reach. We have launched the region's first comprehensive online destination Omlet.ru - for the latest in digital media, an important step towards delivering the necessary content and applications to our customers that will define usage in the coming years.

Despite the challenges we faced in 2009, MTS has delivered a strong set of results that showed relative revenue growth to the market in each of our core markets and business streams. Total cash flows from operations were nearly \$3.6 billion for 2009, underlying the health of the business despite the macroeconomic uncertainty in our regions of operations.

Looking ahead, forecasted economic growth in Russia and the CIS could translate into definitive improvements in our markets of operation. We currently forecast mid to high single-digit revenue growth in local currency, driven by increased usage among our fixed and mobile subscribers, as well as the increased sale of handsets, in our key market in Russia. We expect Group OIBDA margin to be in the range of 43-45% depending on competitive factors and handset sales in our markets. And capital expenditures should fall within the range of 22-24% of revenues, most of which will be spent expanding our 3G and backbone networks in Russia and Central Asia.

***This press release provides a summary of some of the key financial and operating indicators for the period ended December 31, 2009. For full disclosure materials, please visit <http://www.mtsgsm.com/resources/reports/>.***



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- (5) The dividend yield per share is 8.0%. No dividend was paid on the 37,762,257 shares that were acquired by MTS as part of the mandatory buyback in September 2008.
- (6) According to the Russian Central Bank exchange rate of 34.0134 RUB/USD as of March 31, 2009. The dividend amount is set in Russian rubles by the Board of Directors; U.S. dollar amounts provided for reference using the foreign exchange rates as of March 31, 2009.
- (7) Dividend payout ratio based on MTS only.
- (8) As transactions between Russian entities must be carried out in rubles, MTS hedged the final amount due on completion of the transaction with 50% of the sale price pegged at 31.9349 rubles:dollar rate, while the balance has been calculated at 29.6090, the official rate of the Central Bank of Russia on the date of signing.
- (9) Through cross-holdings between Comstar-UTS, Svyazinvest and MGTS, MTS effective stake is 65.19%.



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Financial Summary(10)

USD								
million	Q4 09	Q4 08	y-o-y	Q3 09	q-o-q	2009	2008	y-o-y
Revenues	2,718.9	2,810.9	-3.3%	2,619.6	3.8%	9,823.5	11,900.9	-17.5%
- mobile	2,187.0	2,345.3	-6.7%	2,140.9	2.2%	8,020.2	10,056.8	-20.3%
- fixed	412.5	420.0	-1.8%	375.1	10.0%	1,485.6	1,765.2	-15.8%
OIBDA(11)	1,193.0	1,329.1	-10.2%	1,216.2	-1.9%	4,473.6	5,848.4	-23.5%
- margin	43.9%	47.3%	-3.4pp	46.4%	-2.5pp	45.5%	49.1%	-3.6pp
Net operating income								
	609.2	777.3	-21.6%	743.5	-18.1%	2,547.6	3,647.3	-30.2%
- margin	22.4%	27.7%	-5.3pp	28.4%	-6.0pp	25.9%	30.6%	-4.7pp
Net income(12)								
	-26.1	171.2	n/a	506.7	n/a	1,004.5	2,000.1	-49.8%
- margin	n/a	6.1%	n/a	19.3%	n/a	10.2%	16.8%	-6.6pp

Russia Highlights(9)

