

**Report on Voting Results at the Extraordinary General Meeting of Shareholders
of Open Joint Stock Company “MegaFon”
(hereinafter also referred to as the “Company”)**

Address to which the shareholders are required to forward the executed voting ballots: **121108, Russian Federation, Moscow city, Ivana Franko street, 8, Office of Computershare Register CJSC.**

Company location: 115035, Russian Federation, Moscow, Kadashevskaya embankment, 30.

Form of holding the meeting: Absentee voting by shareholders by delivering voting ballots prior to the meeting.

Date for holding the meeting (deadline for receipt of the voting ballots): **20.04.2015.**

Date of distribution of the voting ballots: Not later than 30.03.2015.

Deadline for receipt of the executed voting ballots: 20.04.2015, 6:00 PM Moscow time.

Person responsible for drawing up the minutes on the results of voting: Ms. Elena L. Breeva.

The functions of the Counting Commission are exercised by the Company's Register: Closed Joint-Stock Company Computershare Register, location: 8 Ivana Franko Street, Moscow 121108, Russian Federation.

Akhmatov Igor Vladimirovich

Authorized by the Company's Register person:

Date of compilation of the list of persons entitled to participate in the meeting 23.03.2015.

As of March 23, 2015, the total number of votes which could be cast by the Shareholders owning voting shares of the Company according to the shareholders register: 620 000 000 votes.

Agenda:

1. Amending the Charter of MegaFon OJSC (Amendments No.2).
2. Election of the Chief Executive Officer of MegaFon OJSC.

Issues put to vote and results of the voting:

1. Amending the Charter of MegaFon OJSC (Amendments No.2).

Decision:

1. Approve Amendments No.2 to the Charter of MegaFon OJSC (Attachment No.1).
2. Give instructions to the Company's CEO to provide for registration of these amendments to the Company's Charter within the appropriate statutory term.

Results of the voting on the first item of the agenda of the Extraordinary General Shareholders Meeting:

The number of votes on this Agenda item held by the persons included in the list of persons entitled to participate in the General Shareholders Meeting	620 000 000
The number of votes assigned to the voting shares of the Company on this Agenda item, calculated in conformity with the item 4.20 of the Provisions on additional requirements to the procedure of preparation, convocation and holding the General Shareholders Meeting, approved by the Order of FSFR of Russia dd. 02.02.2012. №12-6/ПЗ-Н (hereinafter – the Provisions)	620 000 000
The number of votes on this item held by the persons who actually participated in the General Meeting	586 764 674
QUORUM on this item is present	94.6395%

Voting options	Number of votes for each voting option	% of actual participants of the meeting
«FOR»	575 499 496	98.0801
«AGAINST»	725 024	0.1236
«ABSTAINED»	10 540 154	1.7963
Number of votes that were not counted in view of considering the voting ballots not valid or on the basis of other grounds stipulated by the Provisions		
«Other grounds»	0	0.0000
«Not valid»	0	0.0000
TOTAL:	586 764 674	100.0000

The resolution on Item 1 of the Agenda of the Extraordinary General Shareholders Meeting of the Company was adopted.

2. Election of the Chief Executive Officer of MegaFon OJSC.

Decision:

Elect Tavrín Ivan Vladimirovich as the Chief Executive Officer of the Company till the date of the Annual General Shareholders Meeting in 2015 (including the date).

Results of the voting on the second item of the agenda of the Extraordinary General Shareholders Meeting:

The number of votes on this Agenda item held by the persons included in the list of persons entitled to participate in the General Shareholders Meeting	620 000 000
The number of votes assigned to the voting shares of the Company on this Agenda item, calculated in conformity with the item 4.20 of the Provisions on additional requirements to the procedure of preparation, convocation and holding the General Shareholders Meeting, approved by the Order of FSFR of Russia dd. 02.02.2012. №12-6/пз-н (hereinafter – the Provisions)	620 000 000
The number of votes on this item held by the persons who actually participated in the General Meeting	586 764 674
QUORUM on this item is present	94.6395%

Voting options	Number of votes for each voting option	% of actual participants of the meeting
«FOR»	586 554 432	99.9642
«AGAINST»	16 201	0.0028
«ABSTAINED»	194 041	0.0331
Number of votes that were not counted in view of considering the voting ballots not valid or on the basis of other grounds stipulated by the Provisions		
«Other grounds»	0	0.0000
«Not valid»	0	0.0000
TOTAL:	586 764 674	100.0000

The resolution on Item 2 of the Agenda of the Extraordinary General Shareholders Meeting of the Company was adopted.

Attachments:

1. Amendments No.2 to the Charter of MegaFon OJSC.

Date of compiling of the Report on voting results at the Extraordinary General Shareholders Meeting: April 21, 2015.

Chairman of the General Shareholders Meeting  /S. V. Soldatenkov/

Secretary of the General Shareholders Meeting  /E.L. Breeva/