ANNUAL REPORT 2011

OJSC “Company “M.video”
Annual Report 2011

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Statement from Chairman and CEO

Peter Györffy, Chairman of the Board of Directors.
Alexander Tynkovan, Chief Executive Officer.

To all our shareholders!

2011 was again an excellent year in the history of M.video. With an annual revenue of over 132 billion rubles (including VAT), M.video's total business grew by nearly 30 billion rubles or almost 30% versus the previous year.

This exceptional performance is not only based on the opening of 44 stores in the course of the last 12 months, which increased the total number to 261 in 115 cities all over Russia. Even more, the strong like-for-like growth of 10% clearly proves that the Company's strategy is meeting the expectations of the target audience very well. As a consequence, our Company was able to further extend the leading position as the number one Consumer Electronics retailer in Russia by revenue.

By putting our customers in the focus of all our activities, our slogan "We do care" became reality, whilst customer centricity and service-orientation is reflected in customer feedback and market research as one of our major competitive edges. With "My customer – My responsibility" all M.video employees are fully committed to this winning philosophy.

Our experienced management team is committed to the implementation of our approved strategy. This all lead to a further increase of our gross margin %, cash position, EBITDA and net profit to record levels. For the third year running the board of Directors has proposed a dividend payment to our shareholders. The dividend is almost 50% higher than was paid in 2010.

However, all over the world retailing in general and Consumer Electronic retailing in specific are undergoing significant changes of their business models.

We are experiencing different consumer behaviour, influenced by fast developing digital technology, the use of new media and the ambition of being "permanently connected" creates a completely new business environment. Most of the resulting effects on the business are not even predictable. Only the best and most forward thinking companies can keep up to and adapt to these changes.

As a company we take these changes very seriously, as we believe that they will be significant and sustainable. As the number one in Russia's off-line sales of Consumer Electronics, we see it as our duty to be the leading force in the upcoming on-line business. Working hard on our internal cost structure in order to balance pressure from lower product prices due to the Internet, whilst maximizing our sales in our stores shall give customers the choice to decide how to buy at M.video.

After the introduction of "self-service" and the launch of "discounting", the impact of the Internet will lead to the "third revolution" of bricks & mortar retailing.

With our full commitment to an Omni-Channel strategy, we are convinced of managing and shaping this new digital world successfully.

Peter Györffy.

Alexander Tynkovan.

Company Philosophy

Vision
M.video is the best place to shop for consumer electronics in Russia.

Mission
To build an efficient consumer electronics business in Russia:

- to make high-quality consumer electronics goods available to consumers with high quality service;
- to ensure career opportunities for company employees;
- to achieve positive growth in company operations and profitability

Strategy
Our primary business objective is to increase shareholder value through increased revenue and operating margins and, by focusing on our competitive strengths, to increase our market share in Russia by becoming the number one retailer in the cities where we operate. In order to achieve these objectives, we are implementing a strategy that includes the following key elements:

- Increasing market share based on our Omni-Channel concept
- Enhancing our key brand advantages
- Focus on profitability

Company Background

M.video is the largest consumer electronics and home appliance retailer in the Russian Federation. We opened our first retail store in the downtown Moscow in 1993 and as of the end of 2011 our business has grown into a nationwide retail network of 261 stores in 115 cities all over Russia.

M.video offers its customers approximately 20,000 SKUs of audio/video, digital, small and large home appliances, entertainment products and accessories. We sell brand name products including some exclusive models. M.video operates its stores under a uniform format and a specially designed store concept to provide customers with approximately 2,000 square meters of easy-to-navigate shopping space that also offers information about products and upcoming trends.

In addition to providing an efficient retail store format and customer-friendly store concept aligned with the brand perception, M.video believes that it has distinguished itself by offering its customers a wide assortment of quality and innovative products and outstanding customer service whether through the product knowledge of the sales people, additional service agreement, in-store service zones or our 24-hour customer care centre.