RUB mln								
	Q4 09	Q4 08	y-o-y	Q3 09	q-o-q	2009	2008	y-o-y
Revenues(13)	66,594.6	61,299.5	8.6%	67,300.6	-1.0%	253,362.8	235,561.4	7.6%
- mobile	55,132.2	50,595.2	9.0%	56,274.5	-2.0%	209,280.5	194,476.9	7.6%
- fixed	12,157.6	11,452.1	6.2%	11,752.2	3.4%	46,967.8	43,797.3	7.2%
OIBDA	29,882.9	30,575.3	-2.3%	31,588.0	-5.4%	117,903.5	120,394.6	-2.1%
- mobile	25,034.0	26,022.8	-3.8%	26,775.8	-6.5%	99,034.0	102,818.6	-3.7%
- fixed	4,940.4	4,573.3	8.0%	4,812.2	2.7%	18,961.1	17,492.5	8.4%
OIBDA margin								
	44.9%	49.9%	-5.0pp	46.9%	-2.0pp	46.5%	51.1%	-4.6pp
- mobile	45.4%	51.4%	-6.0pp	47.6%	-2.2pp	47.3%	52.9%	-5.6pp
- fixed	40.6%	39.9%	+0.7pp	40.9%	-0.3pp	40.4%	39.9%	+0.5pp
Net income(12)								
	-2,639.5	3,298.9	n/a	14,242.3	n/a	26,334.2	39,800.0	-33.8%
- margin	n/a	5.4%	n/a	21.2%	n/a	10.4%	16.9%	-6.5pp
Key Performance Indicators								
	Q4 08	Q1 09	Q2 09	Q3 09	Q4 09	2008	2009	
ARPU (RUB)(14)	258.3	233.5	245.4	255.8	248.4	260.8	247.5	
MOU (min)	218	205	216	213	219	208	213	
Churn rate (%)	6.4	8.0	6.9	10.7	12.4	27.0	38.3	
SAC (RUB)	665.4	742.8	671.8	558.5	523.9	679.5	612.1	
- dealer commission	317.4	390.2	363.1	355.7	309.7	353.8	353.0	
- adv & mktg	348.0	352.7	308.7	202.7	214.1	325.8	259.2	

- (10) Because Comstar-UTS was acquired from JSC Sistema, the majority owner of both MTS and Comstar, the acquisition was accounted for as a transaction between entities under common control. Similar to a pooling of interest, whereby the assets and liabilities of Comstar were recorded at Sistema's carrying value, MTS' historical financial information was recast to include the acquired entity for all periods presented. In addition, given the scale of the transaction, MTS has reallocated its headquarters' costs more equitably to its business units according to international practices.
- (11) OIBDA results for Q4 2008, Q4 2009, FY 2008 and FY 2009 do not include long-lived assets and goodwill, impairment loss and acquisition related costs - \$49.9 mln in Q4 2008 and \$86.4 mln in Q4 2009.
- (12) Attributable to the Group.
- (13) Revenue, gross of intercompany.
- (14) ARPU is now calculated 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.



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Ukraine Highlights

UAH mln	Q4 09	Q4 08	y-o-y	Q3 09	q-o-q	2009	2008	y-o-y
Revenues	2,107.7	2,121.3	-0.6%	2,215.6	-4.9%	8,172.7	8,594.2	-4.9%
OIBDA	927.1	837.8	10.7%	1,067.5	-13.2%	3,681.3	3,891.5	-5.4%
- margin	44.0%	39.5%	+4.5pp	48.2%	-4.2pp	45.0%	45.3%	-0.3pp
Net income(15)	205.5	206.4	-0.4%	195.8	5.0%	640.3	1,377.5	-53.5%
- margin	9.8%	9.7%	+0.1pp	8.8%	+1.0pp	7.8%	16.0%	-8.2pp
	Q4 08	Q1 09	Q2 09	Q3 09	Q4 09	2008	2009	
ARPU (UAH)	38.2	33.6	35.8	40.1	38.3	37.0	36.9	
MOU (min)	389	427	441	478	506	279	462	
Churn rate (%)	10.8	10.2	9.7	10.4	9.7	47.3	40.0	
SAC (UAH)	51.7	62.4	52.1	45.9	56.8	58.3	54.0	
- dealer commission	6.0	35.8	21.8	16.3	22.3	10.1	23.9	
- adv & mktg	36.8	17.4	19.2	17.7	22.7	38.8	19.1	
- handset subsidy	1.4	1.0	1.2	1.4	2.6	2.1	1.5	
- SIM card & voucher	7.5	8.2	9.9	10.5	9.2	7.2	9.5	

