Q2 2016 Results presentation

Amsterdam – 4 August 2016

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VimpelCom

Disclaimer

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All non GAAP measures disclosed further in this presentation, i.e. EBITDA, EBITDA margin, underlying EBITDA, underlying EBITDA margin, EBIT, EBT, net debt, operating cash flow, organic growth, capital expenditures excluding licenses, LTM capex excluding licenses/revenue, are reconciled to comparable GAAP measures in our Earnings Release published on our website on the date hereof.

Highlights

H1 2016 results in line with expectations, with slightly weaker than expected service revenue trend in Q2

Q2 2016 operational performance particularly strong in Pakistan and Ukraine, weaker in Algeria

Mobile data revenue in Q2 2016 grew 26% YoY

FY 2016 guidance confirmed, albeit at lower end of range for service revenue and underlying EBITDA margin, while capex/revenue is trending towards 17%

Italy JV filing of commitments to EC and formal agreements signed with Iliad; as of today no Statement of Objections received;
EC decision expected by 8 September

Mobilink and Warid Telecom transaction in Pakistan completed on 1 July 2016, strengthening our leadership position in the Country

VimpelCom and Ericsson entered into a USD 1 billion long-term global software partnership

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Financial highlights Q2 2016

Service revenue
(USD billion)

2.1

-0.7% organic[1] YoY
-16.9% reported YoY

EBITDA margin, underlying[2]
(%)

42.3

+1.2 p.p. organic[1] YoY
+0.8 p.p. reported YoY

Profit for the period
(USD million)

138

+29% reported YoY

Capex excl. licenses
(USD million)

306

-34.0% reported YoY
LTM capex/revenue: 17.3%

- Group total revenue organically flat YoY
- Service revenue declined 0.7% YoY organically, with a strong performance in Pakistan and Ukraine, offset by Algeria weakness
  - Excluding Algeria +1.5% YoY
- Mobile data revenue grew 26% YoY
- Underlying EBITDA organic growth 3.0% YoY
- Profit for the period grew 29% YoY with strong contribution from Italy
- LTM capex/revenue at 17.3%, trending towards the lower end of FY16 guidance
- Strong Q2 2016 operating cash flow margin at 28.1% (+4.6 p.p YoY)

[1] Revenue and EBITDA organic growth are non-GAAP financial measures that exclude the effect of foreign currency translation and certain items such as liquidations and disposals
[2] EBITDA underlying excludes: in Q2 2015, USD 3 million related to both to SIM re-verification costs and a positive one-off in utility costs in Pakistan; in Q2 2016, Performance Transformation costs of USD 74 million and other exceptional costs of USD 42 million

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Progress on WIND/3 Italia merger

August 2015

- Agreed WIND/3 Italia merger conditional on regulatory approvals to create #1 mobile player
- Significant synergies expected with a material value accretion

July 2016

- Commitments formally submitted to EC:
  - Sale of spectrum
  - Sale of sites/network sharing
  - National roaming
- Signed formal agreements with Iliad as potential remedy taker, conditional on approval by EC
- As of today, no Statement of Objections received from EC

September 2016 onward

- EC to make its decision by 8 September
- Subject to EC clearance, closing expected by year-end 2016
- Merger Integretation Plan to begin operational integration immediately after closing the joint venture

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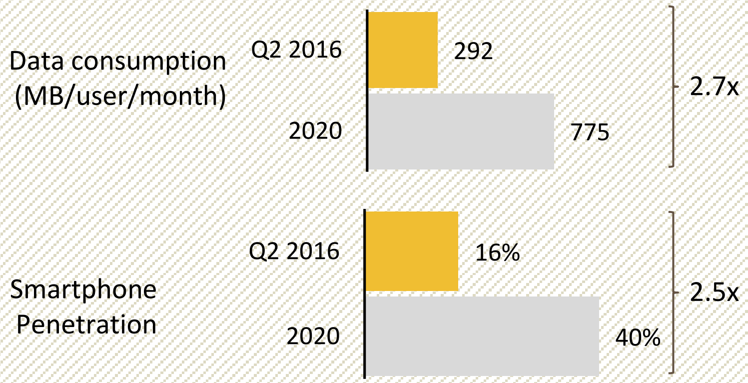
Pakistan: completion of Mobilink and Warid transaction

Pakistan - among the fastest growing telecom markets

Population of ~200 million people

Mobile penetration of 65%

Data and smartphone penetration lagging behind



Transaction

- Strengthening our leadership in Pakistan with 37% customer market share
- Largest combined footprint and customer base of 50 million
- Leading telecommunication provider of 2G, 3G and 4G/LTE services with higher quality coverage and the best-in-class digital mobile network
- Board consisting of 7 directors (6 nominated by VIP/GTH) chaired by His Highness Sheikh Nahayan Mabarak Al Nahayan
- Legal merger anticipated within 6 months

Benefits

- Annual run-rate cost synergies of USD 115 million
- Provide nationwide 3G services to Warid customers
- Accelerate 4G/LTE for Mobilink, including postpaid customers
- Provide Warid customers with access to the full range of MFS
- Enhance distribution platform and focus on channel effectiveness
- Agreements signed with government for the deployment of services in rural areas
- Network integration to begin in Q4 2016

Source: population from CIA factbook; data consumption and smartphone penetration as of Q2 2016 from Company estimates, 2020 from EIU

Overhauling digital IT infrastructure

7-year renewable, USD 1 billion investment with Ericsson for Business Support Systems

Primary foundation of globalization, simplification and digitalization for the Group…

Globalizing the organization

- Profound change in the overall operating model
- Digitize and globalize business processes
- Replace legacy fragmentation and duplication of heavy CRM systems

Becoming agile

- Introduce time and place relevant real-time services to customers
- Based on customer permissions and strict privacy rules
- Technology is a differentiator, but needs standardization for agility

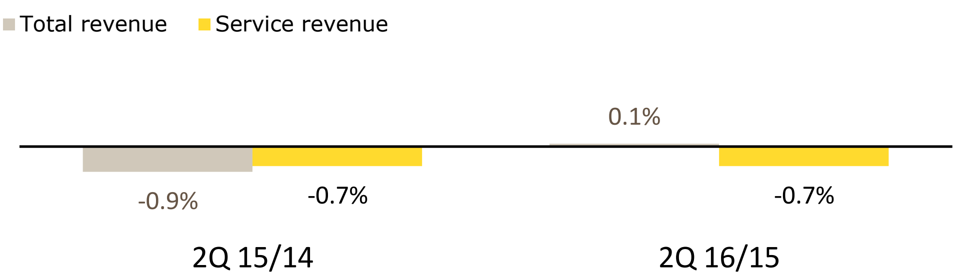
Enabling the digital leader

- Enable (launch of) real-time services
- Move beyond connectivity, pushing “OOTT” (“over OTT”)
  - Engagement platform
  - Multiple own communication services
  - Multiple partner-developed services
  - Payment platform

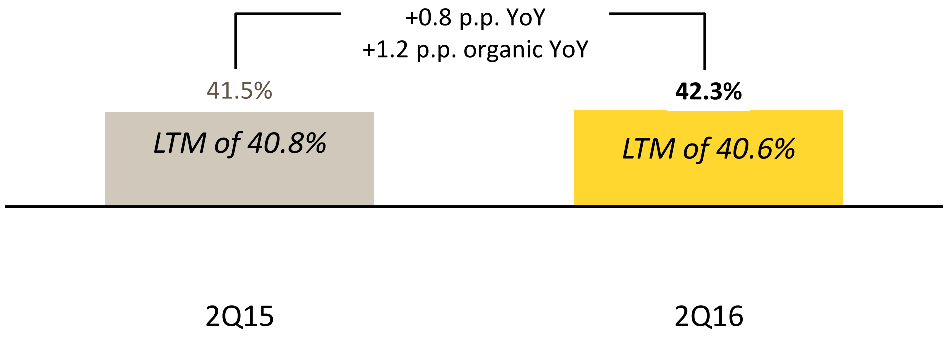
…contributing to a reduction of total IT costs down to a ratio of around 2 percent of Group total revenue by year three