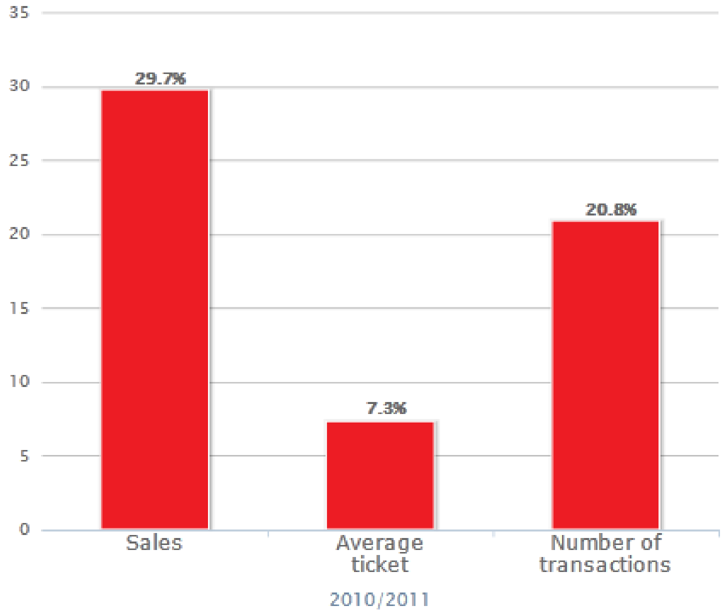
In November 2007 M.video became the first and the only publicly traded company in the domestic consumer electronic retail sector; our shares are traded on Russian MICEX-RTS exchange.

M.video locations

Location	Number of Stores Per City
Moscow (with Moscow area)	49
Saint-Petersburg	15
Kazan, N.Novgorod, Yekaterinburg	6
Chelyabinsk, Krasnodar, Novosibirsk, Rostov-on-Don, Volgograd	5
Samara, Ufa, Yaroslavl	4
Astrakhan, Krasnoyarsk, Lipetsk, Omsk, Orenburg, Perm, Saratov, Stavropol, Tyumen, Ulyanovsk, Vologda, Voronezh	3
Arkhangelsk, Barnaul, Cherepovets, Irkutsk, Izhevsk, Kemerovo, Kirov, Kursk, Nalchik, Nizhnevartovsk, Novorossiysk, Penza, Pyatigorsk, Ryazan, Sochi, Stary Oskol, Surgut, Syktyvkar, Taganrog, Tolyatti, Tomsk, Vladimir	2
Almetyevsk, Armavir, Arzamas, Balakovo, Belgorod, Berezniki, Biysk, Bryansk, Cheboksary, Cherkessk, Dmitrov, Dubna, Engels, Essentuki, Gubkin, Ivanovo, Kislovodsk, Khanty-Mansiysk, Kolpino, Kostroma, Kurgan, Lyantor, Makhachkala, Magnitogorsk, Maykop, Naberezhnye Chelny, Neftekamsk, Nefteyugansk, Nizhnekamsk, Nizhny Tagil, Novokuznetsk, Novotroitsk, Novy Urengoi, Noyabrsk, Nyagan, Obninsk, Oktyabrski, Orel, Orsk, Pervouralsk, Pskov, Salavat, Saransk, Sergiev Posad, Seversk, Shchelkovo, Sterlitamak, Syzran, Tambov, Tobolsk, Tver, Tuapse, Tula, Ulan-Ude, Ukhta, Vladikavkaz, Volgodonsk, Volzhsky, Yoshkar-Ola, Yakutsk, Zelenograd, Zheleznogorsk	1
Total Cities: 115	**Total Stores: 261**