Uzbekistan Highlights(16)

USD mln	Q4 09	Q4 08	y-o-y	Q3 09	q-o-q	2009	2008	y-o-y
Revenues	105.2	115.7	-9.1%	101.1	4.1%	404.9	391.4	3.4%
OIBDA	56.7	70.6	-19.6%	52.0	9.0%	222.7	242.9	-8.3%
- margin	53.9%	61.0%	-7.1pp	51.4%	+2.5pp	55.0%	62.1%	-7.1pp
Net income(15)	26.8	34.6	-22.5%	32.3	-17.0%	108.5	150.3	-27.8%
- margin	25.5%	29.9%	-4.4pp	32.0%	-6.5pp	26.8%	38.4%	-11.6pp
	Q4 08	Q1 09	Q2 09	Q3 09	Q4 09	2008	2009	
ARPU (USD)	7.2	5.8	5.2	5.1	5.0	7.7	5.3	
MOU (min)	497	416	502	500	534	536	495	
Churn rate (%)	5.7	6.6	7.1	8.1	8.0	21.3	30.2	
SAC (USD)	8.7	8.2	7.6	8.3	6.7	7.7	7.7	

Turkmenistan Highlights(17)

TMM bln	Q4 09	Q4 08	y-o-y	Q3 09	q-o-q	2009	2008	y-o-y
Revenues	135.0	94.6	42.7%	122.8	9.9%	458.1	286.4	60.0%
OIBDA	85.9	58.4	47.1%	73.1	17.5%	259.4	166.4	55.9%
- margin	63.7%	61.7%	+2.0pp	59.5%	+4.2pp	56.6%	58.1%	-1.5pp
Net income(15)	56.5	35.9	57.4%	44.5	27.0%	155.2	71.5	117.1%
- margin	41.8%	38.0%	+3.8pp	36.2%	+5.6pp	33.9%	25.0%	+8.9pp
	Q4 08	Q1 09	Q2 09	Q3 09	Q4 09	2008	2009	
ARPU (TMM 000)	37.7	30.2	30.1	29.7	27.6	39.6	28.4	
MOU (min)	253	225	239	241	250	258	233	
Churn rate (%)	4.2	3.9	5.8	4.5	5.7	14.3	19.7	
SAC (TMM 000)	9.7	13.0	11.2	18.4	9.4	18.6	13.1	

(15) Attributable to the Group.

(16) The functional currency in Uzbekistan is the US dollar.

(17) On January 1, 2008, the Central Bank of Turkmenistan raised the official exchange rate of the Turkmenistan Manat to the US dollar from 5,200 to 6,250. On May 1, 2008, another decree was passed by the President of Turkmenistan that established the official exchange rate at 14,250 Manat per 1 USD.





## Armenia Highlights

AMD mln	Q4 09	Q4 08	y-o-y	Q3 09	q-o-q	2009	2008(18)	y-o-y
Revenues	20,947.3	19,920.6	5.1%	21,966.2	-4.6%	80,294.9	78,478.2	2.3%
OIBDA	10,479.3	9,776.4	7.2%	12,263.4	-14.5%	43,106.7	41,675.4	3.4%
- margin	50.0%	49.1%	+0.9pp	55.8%	-5.8pp	53.7%	53.1%	+0.6pp
Net income(19)	2,589.5	137.2	1,787.4%	-2,450.4	-205.7	-3,954.9	548.7	820.8
- margin	12.4%	0.7%	+11.7pp	-11.2%	+23.6pp	-4.9%	0.7%	-5.6pp
	Q4 08	Q1 09	Q2 09	Q3 09	Q4 09	2008	2009	
ARPU (AMD)	3,485.9	2,913.9	3,169.2	3,540.9	3,351.4	3,845.9	3,266.7	
MOU (min)	205	172	182	217	237	178	203	
Churn rate (%)	7.0	8.9	10.4	11.3	12.7	28.0	43.6	
SAC (AMD)	4,535.8	7,280.6	6,005.8	5,143.6	6,787.7	5,904.8	6,318.6	