Financial highlights Q2 2016 – YoY trends

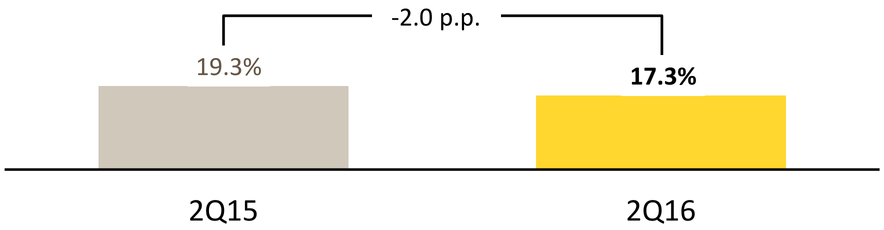
Total revenue and service revenue YoY organic[1] development



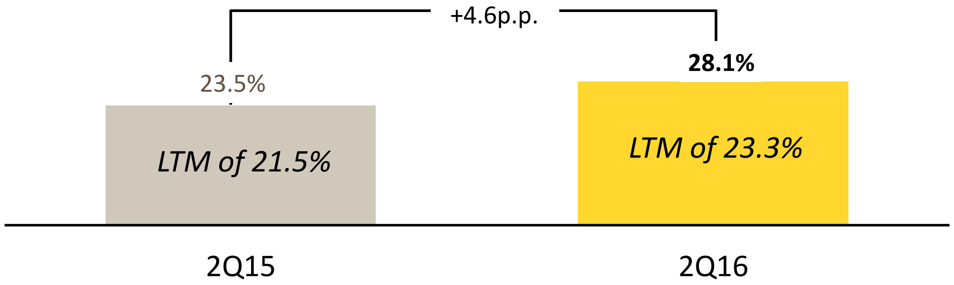
Underlying[2] EBITDA margin development



LTM capex/revenue development



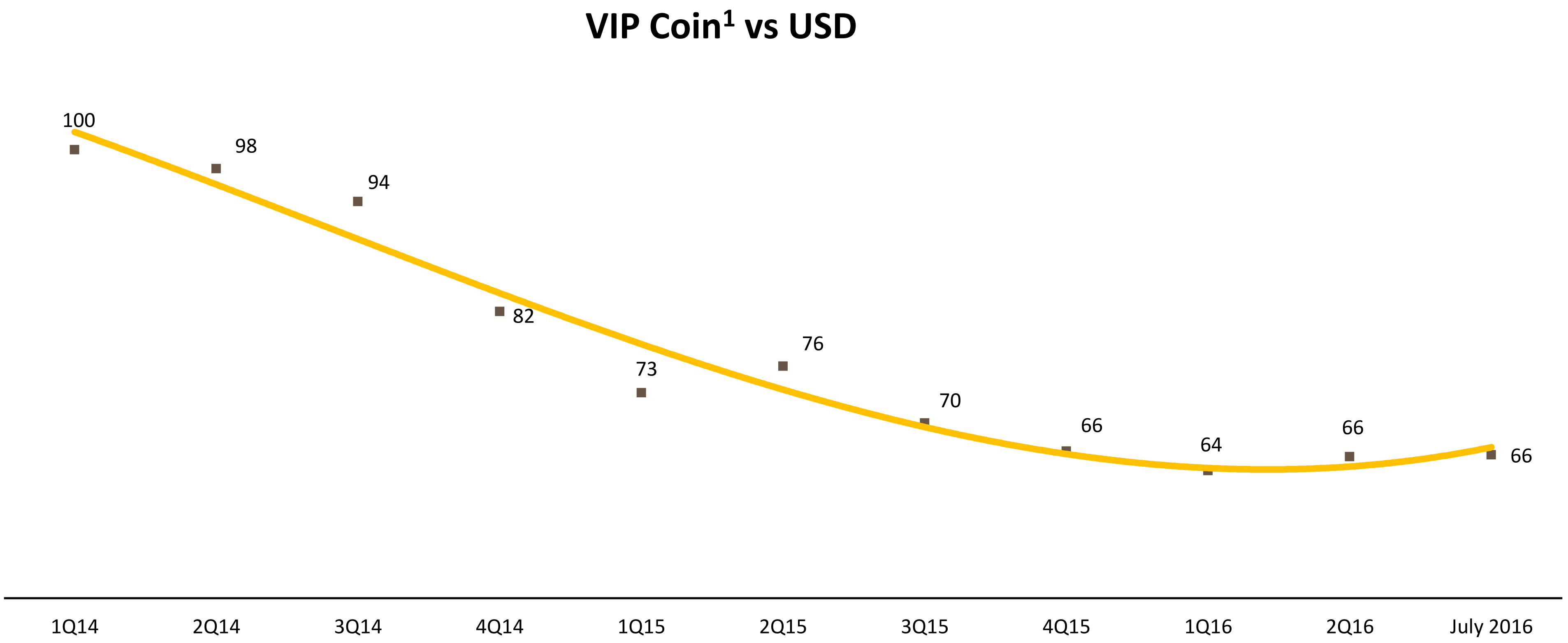
OCF margin = (underlying EBITDA[2] – capex)/revenue



[1] Organic revenue change is a non-GAAP financial measure that excludes the effect of foreign currency translation and certain items such as liquidations and disposals

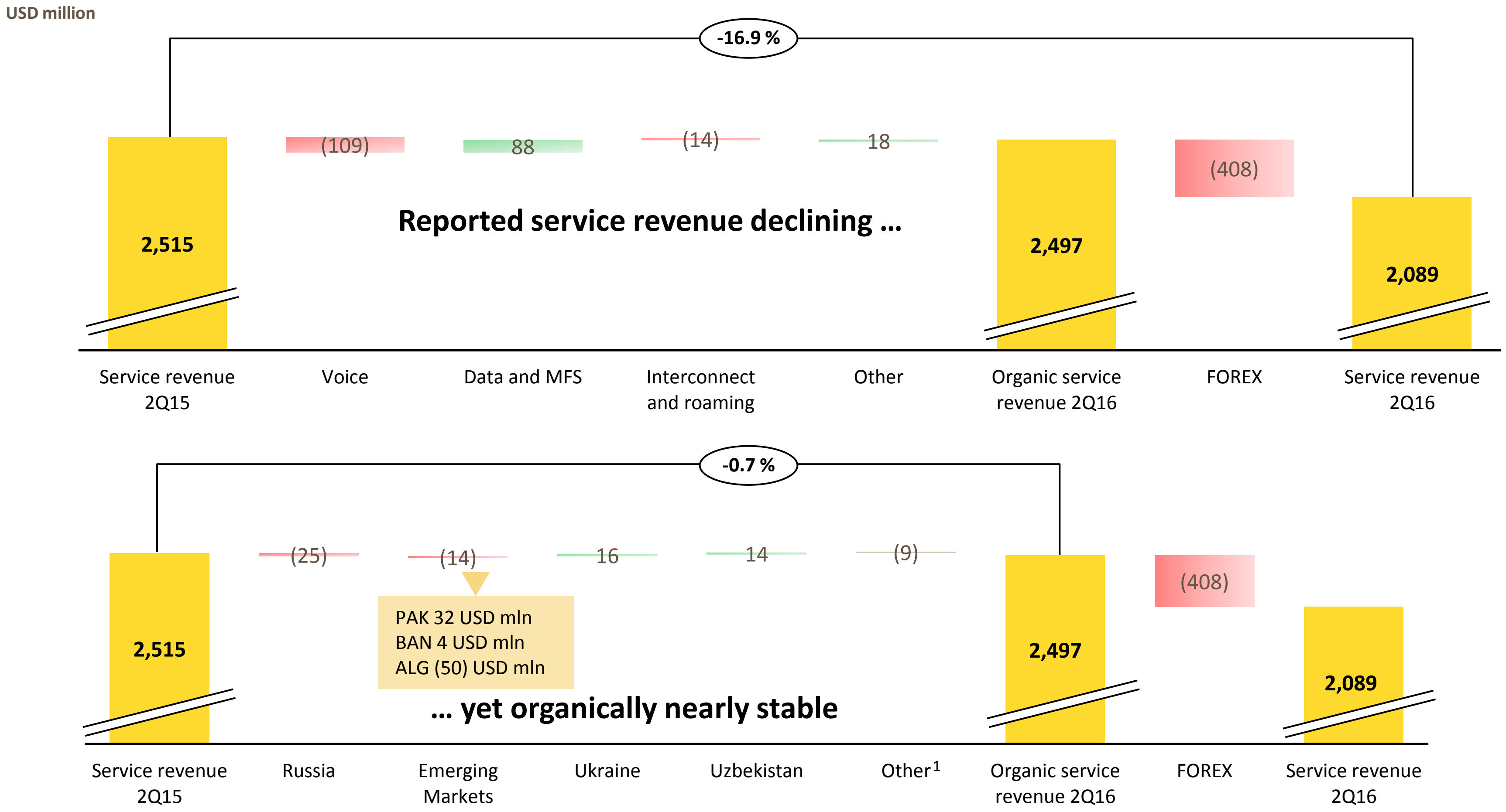
[2] EBITDA underlying exclude in Q2 2015 USD 3 million related to both to SIM re-verification costs and a positive one-off in utility costs in Pakistan; in Q2 2016, Performance Transformation costs of USD 74 million and other exceptional costs of USD 42 million