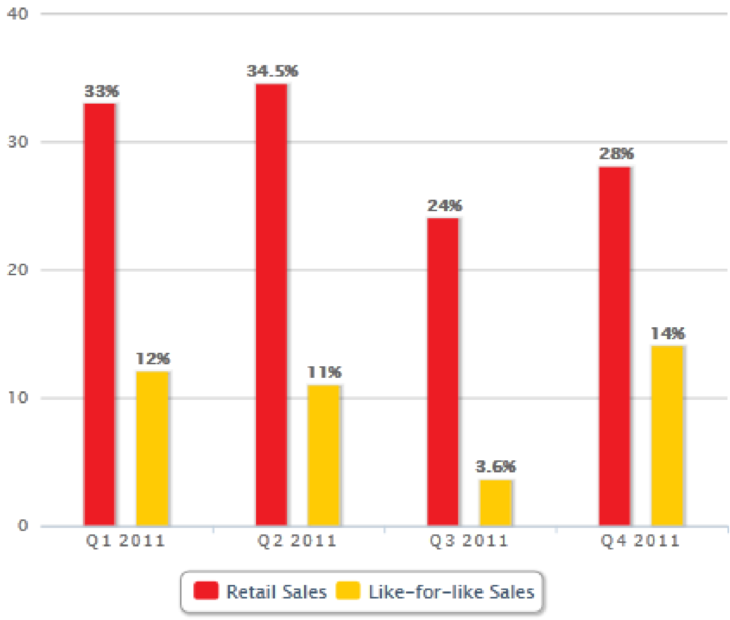
Operational Performance Review

In 2011 M.video stores were visited by more than 136 million people: in our estimate, 21% out of them made a purchase. Average transaction amount exceeded 5,000 rubles (including VAT).



M.video retail indicators growth in 2011 (as % to 2010)

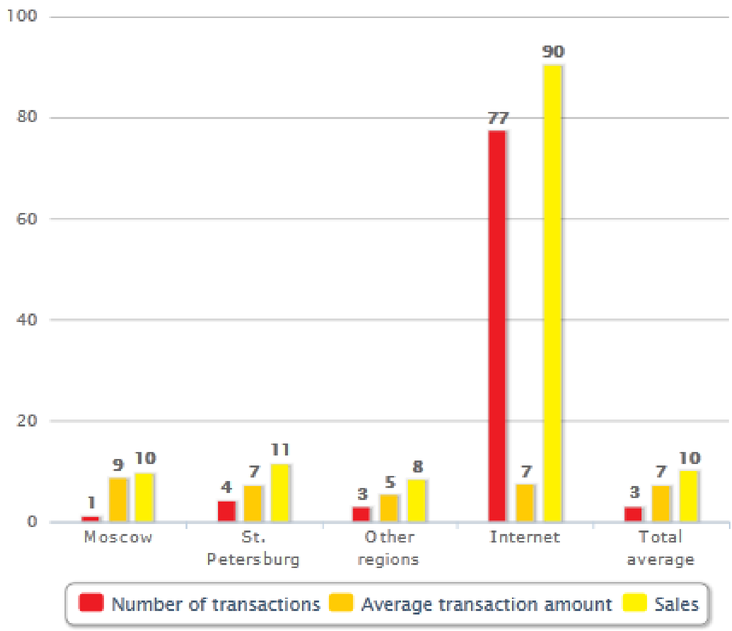
The total growth in sales of 29.7% was achieved due to the average basket increase of 10.7% and number of transactions of 19%. The number of transactions increase was due to both higher like-for-like (LFL) purchases and new store openings.



Retail revenue and like-for-like dynamics in 1Q-4Q 2011

The LFL sales totaled 10% in 2011. The LFL sales efficiency (sales per Full Time Equivalent employee, or FTE) increased by 7.7%; In 30% of our stores sales efficiency exceeded one million rubles per FTE in 2011. Moreover in the successful holiday season of December 2011 our sales efficiency hit the record high 1.5 million rubles per FTE.

The Employee Turnover % in 2011 reached the lowest level since 2008. In November and December the Employee Turnover was at its lowest level of 3.7% and 2.9% accordingly.



Transactions, average ticket and like-for-like sales dynamics in 2011 (as % to 2010).

The management team identifies customer satisfaction as the key to continuing the Company's success. In 2011 one of our priority tasks was further development of "My Client – My Responsibility" (MCMR) strategy the outcome of which was opening of 150 Service Zones in 48 cities.

Within the bound of these zones (branded as "M.Service") various services are provided to customers, such as product check, software installation, diagnostics, etc. The Service Zones helped customers who want to understand how to use their purchase and for those who would like to upgrade software or move their personal data from one device to the new one they purchased. In addition we launched home installation services to provide a professional "beginning to end service" for all our customers.

As the result of professional diagnostics run by dedicated Service Zone specialists the number of product returns decreased by 21% versus the previous year throughout the network. Customer claims were 29% lower than the previous year proving that MCMR was not only accepted but correctly adopted across the business. Our store directors and sales staff were taking accountability and treating customers as they expect to be treated following the Company's widely promoted motto "We do care".