## CAPEX Highlights

USD mln	Q4 08	Q3 09	Q4 09	2008	2009
Russia	564.2	248.7	418.6	1 753.3	1 389.7
- as % of rev	25.1%	11.6%	18.5%	18.5%	17.3%
Ukraine	139.4	71.3	76.9	595.6	377.4
- as % of rev	39.4%	25.1%	29.2%	35.8%	36.0%
Uzbekistan	41.0	134.2	102.7	139.7	460.3
- as % of rev	35.4%	132.8%	97.7%	35.7%	113.7%
Turkmenistan	20.2	13.3	14.1	58.2	52.4
- as % of rev	60.8%	30.9%	29.8%	44.3%	32.6%
Armenia	24.8	11.9	25.9	34.6	48.5
- as % of rev	38.1%	20.1%	47.6%	13.5%	21.9%

\* \* \*

For further information, please contact in Moscow:

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Learn more about MTS. Visit the official blog of the Investor Relations Department at [www.mtsqsm.com/blog/](http://www.mtsqsm.com/blog/)

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Mobile TeleSystems OJSC ( MTS ) is the leading telecommunications group in Russia, Eastern Europe and Central Asia, 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 97.76 million mobile subscribers in Russia, Ukraine, Uzbekistan, Turkmenistan, Armenia and Belarus, a region that boasts a total population of more than 230 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.mtsqsm.com](http://www.mtsqsm.com).

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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

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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.

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(18) Consolidated as of September 14, 2007.

(19) Attributable to the Group.





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, including Comstar-UTS, 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 telecommunications infrastructure, governmental regulation of the telecommunications industries and other risks associated with operating in Russia and the CIS, volatility of stock price, financial risk management and future growth subject to risks.

\* \* \*





**Attachments to the Fourth Quarter and Full Year 2009  
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, US dollar 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. Our 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. 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:

<b>Group (USD mln)</b>	<b>Q4 08</b>	<b>Q1 09</b>	<b>Q2 09</b>	<b>Q3 09</b>	<b>Q4 09</b>	<b>2008</b>	<b>2009</b>
Operating income	777.3	542.5	652.4	743.5	609.2	3,647.3	2,547.6
Add: D&A and impairment loss	551.8	415.4	454.1	472.7	497.4	2,201.0	1,926.0
OIBDA(20)	1,329.1	957.9	1,106.5	1,216.2	1,193.0	5,848.4	4,473.6
<b>Russia (USD mln)</b>	<b>Q4 08</b>	<b>Q1 09</b>	<b>Q2 09</b>	<b>Q3 09</b>	<b>Q4 09</b>	<b>2008</b>	<b>2009</b>
Operating income	715.4	490.4	607.5	673.8	659.7	3,280.5	2,431.5
Add: D&A and impairment loss	406.0	289.9	322.4	334.5	354.2	1,576.6	1,301.0
OIBDA(20)	1,121.3	780.3	929.9	1,008.3	1,013.9	4,857.1	3,732.4
<b>Ukraine (USD mln)</b>	<b>Q4 08</b>	<b>Q1 09</b>	<b>Q2 09</b>	<b>Q3 09</b>	<b>Q4 09</b>	<b>2008</b>	<b>2009</b>
Operating income	41.4	22.4	29.2	45.8	22.9	321.3	120.2
Add: D&A	100.7	81.0	87.1	90.7	93.1	438.0	352.0
OIBDA	142.0	103.4	116.3	136.5	116.0	759.3	472.3
<b>Uzbekistan (USD mln)</b>	<b>Q4 08</b>	<b>Q1 09</b>	<b>Q2 09</b>	<b>Q3 09</b>	<b>Q4 09</b>	<b>2008</b>	<b>2009</b>
Operating income	50.7	40.6	31.9	29.2	32.0	177.5	133.8
Add: D&A	19.9	19.9	21.6	22.8	24.7	65.4	88.9
OIBDA	70.6	60.5	53.5	52.0	56.7	242.9	222.7

