

Mobile TeleSystems Open Joint Stock Company
4, Marksistskaya Street, Moscow, 109147, Russian Federation
Annual General Meeting of Shareholders
Form of meeting: in praesentia (meeting)
June 24, 2004
11:00 a. m. Moscow time
Place of meeting: 15/1 Mokhovaja Street, Moscow,
Russian Federation, Hotel NATIONAL

Ballot Form
to vote on items of the shareholders' meeting agenda

Shareholder: _____.
(Full title of shareholder or full name [last name, first name, middle name])

Number of shares (votes): _____

Item 1 of the shareholders' meeting agenda:
Procedure for conducting the Annual General Meeting of MTS OJSC Shareholders

Issue put on the vote:

1.1 To elect the following person Chairman of the Annual General Meeting of MTS OJSC Shareholders:

Voting results:

	IN FAVOUR	AGAINST	ABSTAINED
_____ (full name of the candidate)	Number of votes: _____	Number of votes: _____	Number of votes: _____

In accordance with clause 12.14.2 of MTS OJSC Charter, the Chairman of the Annual General Meeting of MTS OJSC Shareholders shall be elected at the meeting of shareholders by a majority of votes of the shareholders present at the meeting.

When voting on this issue, please enter the full name of the candidate to be elected Chairman from among persons present at the meeting and vote on this issue.

1.2. To announce voting results and resolutions on the agenda issues approved by the Annual General Meeting of MTS OJSC Shareholders at the Annual General Meeting of MTS OJSC Shareholders.

To determinate the number of members of MTS OJSC Board of Directors that shall be elected in cumulative voting, when considering agenda issue No. 5 "Election of members of MTS OJSC Board of Directors", and to determinate the number of shares, the shareholders are entitled to vote on this issue with, the voting on agenda issue No. 4 "Determination of the number of members of MTS OJSC Board of Directors" as well as preliminary summing up of voting results and announcement on this issue shall be conducted immediately after considering agenda issue No. 4 "Determination of the number of members of MTS OJSC Board of Directors".

When tallying the final voting results on all agenda issues, voting ballots for voting on agenda issue No. 4 "Determination of the number of members of MTS OJSC Board of Directors" shall be taken into account that were passed to the counting commission after tallying the preliminary voting results and before counting of votes on all agenda issues of the meeting.

Voting results:

IN FAVOUR	AGAINST	ABSTAINED
Number of votes: _____	Number of votes: _____	Number of votes: _____

Item 2 of the shareholders' meeting agenda:
Formation of MTS OJSC Counting Commission

Issue put on the vote:

To entrust the Open Joint Stock Company "Registrar NIKoil" (location: 36, building 1, Mir Prospect, Moscow, Russian Federation, OGRN (state registration number) 1027700060607, licence No. 10-000-1-00290 of June 17, 2003, issued by FSC of Russian Federation), MTS OJSC registrar, to perform functions of the counting commission.

Voting results:

IN FAVOUR	AGAINST	ABSTAINED
Number of votes: _____	Number of votes: _____	Number of votes: _____

Item 3 of the shareholders' meeting agenda:

Approval of MTS OJSC's annual report and annual financial statements, including MTS OJSC's profit and loss account, distribution of profits of the Company, including payment of dividends.

Issue put on the vote:

To approve MTS OJSC' annual report for 2003, MTS OJSC' financial statements for 2003, including profit and loss account for 2003, the procedure for distribution of MTS OJSC' profit, including the amount of annual dividend of RUR 3.20217480 per common registered share of MTS OJSC with par value of RUR 0.1 each. The total amount of dividend shall be RUR 6,382,978,727.28. Annual dividends shall be paid out in money within the period determined in the Charter of MTS OJSC.