In August 2011 was the launch of the new store concept for the 2,000 square meter stores. The new concept is designed around simplification of the store design while showcasing the latest technologies and promoting our brand. Our first new concept store was in Moscow. This store enjoyed a significant increase in traffic and sales and customers reactions were favorable. In October – November new concept store were opened in St. Petersburg, Ufa and Samara with trading in line with our expectations. We will continue to roll this concept out to our new and reconstructed stores.

Our customer satisfaction index rose and people showed loyalty to our company for their Consumer Electronics purchases.

In 2011 we viewed a very encouraging trend for the future development of M.video: our 10% LFL store sales were accompanied by substantial growth of M.video Internet business. We saw a record 90% increase in Moscow online sales while growing our stores revenue in the city.

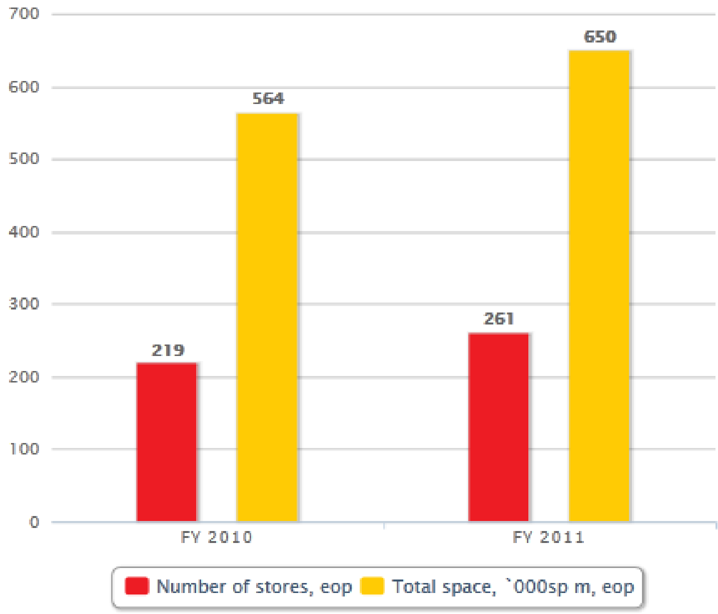
In line with those results which were achieved in of the key markets we developed a new strategy which we called an Omni-Channel approach. Omni-Channel provides a unique opportunity for our customers to receive the same service level whatever way – on-line or store – they choose to shop. We are one brand name – M.video - to serve our customers' demand. We're committed to growing our business in this perspective Omni-Channel mode to continue delivering strong results.

Expansion of the network

We opened 44 new stores in a calendar year for the second consequent year in 2011. We also closed 2 stores in Saint Petersburg due to low efficiency and relocation of the existing outlet.

The total number of stores by the end of the year amounted to 261. The net space increased by 86,000 square meters or 2,050 square meters per store, totaling 650,000 square meters. Of the 44 new stores opened 24 were in new cities and new markets in East Siberia (Yakutsk and Ulan-Ude) and in the North (Syktyvkar and Ukhta).

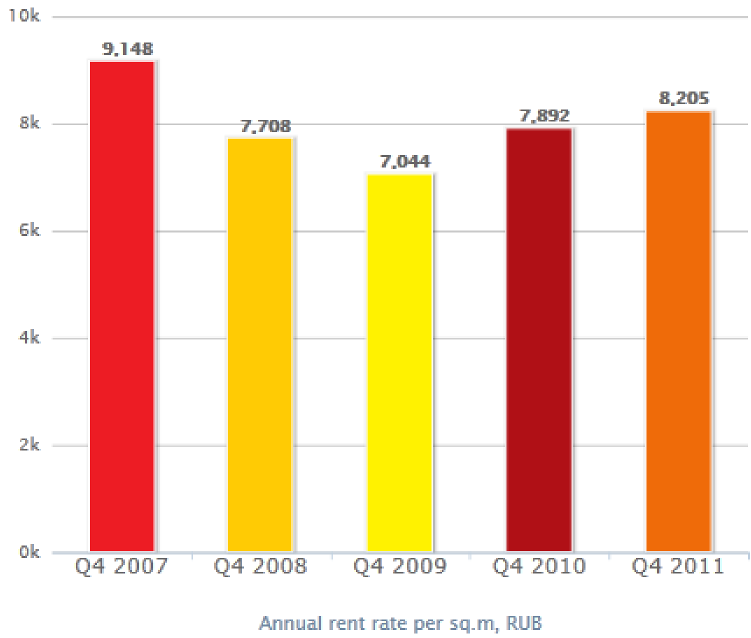
In 2011 M.video continued to implement its strategy of increasing the density of operations to get economies of scale on advertising and supply chain costs and to increase our market share in those cities. The number of cities with more than three stores increased by 50% (14 versus 9 the year before).