(20) OIBDA results for Q4 2008, Q4 2009, FY 2008 and FY 2009 do not include long-lived assets and goodwill, impairment loss and acquisition related costs - \$49.9 mln in Q4 2008 and \$86.4 mln in Q4 2009.





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Turkmenistan (USD mln)	Q4 08	Q1 09	Q2 09	Q3 09	Q4 09	2008	2009
Operating income	17.3	15.4	14.3	22.5	26.9	63.9	79.0
Add: D&A	3.2	2.9	2.7	3.2	3.2	13.7	12.0
OIBDA	20.5	18.2	17.0	25.7	30.2	77.5	91.0

  

Armenia (USD mln)	Q4 08	Q1 09	Q2 09	Q3 09	Q4 09	2008	2009
Operating income/ (loss)	9.8	7.4	9.2	11.4	5.2	28.8	33.2
Add: D&A	22.1	21.7	20.3	21.6	22.1	107.4	85.6
OIBDA	31.9	29.1	29.5	32.9	27.2	136.3	118.8

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

Group	Q4 08	Q1 09	Q2 09	Q3 09	Q4 09	2008	2009
Operating margin	27.7%	25.6%	27.6%	28.4%	22.4%	30.6%	25.9%
Add: D&A and impairment loss	19.6%	19.6%	19.2%	18.0%	21.5%	18.5%	19.6%
OIBDA margin(21)	47.3%	45.1%	46.8%	46.4%	43.9%	49.1%	45.5%

  

Russia	Q4 08	Q1 09	Q2 09	Q3 09	Q4 09	2008	2009
Operating margin	31.8%	28.9%	31.5%	31.4%	29.2%	34.5%	30.3%
Add: D&A and impairment loss	18.1%	17.1%	16.7%	15.6%	15.7%	16.6%	16.2%
OIBDA margin(21)	49.9%	46.0%	48.3%	46.9%	44.9%	51.1%	46.5%

  

Ukraine	Q4 08	Q1 09	Q2 09	Q3 09	Q4 09	2008	2009
Operating margin	11.7%	9.2%	11.3%	16.1%	8.7%	19.3%	11.5%
Add: D&A	28.4%	33.3%	33.7%	32.0%	35.3%	26.4%	33.6%
OIBDA margin	40.1%	42.5%	45.1%	48.1%	44.0%	45.7%	45.0%

  

Uzbekistan	Q4 08	Q1 09	Q2 09	Q3 09	Q4 09	2008	2009
Operating margin	43.8%	40.0%	32.8%	28.9%	30.5%	45.4%	33.0%
Add: D&A	17.2%	19.6%	22.3%	22.5%	23.5%	16.7%	22.0%
OIBDA margin	61.0%	59.5%	55.1%	51.4%	53.9%	62.1%	55.0%

  

Turkmenistan	Q4 08	Q1 09	Q2 09	Q3 09	Q4 09	2008	2009
Operating margin	52.2%	47.0%	37.9%	52.1%	56.8%	48.6%	49.1%
Add: D&A	9.5%	8.8%	7.3%	7.4%	6.8%	10.4%	7.5%
OIBDA margin	61.7%	55.8%	45.2%	59.5%	63.7%	59.0%	56.6%

  

Armenia	Q4 08	Q1 09	Q2 09	Q3 09	Q4 09	2008	2009
Operating margin	15.1%	13.5%	17.5%	19.3%	9.5%	11.2%	15.0%
Add: D&A	34.1%	39.4%	38.4%	36.5%	40.5%	41.9%	38.7%
OIBDA margin	49.1%	52.9%	55.9%	55.8%	50.0%	53.1%	53.7%

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(21) OIBDA results for Q4 2008, Q4 2009, FY 2008 and FY 2009 do not include long-lived assets and goodwill, impairment loss and acquisition related costs - \$49.9 mln in Q4 2008 and \$86.4 mln in Q4 2009.







