

MOBILE TELESYSTEMS PJSC  
Form 6-K  
December 17, 2015

## **FORM 6-K**

# **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**Report of Foreign Issuer**  
**December 17, 2015**

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

**Commission file number: 333-12032**

## **Mobile TeleSystems PJSC**

(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

**MTS Announces Decisions of its Board of Directors**

December 17, 2015

Moscow, Russian Federation Mobile TeleSystems PJSC ( MTS or the Company NYSE: MBT; MOEX: MTSS), the leading telecommunications provider in Russia and the CIS, announces decisions reached at a meeting of the Board of Directors held on December 17, 2015.

The Board of Directors decided to call an Extraordinary General Meeting of shareholders (the EGM ) on February 29, 2016. The record date for the Company s share- and ADR-holders entitled to participate in the EGM has been set for January 15, 2016.

The matters to be considered and resolved by the EGM include:

- The reorganization of MTS PJSC through the takeover of its subsidiary Sistema Inventure JS, and approval of accession agreement;
- Amendments to the Charter of MTS PJSC.

The Board decided that owners of MTS ordinary shares voting against this issue or those who abstain from voting will be eligible to submit their shares for repurchase at the price of RUB 167 per ordinary share. The price was set based on the appraisal conducted by 2K JS consultancy.

The Board has also decided:

- to increase MTS PJSC s direct ownership stake in the charter capital of Sistema Inventure JS to 100%;

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- to approve MTS PJSC's participation in the charter capital of Jums Projects LLC;
- to discontinue MTS PJSC's participation in the charter capital of Mobile TeleSystems Bermuda Limited through the voluntary liquidation of Mobile TeleSystems Bermuda Limited.

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For further information, please contact in Moscow:

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Mobile TeleSystems PJSC

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

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Mobile TeleSystems PJSC ( MTS - NYSE:MBT; MOEX:MTSS) is the leading telecommunications group in Russia, Central and Eastern Europe. We provide wireless Internet access and fixed voice, broadband and pay-TV to over 100 million customers who value high-quality of service at a competitive price. Our wireless and fixed-line networks deliver best-in-class speeds and coverage throughout Russia, Ukraine, Armenia, Turkmenistan, Uzbekistan and Belarus. To keep pace with evolving customer demand, we continue to grow through innovative products, investments in our market-leading retail platform, mobile payment services, e-commerce and IT solutions. For more information, please visit: [www.mtsgsm.com](http://www.mtsgsm.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 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 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 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.

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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 PJSC**

By:	/s/ Andrei Dubovskov	
	Name:	Andrei Dubovskov
	Title:	CEO

Date: **December 17, 2015**

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