Number of stores and growth in store area in 2011.

Our store profile includes 225 of our stores in shopping malls and 36 stand-alone destinations. We lease 90% of our stores while own 10% of stores.

In 2011 we experienced a 4% increase in the rent rates for the new openings which were fully justified by the revenue growth.



Rent rates dynamics for the new stores opened in Q4 2007-2011.

As the pipeline of the new construction of shopping malls in Russia dried up since 2008 we became more opportunistic. We are approached by those landlords during 2011 who wanted us to substitute some of their existing anchor tenants and regarded

M.video as the partner of choice for their malls. Thus we opened more than half of our new stores in 2011 in existing shopping centers where we were able to find space fitting our 2,000+ sq m store format.

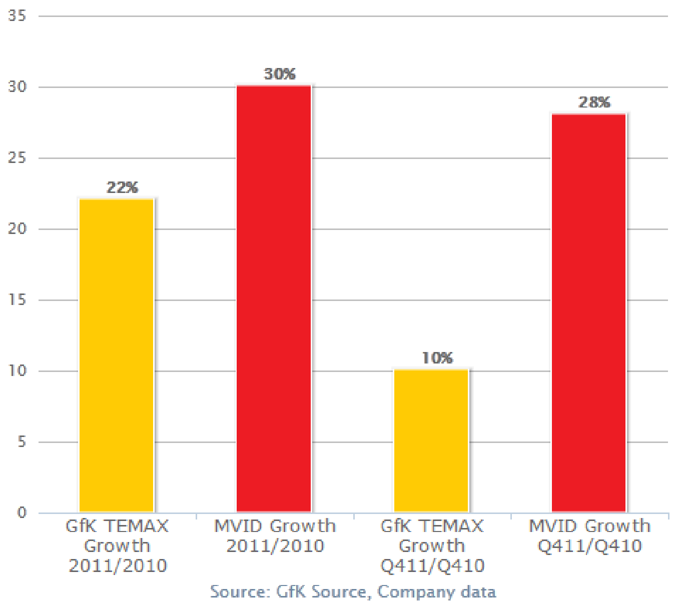
The average time it takes us to open a store is 3-4 months, and we invest 46 million rubles (without VAT) in each store on fixtures, lease agreements and other pre-opening costs.

In 2011 we piloted a new format of 1,000 square meters and opened 13 stores in the various regions. The smaller selling space allows us to use the same metrics which we apply to a standard 2,000 square meters store but having advantages on the capital expenditure side. We also put pressure on the competitors in smaller cities where they have good sales because we are not present. The net benefits of the new format introduction are to be more scrutinized but we're enthusiastic on the potential synergies this approach brings to our Omni-Channel strategy.

Market and competition

M.video competes with both national and regional consumer electronics retailers throughout Russia, as well as against niche specialist retailers such as computer, telecom and/or photography stores. We demonstrate high growth rates in sales due to our superior sales technologies and high standards of customer service.

With an overall growth of 30% versus a market development of 22% (GfK source) in 2011 M.video proved its leadership both in the Consumer Electronics specialists, CES (nationwide federal chains) area as well as in the total Consumer Electronics market. We obtained even more remarkable result in our high season in the fourth quarter of 2011 outperforming all our competitors with 28% sales increase against 10% growth in the market (GfK source).



M.video sales growth vs. market in 2011.

2011 was the year of the absolute market leadership consolidation over all the categories for M.video, with a total market share of 25.5% in the CES channel and 12.4% in the total market (company estimate).

All categories showed a great performance, but this market share improvements is due to the following outstanding accomplishments.