**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 balance sheets as follows:

USD mln	As of Dec 31, 2008	As of Dec 31, 2009
Current portion of debt and of capital lease obligations	1,696.2	2,001.8
Long-term debt	3,668.0	6,326.8
Capital lease obligations	4.0	0.9
<b>Total debt</b>	<b>5,368.3</b>	<b>8,329.5</b>
Less:		
Cash and cash equivalents	1,121.7	2,522.8
Short-term investments	360.1	217.2
<b>Net debt</b>	<b>3,886.5</b>	<b>5,589.5</b>

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

USD mln	For the year ended Dec 31, 2008	For the year ended Dec 31, 2009
Net cash provided by operating activities	5,030.0	3,596.1
Less:		
Purchases of property, plant and equipment	(2,207.9)	(1,942.4)
Purchases of intangible assets	(405.0)	(385.9)
Proceeds from sale of property, plant and equipment	35.6	28.6
Proceeds/(purchases) of other investments	(49.5)	43.4
Investments in and advances to associates	(3.7)	2.0
Acquisition of subsidiaries, net of cash acquired	(87.0)	(270.5)
<b>Free cash-flow</b>	<b>2,312.7</b>	<b>1,071.2</b>





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### **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 UNAUDITED CONSOLIDATED AND COMBINED STATEMENTS OF OPERATIONS

## FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2009 AND 2008

(Amounts in thousands of U.S. Dollars)

	Twelve months ended December 31, 2009	Twelve months ended December 31, 2008	Three months ended December 31, 2009	Three months ended December 31, 2008
<b>Net operating revenue</b>				
Service revenue	\$ 9,505,837	\$ 11,822,006	\$ 2,599,397	\$ 2,765,307
Sales of handsets and accessories	317,705	78,928	119,453	45,581
	<b>9,823,542</b>	<b>11,900,934</b>	<b>2,718,850</b>	<b>2,810,888</b>
<b>Operating expenses</b>				
Cost of services	2,000,213	2,447,210	557,647	569,196
Cost of handsets and accessories	342,454	169,925	112,048	70,659
Sales and marketing expenses	745,878	931,245	202,040	232,506
General and administrative expenses	1,982,176	2,159,777	567,274	500,286
Depreciation and amortization	1,839,568	2,151,125	497,352	501,947
Provision for doubtful accounts	109,632	154,782	37,375	50,567
Impairment of long-lived assets, goodwill and acquisition related costs	86,418	49,891	86,418	49,891
Other operating expenses	169,636	189,643	49,495	58,540
<b>Net operating income</b>	<b>2,547,567</b>	<b>3,647,336</b>	<b>609,201</b>	<b>777,296</b>
Currency exchange and transaction losses	252,945	565,663	18,959	496,980
<b>Other expenses / (income):</b>				
Interest income	(108,543)	(70,860)	(43,086)	(20,164)
Interest expense, net of amounts capitalized	571,719	233,863	226,256	71,346
Investments impairment loss	368,355		368,355	
Other income	(31,639)	(11,389)	(6,237)	(22,410)
<b>Total other expenses, net</b>	<b>799,892</b>	<b>151,614</b>	<b>545,288</b>	<b>28,772</b>
<b>Income before provision for income taxes and noncontrolling interest</b>	<b>1,494,730</b>	<b>2,930,059</b>	<b>44,954</b>	<b>251,544</b>
Provision for income taxes	503,955	742,881	178,424	75,513
<b>Net income/(loss)</b>	<b>990,775</b>	<b>2,187,178</b>	<b>(133,470)</b>	<b>176,031</b>
Net income/(loss) attributable to the noncontrolling interest	(13,704)	187,059	(107,398)	4,787
<b>Net income/(loss) attributable to the MTS Group</b>	<b>1,004,479</b>	<b>2,000,119</b>	<b>(26,072)</b>	<b>171,244</b>