Voting results:

IN FAVOUR	AGAINST	ABSTAINED
Number of votes: _____	Number of votes: _____	Number of votes: _____

Item 4 of the shareholders' meeting agenda:

Determination of the number of members of MTS OJSC Board of Directors

Issue put on the vote:

To determinate the number of MTS OJSC Board of Directors members – 9 persons.

Voting results:

IN FAVOUR	AGAINST	ABSTAINED
Number of votes: _____	Number of votes: _____	Number of votes: _____

When voting on agenda item No.5 "Election of members of MTS OJSC Board of Directors", we ask you to vote with two versions of voting ballots, one of them will be taken into account in the counting of votes depending on resolution that will be approved in the process of voting on agenda item No.4 "Determination of the number of members of MTS OJSC Board of Directors".

Item 5 of the shareholders' meeting agenda:

Election of members of MTS OJSC Board of Directors

Version 1

Procedure for determination of the number of votes: in cumulative voting on this issue, every voting share of MTS OJSC accounts for the number of votes equal to the total number of MTS OJSC Board of Directors members – 9 (nine). To figure the total number of votes on this issue, you multiply the number of shares you own by 9.

Issue put on the vote:

To elect the following persons members of the Board of Directors of Mobile TeleSystems Open Joint Stock company:

Voting results:

Full name of the candidate for the Board of Directors.	IN FAVOUR	
	Enter the number of votes given by the shareholder in favour of the candidate for the Board of Directors:	
Aleksey Nickolaevich Buyanov		
Levan Shiojevich Vassadse		
Fridbert Gerlach		
Alexander Yurievich Goncharuck		
Michael Guenther		
Vladimir Sergeevich Lagutin		
Paul Kusubov		
Vassily Vassilievich Sidirov		
Gernot Taufmann		
AGAINST		ABSTAINED
Number of votes: _____		Number of votes: _____

In the process of voting to elect members of the Board of Directors, a shareholder shall be entitled to cast its total number of votes for a single candidate or distribute the votes, at its own discretion, among various candidates. Keep the version you have chosen: IN FAVOUR (to cast the total number of votes for a single candidate or distribute the votes, at your own discretion, among various candidates), or AGAINST, or ABSTAINED; cross out the rest.

Item 5 of the shareholders' meeting agenda:
Election of members of MTS OJSC Board of Directors
Version 2

Procedure for determination of the number of votes: in cumulative voting on this issue, every voting share of MTS OJSC accounts for the number of votes equal to the total number of MTS OJSC Board of Directors members – 7 (seven). To figure the total number of votes on this issue, you multiply the number of shares you own by 7.

Issue put on the vote:

To elect the following persons members of the Board of Directors of Mobile TeleSystems Open Joint Stock company:

Voting results:

Full name of the candidate for the Board of Directors.	IN FAVOUR	
	Enter the number of votes given by the shareholder in favour of the candidate for the Board of Directors:	
Aleksey Nickolaevich Buyanov		
Levan Shiojevich Vassadse		
Fridbert Gerlach		
Alexander Yurievich Goncharuck		
Michael Guenther		
Vladimir Sergeevich Lagutin		
Paul Kusubov		
Vassily Vassilievich Sidirov		
Gernot Taufmann		
AGAINST		ABSTAINED
Number of votes: _____		Number of votes: _____

In the process of voting to elect members of the Board of Directors, a shareholder shall be entitled to cast its total number of votes for a single candidate or distribute the votes, at its own discretion, among various candidates. Keep the version you have chosen: IN FAVOUR (to cast the total number of votes for a single candidate or distribute the votes, at your own discretion, among various candidates), or AGAINST, or ABSTAINED; cross out the rest.