FOREX movements in VimpelCom's footprint



[1] *VimpelCom Currency weightings calculated from the sum of the individual countries' relative contribution to total countries revenue (= Total Group Revenue - Eliminations - HQ)*

Q2 2016 service revenue evolution



[1] *Other consists of operations in Kazakhstan, Kyrgyzstan, Georgia, Armenia, Tajikistan and intercompany eliminations*

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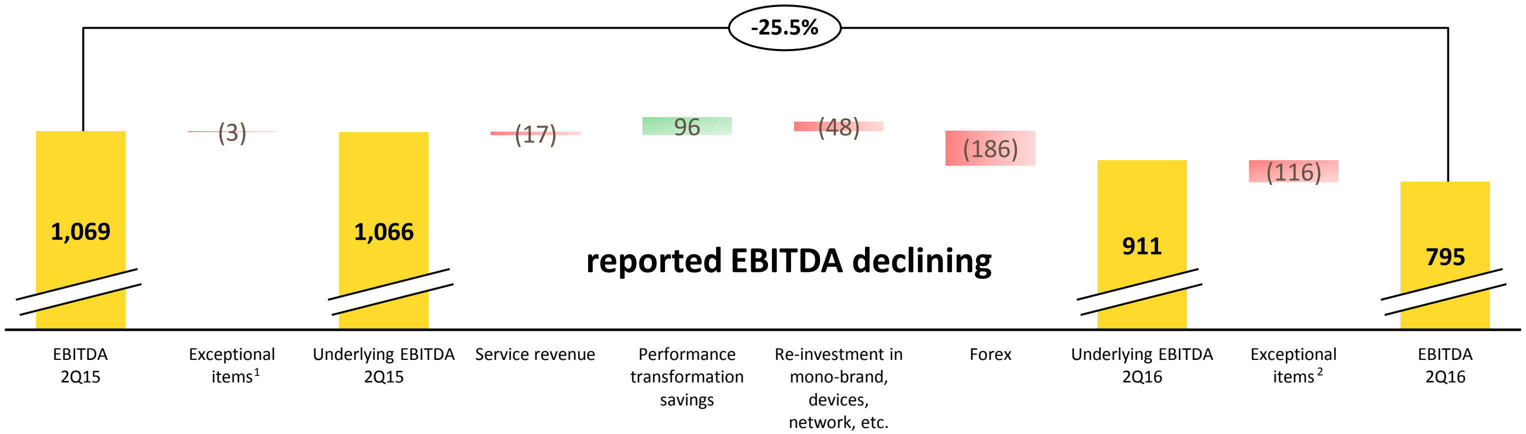
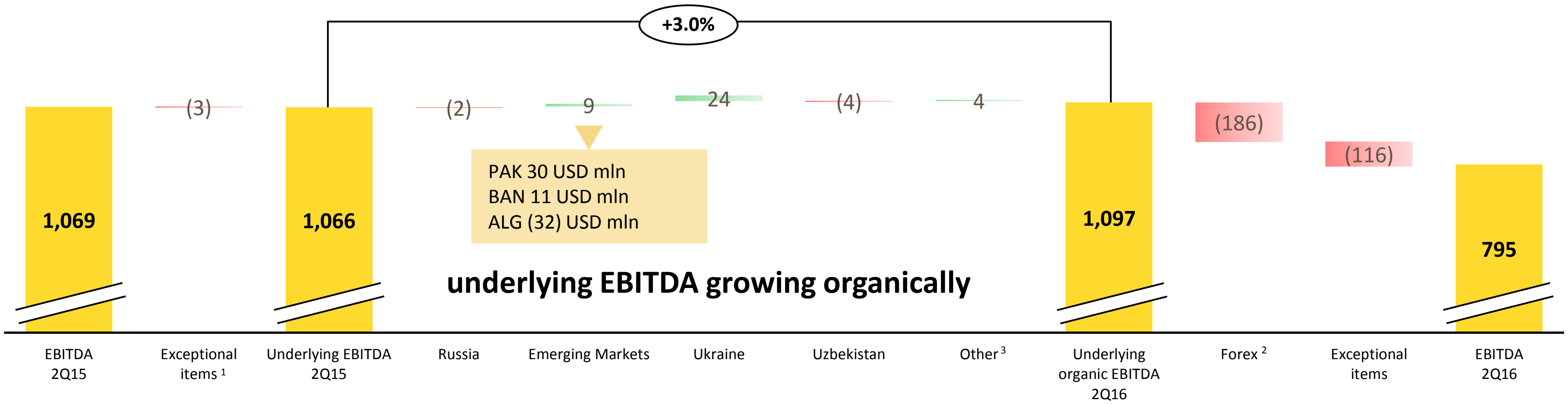
Q2 2016 EBITDA evolution

USD million





[1] *Q2 2015 exceptional items refers to USD 3 million related to both to SIM re-verification costs and a positive one-off in utility costs in Pakistan*
[2] *Exceptional items in Q2 2016 totaled USD 116 million of which Performance Transformation costs of USD 74 million and other exceptional costs of USD 42 million*
[3] *Other consists of operations in Kazakhstan, Kyrgyzstan, Georgia, Armenia, Tajikistan and HQ costs and Intercompany eliminations*

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Q2 2016 Income statement

USD million	2Q16	2Q15	YoY
Revenue	**2,156**	**2,570**	**(16%)**
EBITDA reported	**795**	**1,069**	**(26%)**
D&A and other	(512)	(538)	(5%)
EBIT	**283**	**530**	**(47%)**
Net financial expenses	(187)	(190)	(2%)
FOREX and Other	0	(11)	(97%)
Profit before tax	**96**	**329**	**(71%)**
Tax	(135)	(55)	144%
Profit from continuing operations	**(39)**	**274**	**n.m.**
Profit / (loss) from discontinued operations	187	(128)	n.m.
Non-controlling interest	(9)	(38)	n.m.
Profit for the period	**138**	**108**	**29%**

Currency headwind impact of USD 178 million and exceptional costs of USD 116 million in Q2 2016

Local currencies depreciation and lower impairment charges: USD 13 million in Q2 2015 related to east Ukraine assets and USD 4 million in Q2 2016. USD 70 million accelerated depreciation in Q2 2016 due to network swap in Pakistan and Ukraine

In Q2 2015: positive effect of USD 75 million as a result of legal entity restructurings

In Q2 2016: change in the tax regime in Uzbekistan and creation of non-cash tax provisions in Tajikistan and GTH, amounting to USD 26 million

Elimination of depreciation and amortization charges of Italy since Q3 2015, as a result of Italy being classified as held for sale.
WIND "standalone" results improved due to refinancing activities executed in 2015