**MOBILE TELESYSTEMS****CONDENSED UNAUDITED CONSOLIDATED AND COMBINED BALANCE SHEETS****AS OF DECEMBER 31, 2009 AND DECEMBER 31, 2008**

(Amounts in thousands of U.S. dollars, except share amounts)

	As of December 31, 2009	As of December 31, 2008
<b>CURRENT ASSETS:</b>		
Cash and cash equivalents	\$ 2,522,831	\$ 1,121,669
Short-term investments	217,210	360,117
Trade receivables, net	593,102	443,184
Accounts receivable, related parties	19,973	70,620
Inventory and spare parts	238,693	141,113
VAT receivable	109,928	129,598
Prepaid expenses and other current assets	693,219	756,122
<b>Total current assets</b>	<b>4,394,956</b>	<b>3,022,423</b>
<b>PROPERTY, PLANT AND EQUIPMENT</b>	<b>7,745,331</b>	<b>7,758,220</b>
<b>INTANGIBLE ASSETS</b>	<b>2,235,831</b>	<b>2,188,495</b>
<b>INVESTMENTS IN AND ADVANCES TO ASSOCIATES</b>	<b>220,450</b>	<b>249,887</b>
<b>INVESTMENTS IN SHARES OF SVYAZINVEST</b>	<b>859,669</b>	<b>1,240,977</b>
<b>OTHER INVESTMENTS</b>	<b>78,893</b>	<b>111,559</b>
<b>OTHER ASSETS</b>	<b>245,615</b>	<b>145,618</b>
<b>Total assets</b>	<b>\$ 15,780,745</b>	<b>\$ 14,717,179</b>
<b>CURRENT LIABILITIES</b>		
Accounts payable	504,967	875,428
Accrued expenses and other current liabilities	1,663,792	1,324,914
Accounts payable, related parties	87,403	226,482
Current portion of long-term debt, capital lease obligations	2,001,771	1,696,217
<b>Total current liabilities</b>	<b>4,257,933</b>	<b>4,123,041</b>
<b>LONG-TERM LIABILITIES</b>		
Long-term debt	6,326,824	3,668,028
Capital lease obligations	921	4,030
Deferred income taxes	298,453	190,712
Long-term accounts payable, related parties	38,273	36,807
Deferred revenue and other	373,011	328,906
<b>Total long-term liabilities</b>	<b>7,037,482</b>	<b>4,228,483</b>

<b>Total liabilities</b>	<b>11,295,415</b>	<b>8,351,524</b>
<b>COMMITMENTS AND CONTINGENCIES</b>		
<b>Redeemable noncontrolling interests</b>	<b>82,261</b>	<b>145,748</b>
<b>SHAREHOLDERS' EQUITY:</b>		
<b>Total shareholders' equity attributable to the MTS Group</b>	<b>3,376,950</b>	<b>4,905,918</b>
<b>Noncontrolling interest</b>	<b>1,026,119</b>	<b>1,313,989</b>
<b>TOTAL SHAREHOLDERS' EQUITY</b>	<b>4,403,069</b>	<b>6,219,907</b>
<b>Total liabilities and shareholders' equity</b>	<b>\$ 15,780,745</b>	<b>\$ 14,717,179</b>



**MOBILE TELESYSTEMS****CONDENSED UNAUDITED CONSOLIDATED AND COMBINED STATEMENTS OF CASH FLOWS****FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2009 AND 2008**