Item 6 of the shareholders' meeting agenda:
Election of members of MTS OJSC Auditing Commission

Issue put on the vote:

To elect the following persons members of MTS OJSC Auditing Commission:

Voting results:

Full name of the candidate for the Auditing Commission	Voting		
1. Andrey Yurievich Bobrovsky	IN FAVOUR	AGAINST	ABSTAINED
	Number of votes: _____	Number of votes: _____	Number of votes: _____
2. Bernd Willmann	IN FAVOUR	AGAINST	ABSTAINED
	Number of votes: _____	Number of votes: _____	Number of votes: _____
3. Denis Yurievich Kondratjev	IN FAVOUR	AGAINST	ABSTAINED
	Number of votes: _____	Number of votes: _____	Number of votes: _____
4. Vassily Vassilievich Platoshin	IN FAVOUR	AGAINST	ABSTAINED
	Number of votes: _____	Number of votes: _____	Number of votes: _____
5. Natalija Georgievna Tomilina	IN FAVOUR	AGAINST	ABSTAINED
	Number of votes: _____	Number of votes: _____	Number of votes: _____

Item 7 of the shareholders' meeting agenda:

Approval of an auditor of MTS OJSC Shareholders

Issue put on the vote:

To approve CJSC Deloitte & Touche CIS (Location: 4/7 Vosdvizhenka Street, Moscow, Russian Federation, OGRN (state registration number) 1027700425444) as an auditor of MTS OJSC.

Voting results:

IN FAVOUR	AGAINST	ABSTAINED
Number of votes: _____	Number of votes: _____	Number of votes: _____

Item 8 of the shareholders' meeting agenda:

Making amendments and additions to the Charter of MTS OJSC.

Issue put on the vote:

To make amendments and additions to the Charter of Mobile TeleSystems Open Joint Stock Company.

Voting results:

IN FAVOUR	AGAINST	ABSTAINED
Number of votes: _____	Number of votes: _____	Number of votes: _____

Item 9 of the shareholders' meeting agenda:

**Approval of transactions between MTS OJSC and Open Joint Stock Company
Moscow City Telephone Network in whose completion there is an interest.**

Issue put on the vote:

To approve the completion of related transactions between MTS OJSC and Open Joint Stock Company Moscow City Telephone Network in whose completion there is an interest, specified in Annex 1 (essential terms of them are specified in Annex 1).

Voting results:

IN FAVOUR	AGAINST	ABSTAINED
Number of votes: _____	Number of votes: _____	Number of votes: _____

Signature of shareholder _____

(Position held, full name, proxy form information [for representative])

Ballot form shall be signed by the shareholder.

Unsigned ballot form shall be deemed invalid

A voter may choose only one voting option except for cases of voting in accordance with instructions of persons who acquired shares after the date of the Record of persons entitled to participate in the general meeting, or in accordance with instructions of owners of depositary securities;

If the number of voting options left in a ballot form exceeds one, then in the fields reserved for the number of votes in favour of each option there should be indicated the number of votes in favour of the respective option, and there should be a note saying that the voting is performed in accordance with instructions of acquirers of shares transferred after the date of the Record of persons entitled to participate in the general meeting and/or in accordance with instructions of owners of depositary securities;

A voter by proxy issued in respect of shares transferred after the date of the Record of persons entitled to participate in the general meeting shall indicate the number of votes in favour of the chosen option in the field, which is reserved for the number of votes and is next to the chosen option. The voter shall also make there a note saying that this is a vote by proxy issued in respect of shares transferred after the date of the Record of persons entitled to participate in the general meeting;

If not all shares were transferred after the date of the Record of persons entitled to participate in the general meeting, then the voter shall indicate the number of votes in favour of the chosen option in the field, which is reserved for the number of votes and is next to the chosen option. The voter shall also make there a note saying that a portion of shares was transferred after the date of the Record of persons entitled to participate in the general meeting. If in respect of shares transferred after the date of the Record of persons entitled to participate in the general meeting there were received instructions from the acquirers of such shares that are in line with the chosen voting option, then such votes shall be summed up.

A fraction of a vote resulting from multiplication of a number of votes belonging to a shareholder who owns a fractional share by a number of persons to be elected to the company's Board of Directors may be casted only in favour of one candidate.