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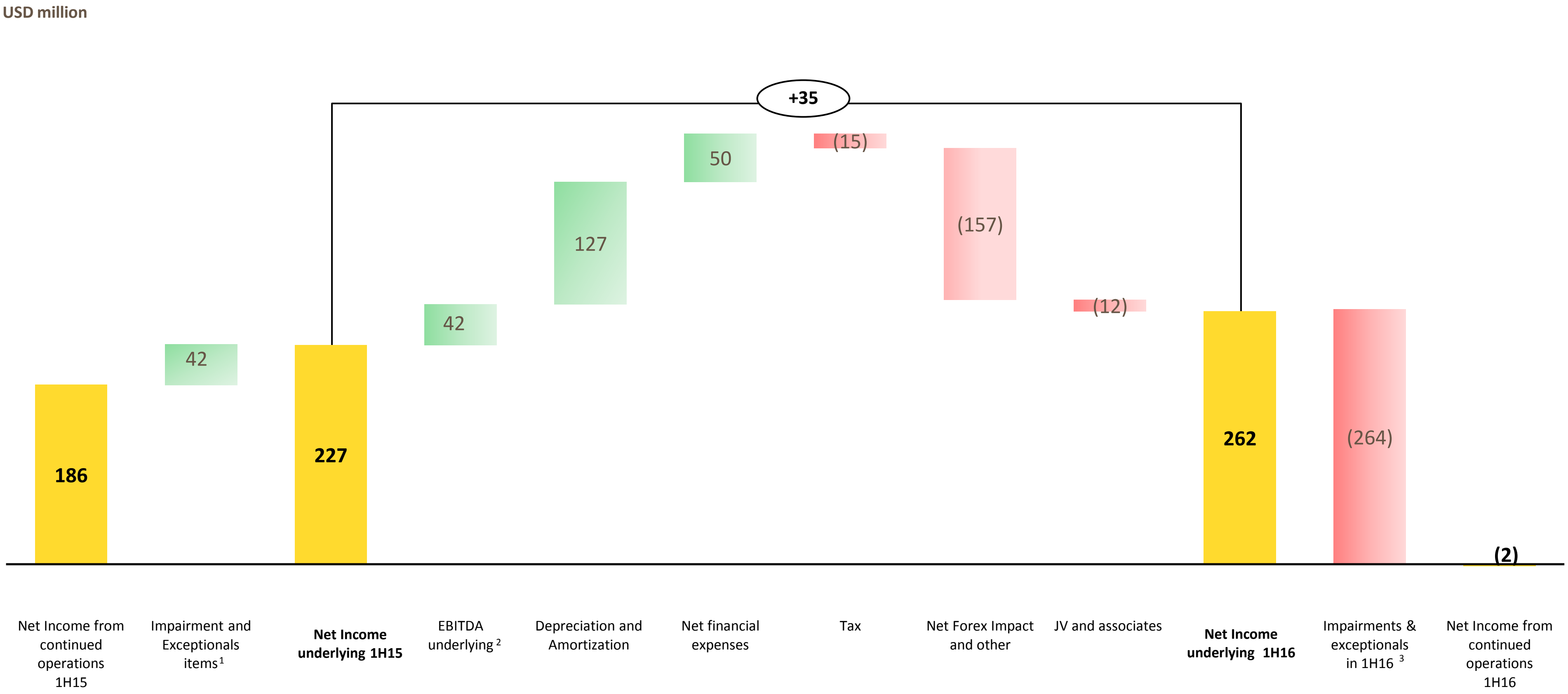
H1 2016 Net income from continued operations



[1] *In H1 2015, exceptional items include USD 5 million above EBITDA, USD 112 million in impairments and USD (75) million reduction in taxes, as a result of legal entity restructurings*

[2] *On organic basis*

[3] *In H1 2016, exceptional items include USD 157 million above EBITDA, USD 70 million accelerated depreciation due to network swaps in Pakistan and Ukraine, USD 12 million in impairments, USD 25 million of non-cash tax provisions*

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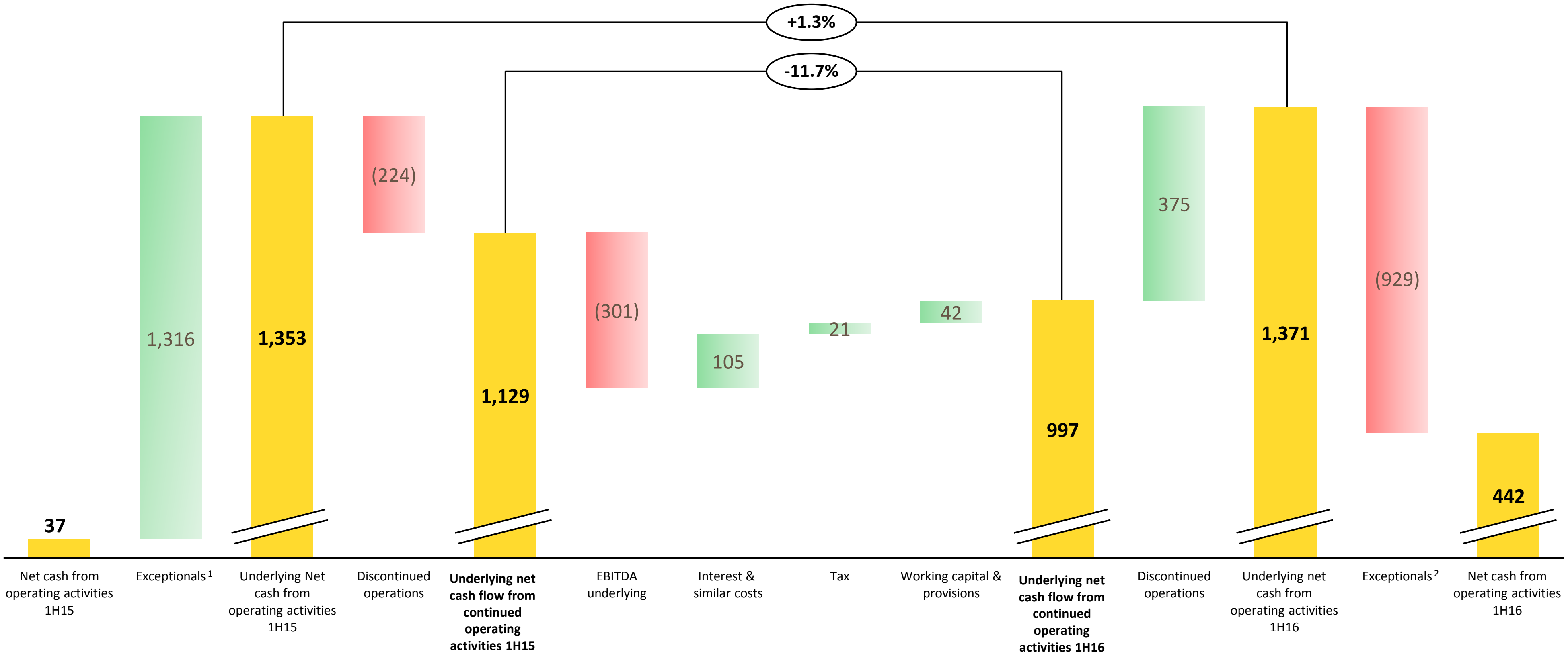
H1 2016 net cash flow from operating activities

USD million



[1] Exceptional in H1 2015 consists of payments related to Algeria transaction in total amount of USD 1,312 million and USD 5 million payments related to SIM re-verification in Pakistan

[2] Exceptional items in H1 2016 consist of payments related to SEC/DOJ/OM agreements of USD 795 million, related legal costs of USD 10 million and USD 118 million payments related to Performance Transformation and USD 5 million in exceptional costs. Exceptional costs in Kyrgyzstan and Tajikistan are not included as they refer to non-cash tax provision