(Amounts in thousands of U.S. dollars)

	Twelve months ended December 31, 2009	Twelve months ended December 31, 2008
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>		
Net income	\$ 990,775	\$ 2,187,178
<b>Adjustments to reconcile net income to net cash provided by operating activities:</b>		
Depreciation and amortization	1,839,568	2,151,125
Forex for non-operating activity	212,761	578,643
Impairment of investments	368,355	1,878
Impairment of long-lived assets and goodwill	75,064	51,224
Debt issuance cost amortization	36,892	22,087
Amortization of deferred connection fees	(83,589)	(109,244)
Equity in net income of associates	(60,314)	(75,688)
Inventory obsolescence expense	12,225	3,599
Provision for doubtful accounts	109,632	154,782
Deferred taxes	101,444	(206,102)
Write off of not recoverable VAT receivable	9,652	48,374
Change in fair value of derivative financial instruments	5,420	41,554
Other non-cash items	6,154	(12,245)
Changes in operating assets and liabilities:		
Increase in accounts receivable	(216,654)	(162,908)
(Increase) / Decrease in inventory	(111,998)	7,273
Decrease / (Increase) in prepaid expenses and other current assets	14,676	(257,682)
Decrease in VAT receivable	8,914	128,335
Increase in trade accounts payable, accrued liabilities and other current liabilities	251,776	451,079
Dividends received	25,355	26,692
<b>Net cash provided by operating activities</b>	<b>3,596,108</b>	<b>5,029,954</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>		
Acquisition of subsidiaries and non-controlling interests, net of cash acquired	(270,540)	(86,951)
Purchases of property, plant and equipment	(1,942,402)	(2,207,861)
Purchases of intangible assets	(385,907)	(404,964)
Proceeds from sale of property, plant and equipment and assets held for sale	28,606	35,636
Purchases of short-term investments	(519,129)	(569,377)
Proceeds from sale of short-term investments	642,164	590,579
Purchase of a derivative financial instrument		(19,422)

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Purchase of other investments	(613)	(49,922)
Proceeds from sales of other investments	44,003	425
Investments in and advances to associates	1,950	(3,654)
Decrease in restricted cash	17,182	7,522
<b>Net cash used in investing activities</b>	<b>(2,384,686)</b>	<b>(2,707,989)</b>

**CASH FLOWS FROM FINANCING  
ACTIVITIES:**

Proceeds from stock options exercised		9,183
Cash payments for the acquisition of Comstar-UTS, Stream TV and non-controlling interests	(1,333,418)	(109,442)
Repurchase of Comstar-UTS shares		(100,000)
Contributions from related party		4,439
Proceeds from issuance of notes	1,003,226	986,004
Repurchase of common stock		(1,059,833)
Repayment of notes	(9,182)	(565,074)
Notes and debt issuance cost	(105,137)	(6,693)
Capital lease obligation principal paid	(15,592)	(14,785)
Dividends paid	(1,261,728)	(1,144,719)
Proceeds from loans	3,598,100	894,803
Loan principal paid	(1,728,544)	(572,425)

<b>Net cash provided by / (used in) financing activities</b>	<b>147,725</b>	<b>(1,678,542)</b>
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Effect of exchange rate changes on cash and cash equivalents	42,015	(342,338)
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<b>NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS:</b>	<b>1,401,162</b>	<b>301,085</b>
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<b>CASH AND CASH EQUIVALENTS, at beginning of period</b>	<b>1,121,669</b>	<b>820,584</b>
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<b>CASH AND CASH EQUIVALENTS, at end of period</b>	<b>2,522,831</b>	<b>1,121,669</b>
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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**MOBILE TELESYSTEMS OJSC**

By:	/s/ Mikhail Shamolin	
	Name:	Mikhail Shamolin
	Title:	CEO

Date: **March 31, 2010**

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