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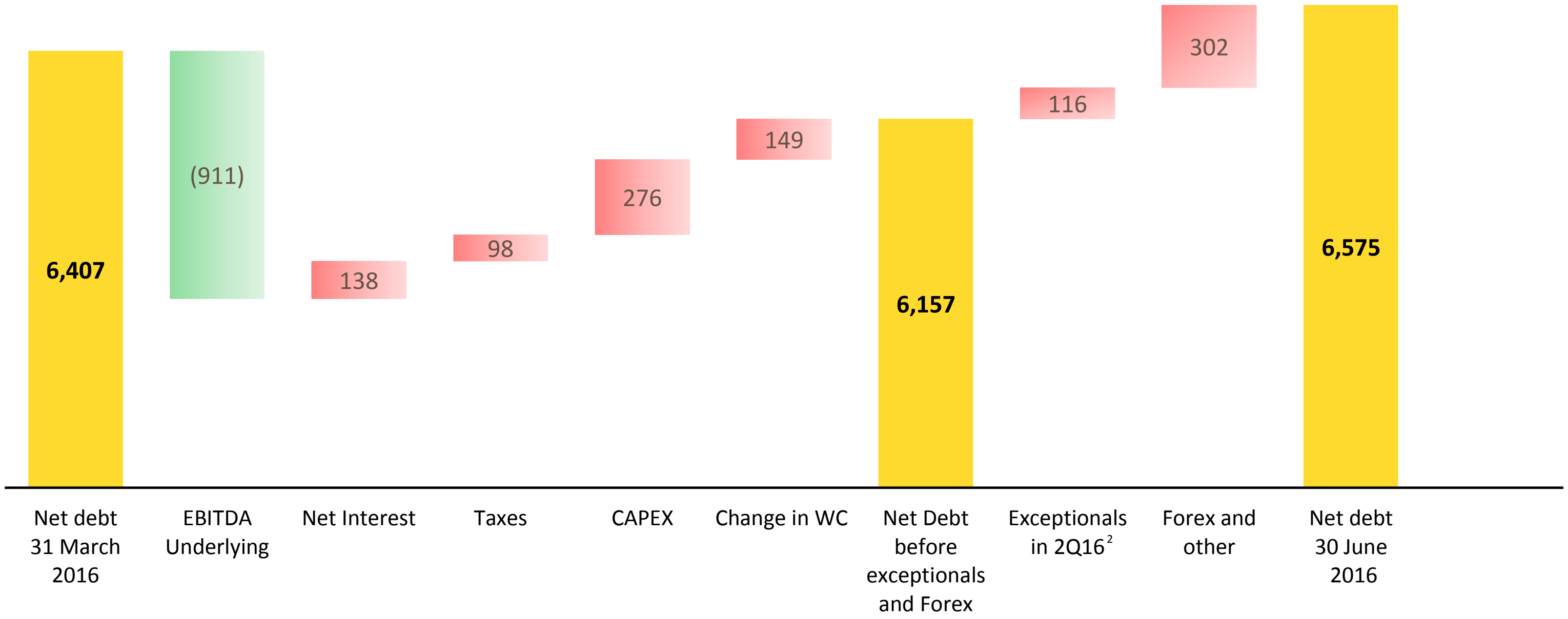
Q2 2016 net debt evolution

USD million



Net debt/ LTM EBITDA[1]	**1.7x**	**1.7x**	**1.8x**

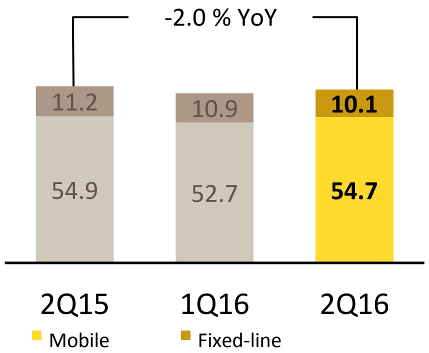
[1] *Underlying LTM EBITDA, which excludes: in 2015 exceptional items totaled USD 1,051 million and mainly consisted of provisions for investigations (related to SEC/DOJ/OM) of USD 900 million and transformation costs of USD 138 million; in Q1 2016, LTM underlying EBITDA excludes adjustments of Q2-Q3-Q4 2015 (see above for the amount) and Q1 2016 total adjustments of ~USD 40 million*

[2] *In Q2 2016, Performance Transformation costs of USD 74 million and other exceptional in OpCos of USD 42 million*

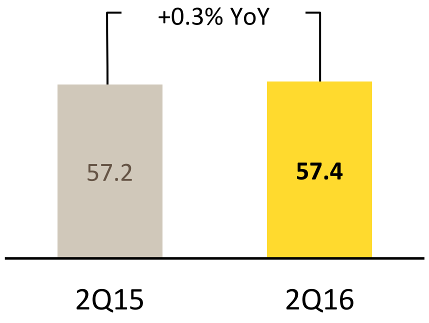
Russia: challenging environment, increasing competition

LCCY BILLION, UNLESS STATED OTHERWISE

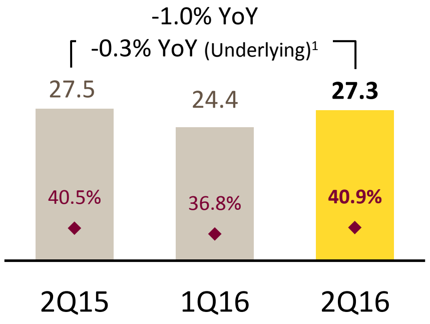
Service revenue



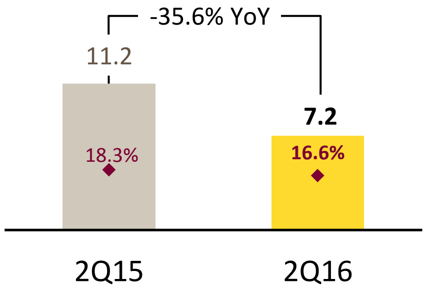
Mobile customers
(million)



EBITDA and EBITDA margin



Capex excl. licenses and LTM capex/revenue



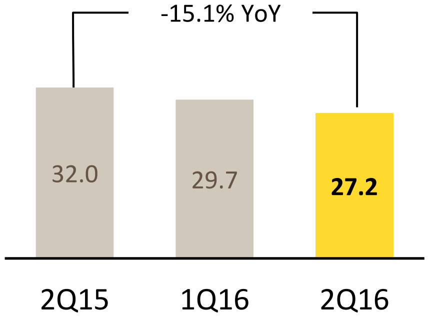
- Price competition increasing
- Total service revenue decreased due to declining fixed-line and mobile service revenue affected by challenging macro environment and increased competition
- Mobile data revenue grew 20% YoY
- Underlying EBITDA margin improving YoY by 0.7p.p., driven by Performance Transformation
- NPS relative ranking continuing to improve, on par with competition
- Capex decreased mainly driven by phasing and capital efficiency

[1] *Q2 2016 EBITDA negatively impacted by one-offs of transformation costs of RUB 177 million*

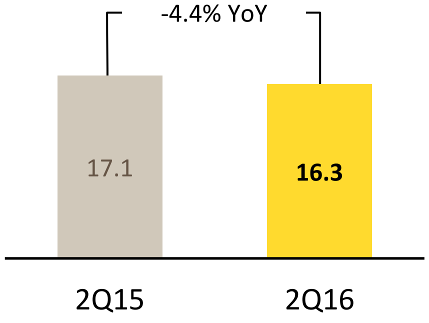
Algeria: increased pressure on results

DZD BILLION, UNLESS STATED OTHERWISE

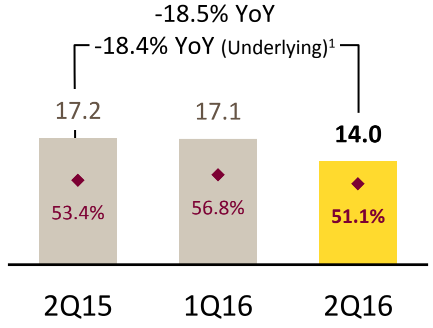
Mobile service revenue



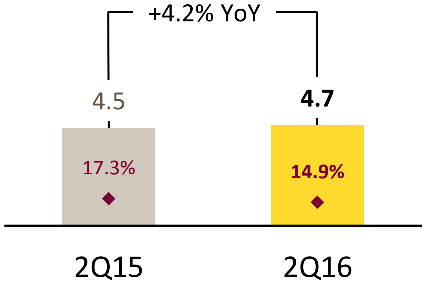
Mobile customers
(million)



EBITDA and EBITDA margin



Capex excl. licenses and LTM capex/revenue



- Service revenue decreased YoY, due to:
  - High churn of customers over the last year
  - ARPU decrease as a result of high-value customers churn and shift in Ramadan
- Continued strong data revenue growth +53% YoY
- EBITDA declined YoY as a result of revenue decrease
- EBITDA margin continued to be above 50%:
  - Commercial and network costs optimization
  - Delayering and therefore HR costs reduction
  - Further FTE reduction announced in July 2016
- 3G available in 41 wilayas (provinces); 4G/LTE licenses were awarded in May 2016, commercial launch expected in autumn 2016
- Approved dividends of 48% of FY2015 net income (gross amount of USD 128 million) to be distributed in Q3 2016
- Tom Gutjahr, the new CEO, is onboard

[1] *Q2 2016 EBITDA negatively impacted by one-offs of transformation costs of DZD 10 million*

Algeria: focus on customer base stabilization

Revenue	Customers	ARPU
-15% ▼	-4% ▼	-12% ▼

- Legacy under-investment
- Significant Market Player status
- Asymmetry in MTRs
- Restrictions on 3G roll-out

Issues

Customers

- **Distribution challenges:** commission optimization with negative effect on sales, partially corrected
- **Sub-optimal commercial decisions**: change in billing increment and forced migration in Q1 2016; billing change reversed in Q2 2016

ARPU

- **High-value customer churn** on the back of the gap in 3G and better on-net pricing by competitors
- **QoQ shift in Ramadan** -2.3% YoY

Actions

Customers

- 4G/LTE commercial launch in autumn 2016 with opportunity to win back high value customers
- Transformation in distribution; monobrand roll-out and refurbishment of existing shops in the medium term
- Promoting micro campaigns with tailored services to increase satisfaction

ARPU

- New simple offers aligned with customer needs
- Data monetization initiatives: bundles, add-ons pack
- Smartphone promotions coupled with bundle offers

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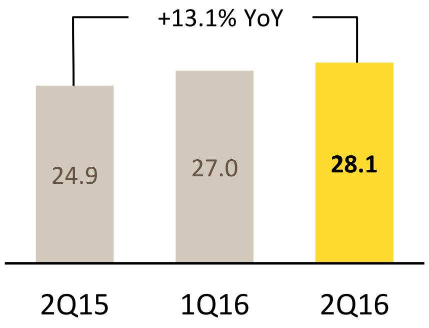
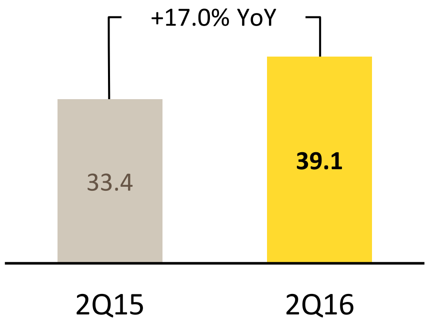
Pakistan: strengthening leadership position

PKR BILLION, UNLESS STATED OTHERWISE

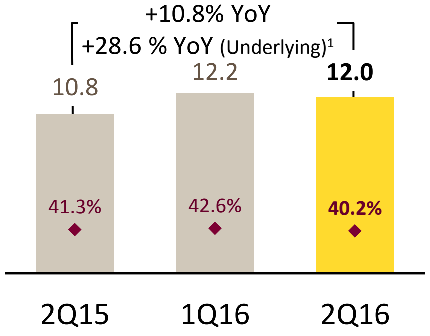
Mobile service revenue



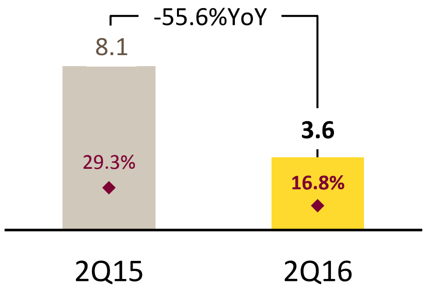
Mobile customers
(million)



EBITDA and EBITDA margin



Capex excl. licenses and LTM capex/revenue



- Double digit revenue growth supported by all revenue streams, gaining revenue market share
- Strong data revenue growth at 55% YoY
- MFS revenue represents 3.5% of service revenue, +56% YoY
- Underlying EBITDA margin, excluding Performance Transformation costs, remains strong at 45%
- Capex decreased due to the rapid 3G rollout in 2015
- Aamir Ibrahim, the new CEO, is onboard

Mobilink and Warid transaction closed

Warid financials will be consolidated starting from July 2016:

LTM 2Q16

Revenue	~PKR 37 billion (USD 350 million)
EBITDA margin	~20%
Net debt*	~PKR 37 billion (USD 350 million)

* excluding intercompany loan of USD 80 million from Mobilink

[1] Q2 2015 EBITDA negatively impacted by exceptional costs of PKR 310 million related to SIM re-verification costs and a positive one-off in utility costs; Q2 2016 EBITDA negatively impacted by exceptional costs of PKR 1.5 billion related with Performance Transformation costs

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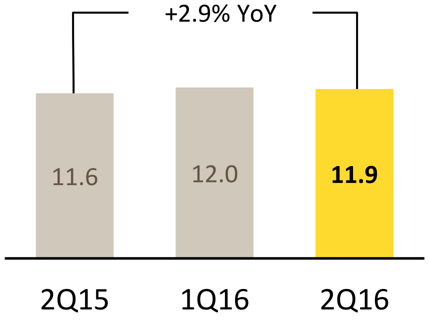
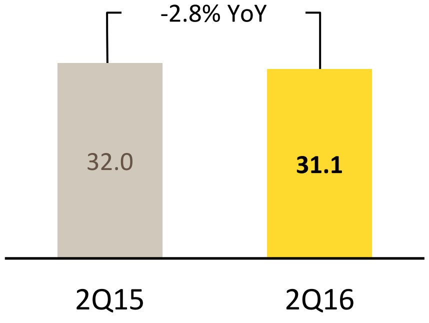
Bangladesh: EBITDA margin expansion

LCCY BILLION, UNLESS STATED OTHERWISE

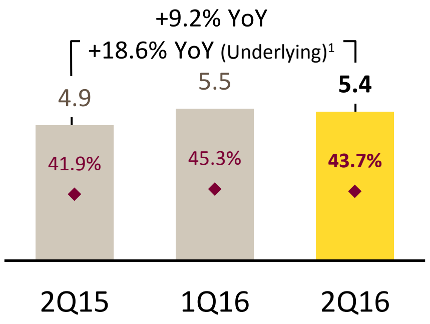
Service revenue



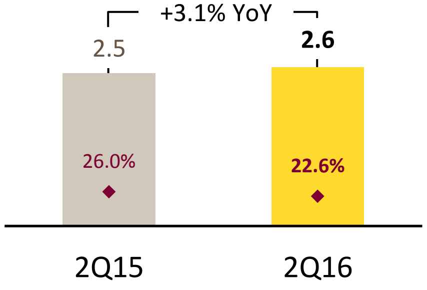
Mobile customers
(million)



EBITDA and EBITDA margin



Capex excl. licenses and LTM capex/revenue



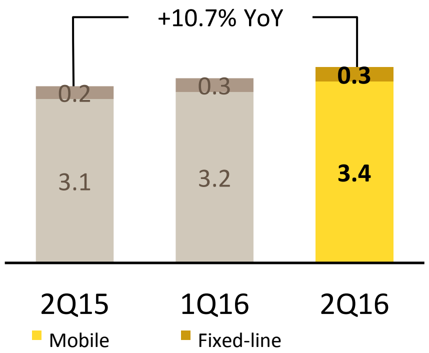
- Service revenue increased 2.9% YoY with data revenue growth at 60% YoY
- SIM re-verification successfully completed in July:
  - 93% customers verified, almost 100% revenue secured
  - Excluding the effect of shift in Ramadan and additional supplementary duty, service revenue growth was 4% YoY
- Underlying EBITDA margin of 48%, benefiting from revenue increase and Performance Transformation
- Banglalink 3G coverage reached 50% of population, from 33% at year-end 2015

[1] Q2 2016 EBITDA negatively impacted by exceptional costs of BDT 464 million related to PT costs and SIM re-verification costs

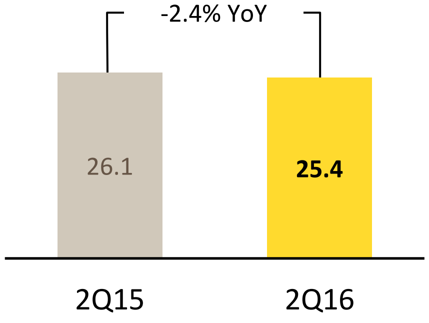
Ukraine: continued robust results

UAH BILLION, UNLESS STATED OTHERWISE

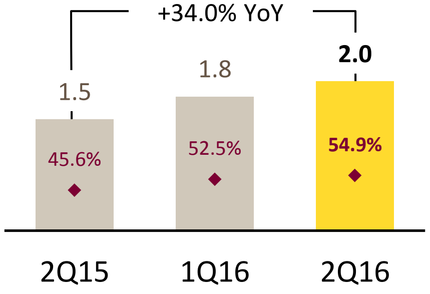
Service revenue



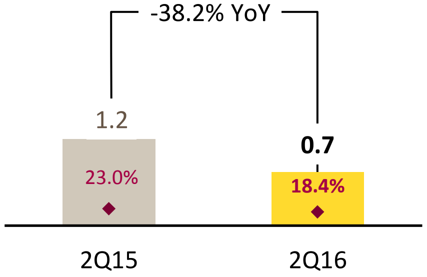
Mobile customers
(million)



EBITDA and EBITDA margin



Capex excl. licenses and LTM capex/revenue

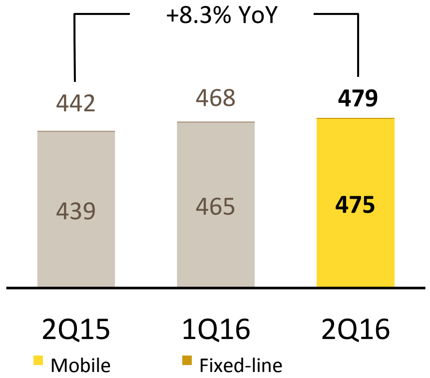


- Clear market leader in challenging environment
- Service revenue increased 10.7% YoY, with mobile data revenue growing at 79% YoY
- Strong EBITDA margin at 55%, mainly driven by revenue growth and Performance Transformation
- High LTM Q2 2016 OCF margin of 34%
- Kyivstar 3G coverage reached 48% of population, from 35% at year-end 2015

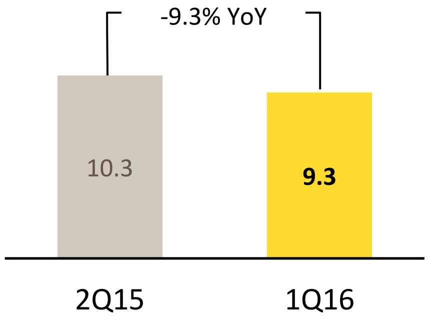
Uzbekistan: strong revenue growth

UZS BILLION, UNLESS STATED OTHERWISE

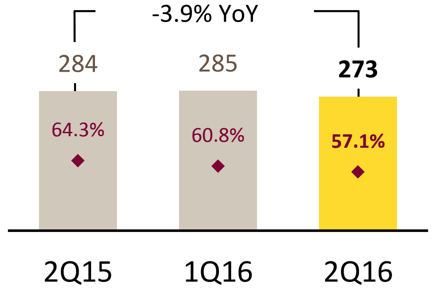
Service revenue



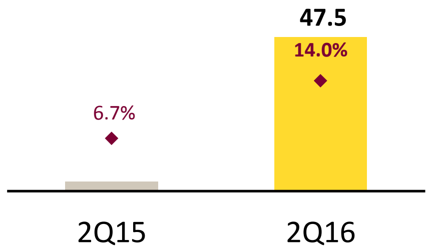
Mobile customers
(million)



EBITDA and EBITDA margin



Capex excl. licenses and LTM capex/revenue

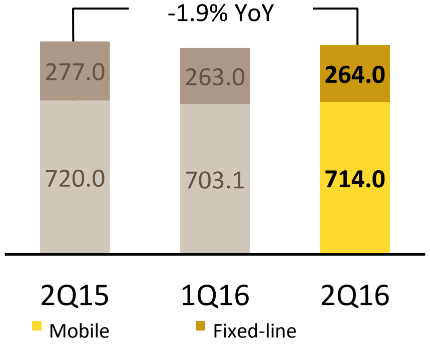


- Service revenue increased 8.3% YoY, with mobile data revenue growing at 10% YoY, notwithstanding the change in the market structure from 2 to 4 players
- Robust EBITDA margin at 57%, although declined mainly due to the increased customer tax, impacting EBITDA margin negatively by 4.6 pp YoY
- Major milestone reached with the extension of the operating license for the next 15 years

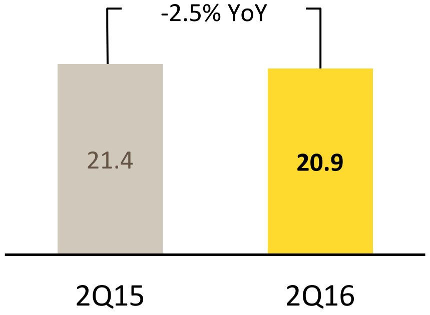
Italy: improving quarter-on-quarter trend

EUR MILLION, UNLESS STATED OTHERWISE

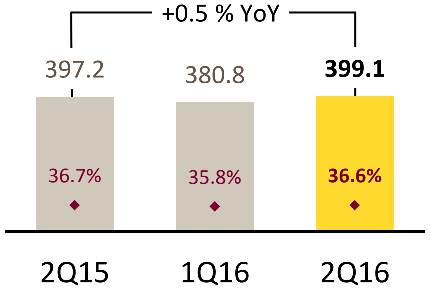
Service revenue



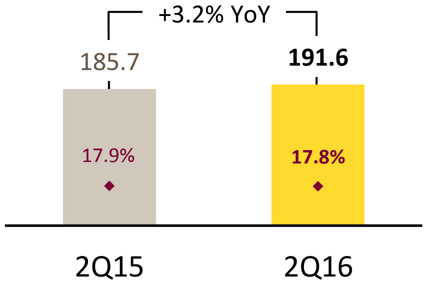
Mobile customers
(million)



EBITDA and EBITDA margin



Capex excl. licenses and LTM capex/revenue



- Total Revenue and EBITDA back to growth (+0.9%/+0.5% YoY)
- Double digit growth in mobile data revenue (+13% YoY)
- Fixed direct customers base +3.7% YoY, of which broadband segment +5.1% YoY
- 4G/LTE population coverage approximately 62%, from 56% at year-end 2015
- Italian JV:
  - Italy JV filing of commitments to EC and formal agreements signed with Iliad
  - As of today, no Statement of Objections received
  - EC decision expected by 8 September
- Enel Open Fiber agreement signed in April; in May first FTTH customers connected in Perugia and 4 new cities will be covered by September

FY 2016 guidance confirmed - lower end of range for service revenue and underlying EBITDA margin, while capex/revenue is trending towards 17%

	Targets FY 2016	H1 2016
Service Revenue[1]	**Flat to low single digit growth YoY**	**+0.8% YoY**
EBITDA underlying margin[1]	**Flat to +1 p.p. YoY**	**Organic +0.1 pp YoY** (40.9%)
Capex / revenue[1]	**17-18%**	**LTM: 17.3%** (1H16: 10.9%)
OCF margin[1] **(EBITDA-capex)/revenue**	**Flat to +2 p.p. YoY**	**+2.6 pp YoY** (30.0%)
Leverage[2]	**~2x**	**1.8x**

[1] All targets, except leverage are calculated at constant currency. Targets for 2016 assume no major regulatory changes, no change to the asset portfolio and no major macro-economic changes; targets are also adjusted for Italy classified as asset held for sale; EBITDA Margin excludes exceptional items such as impairment charges, restructuring charges, litigation and settlements, impact of M&A transactions and related accounting and other one-off charges and transformation costs

[2] Leverage target 2016 on assumed FX for 2016 (all currencies, e.g. Ruble/Dollar of 70). Leverage target 2016 assumes successful closing of Italy JV and Pakistan transaction

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Appendix

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Exceptional item summary

USD mln, unaudited	2Q16	2Q15	1H16	1H15
EBITDA	**795**	**1,069**	**1,553**	**2,006**
Performance Transformation costs, of which	**74**	**-**	**118**	**-**
HQ and Other	55		90	
Russia	3		3	
Emerging Markets	16		24	
Other exceptional items, of which	**42**	**(3)**	**39**	**5**
In other and HQ, mainly due to provisions for indirect taxes	38		38	
SIM re-verification in Bangladesh	4		4	
SIM re-verification in Pakistan, offset by positive one-off in utility costs in Q2 2015		(3)		5
Bad debt and litigation losses in Uzbekistan			(3)	
Total exceptional items	**116**	**(3)**	**157**	**5**
EBITDA underlying	**911**	**1,066**	**1,710**	**2,011**

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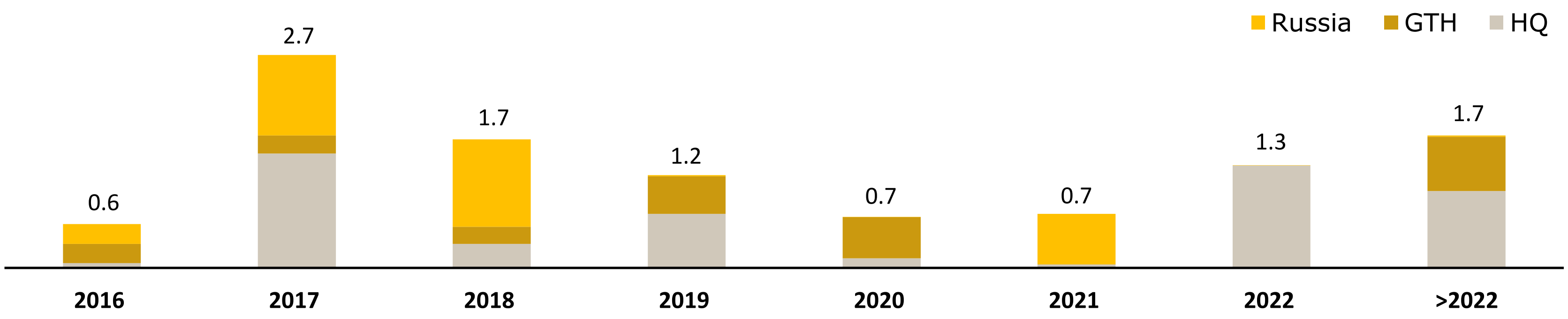
Group debt maturity schedule

As at 30 June 2016, in USD billion

Group debt maturity schedule



Group debt maturity schedule by currency[1]

	2016	2017	2018	2019	2020	2021	2022	>2022	
USD	0.1	1.5	0.6	1.0	0.6	0.7	1.3	1.7	71%
RUB	0.3	1.0	0.8	0.0	0.0	0.0	0.0	0.0	20%
Other	0.2	0.2	0.2	0.2	0.0	0.0	0.0	0.0	9%

[1] *After effect of cross currency swaps*

Debt by entity

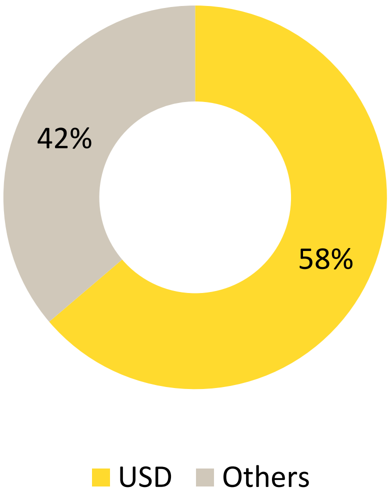
As at 30 June 2016, USD million

Outstanding debt (millions)	Type of debt/lender					
Entity	**Bonds**	**Loans**	**RCF**	**Vendor Financing**	**Other**	**Total**
VimpelCom Holdings B.V.	3,369	-	-	-	-	3,369
VimpelCom Amsterdam B.V.	-	1,000	-	664	-	1,664
PJSC VimpelCom	1,773	1,187	-	95	42	3,097
GTH Finance B.V.	1,200	-	-	-	-	1,200
Pakistan Mobile Communications Limited	69	316	-	-	-	385
Banglalink Digital Communications Ltd.	300	37	-	-	0	337
Omnium Telecom Algeria S.p.A.	-	499	-	-	-	499
Others	-	-	-	8	- 0	8
Total	**6,711**	**3,039**	**-**	**768**	**42**	**10,560**

Liquidity analysis

Group Cash breakdown by currency (USD 4.0bn)

(30 June 2016)



Unused RCF headroom at the end Q2 2016:

VimpelCom - syndicate	USD 1.8 billion
PJSC VimpelCom - Sberbank	RUB 15 billion (USD 0.2 billion)

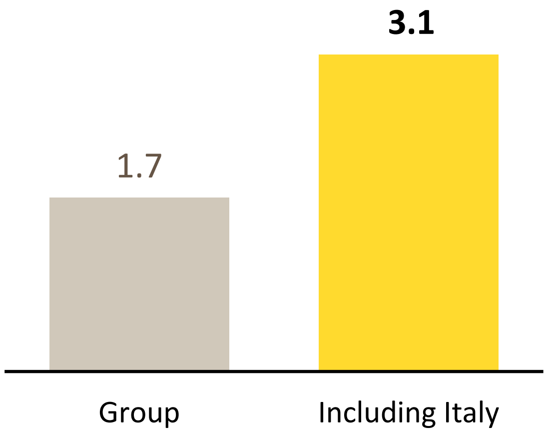
Unused VF/CF headroom at the end Q2 2016:

VimpelCom - CDB	RMB 0.7 billion (USD 0.1 billion)
Algeria - syndicate	DZD 32 billion (USD 0.3 billion)
Pakistan - syndicate	PKR 13 billion (USD 0.1 billion)

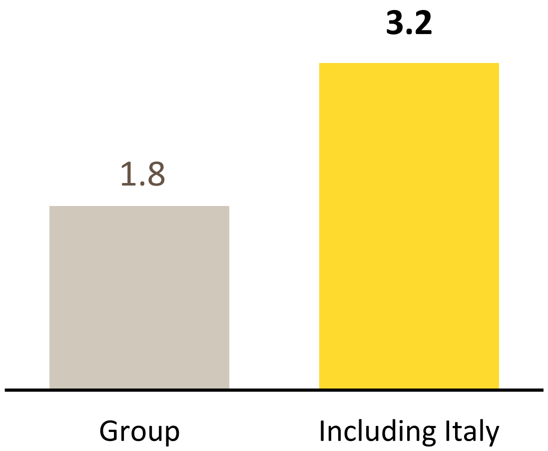
Cash position largely held in USD

Net debt/EBITDA

Net debt / EBITDA[1]
(31 March 2016)



Net debt / EBITDA[1]
(30 June 2016)



[1] *Underlying LTM EBITDA*

Rates of functional currencies to USD

	Average rates				Average rates			Closing rates	
	2Q16	2Q15	YoY	FY16 Targets	1H16	1H15	YoY	2Q16	1Q16
Russian Ruble	65.89	52.65	25.1%	70.00	70.26	57.40	22.4%	64.26	67.61
Euro	0.89	0.90	-2.0%	0.88	0.90	0.90	0.0%	0.90	0.88
Algerian Dinar	109.54	98.27	11.5%	100.00	108.68	95.76	13.5%	110.31	108.39
Pakistan Rupee	104.67	101.83	2.8%	105.00	104.71	101.62	3.0%	104.75	104.71
Bangladeshi Taka	78.35	77.79	0.7%	79.00	78.41	77.82	0.8%	78.33	78.38
Ukrainian Hryvnia	25.26	21.61	16.9%	25.00	25.46	21.36	19.2%	24.85	26.22
Kazakhstani Tenge	335.58	185.86	80.6%	350.00	345.35	185.22	86.5%	338.87	343.06
Uzbekistan Som	2,910.98	2,522.6	15.4%	2840.00	2,877.3	2,486.8	15.7%	2,943.46	2,876.7
Armenian Dram	479.06	476.32	0.6%	480.00	483.83	476.71	1.5%	476.68	480.79
Kyrgystani Som	68.38	60.52	13.0%	70.00	71.29	60.67	17.5%	67.49	70.02
Georgian Lari	2.21	2.28	-3.0%	2.25	2.32	2.18	6.7%	2.34	2.37

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