We achieved a dominant position in Flat TVs business after growing our market share to a record level of 25.7% of the total consumption. In 2011 we sold more than one million seven hundred thousand TV sets through our network, the highest benchmark in the Russian CE retail.

For the first time in history, M.video became a market leader in the Large Home Appliances (LHA) market with a total market share close to 20%. “Trade-in”, “Installation free of charge” and other campaigns and vendor sponsored activities were quite successful making the LHA category one of our best performers.

The third pillar of our strong performance became Small Home Appliances (SHA), where we had the highest gain in share of more than 2%, with a final total market share of 24%.

The overall competitive environment in 2011 for the federal retail chains remained unchanged with the three companies which altogether consolidated this channel. M.video leads this top three group based on its superior top line growth demonstrated in 2011.

Gross margin development and innovations

The management of M.video constantly focuses on ways to increase retail margins. One of the main achievements of 2011 became the improvement of the gross margin by 0.4% or 40 basis points. This improvement has been based largely on the outstanding over performance in some of the main product categories.

Total Flat TV category growth of more than 40% was mainly driven by increasing sales of the LED TV devices by 3.5 times. At the same time the overall share of the innovative 3D technology grew 25% in 2011.

DSLR Photo cameras sales increased by more than 90% despite the strong product supply restrictions in the market caused by dramatic earthquake in Japan in the spring of 2011.

Smartphone category grew by 50% bringing the share of the smartphones up to 70% of total Company’s mobile handsets sales.

Record sales of Large Home Appliances were primarily driven by the growth of Cooling appliances above 40%, and especially remarkable growth of Combi refrigerators by 50%.

The total growth of Small Home Appliances category by 40% was lead by the extraordinary positive development of the Coffee makers group of more than 70%.

Growth in accessories was essentially driven by volume growth in other categories with low price deflation in the category. The leading groups were the accessories for laptops, media, TVs and DVDs and kitchen appliances.

In 2011 M.video increased its Average Basket by 11.2% as a reflection of our successful strategy to focus on brand and product mix improvement.

Despite of intensive price erosion of the Consumer Electronics and digital business and the pressure on the market prices coming from the Internet, M.video intensified the strategy to concentrate on exclusive brands and differentiated assortment.

We also paid attention to our exclusive assortment, the selection of premium brands and early adoption of innovations in our stores.

Supply Chain development

We manage an inventory of approximately 20,000 items comprising 5,000 core products, 5,000 accessories and 10,000 media and entertainment products. Within our uniform store concept, we can vary the sales area for different product groups according to local customer needs.

Our stores format and merchandising approach provides for allocation of most of goods on the shop floor, moving the stock's 'center of gravity' to the point of sales (POS). The best solution from the efficiency and cost point of view is to concentrate the stock in a Central Distribution Center (CDC), replenishing to the stores on demand, which stipulates for 'one level' distribution model, and helps to 'shorten the pipeline'. At a time we run 2 CDCs in Moscow area and 1 CDC in Nizhniy Novgorod while the stores network are being supported by 70+ Regional Distribution Platforms.

M.video Supply Chain focuses on delivering value proposition to meet customer unique demand while being effective at stock level and operational costs. We balance our stock putting more emphasis on the novelty & promotion goods availability and making our offer in store most attractive to the customer. M.video Distribution Strategy accumulates and balances the 'interests' of Inventory, Transportation, and Location Strategies thus ensuring proper product distribution within the network.

In 2011 we continued to improve our Sales Plan accuracy on SKU level and to optimize our distribution and store replenishment system. This is to finalize our move to SAP Merchandising Resource Planning (MRP) and Predictix Forecasting & Replenishment solutions which were chosen as basis to optimize stock and improve stock availability across the chain.

In 2011 we focused on the following projects critical for the successful execution of our Supply Chain strategy: the implementation of the Category Management Standard Operating Procedures (S.O.P.), as well as the installation of the new SAP backboned Assortment Management and Store Replenishment module, as a key pillar to sustain our Omni-Channel initiative. We also successfully piloted SAP MRP contour within the Telecom and Small Home Appliances category business units (CBU) which is due to roll out to all CBUs in 2012.

The net benefits of the completed Supply Chain projects in 2011 are seen on the inventory level and from the sales growth. We achieved a better understanding of the sales and promotions thus allowing us to optimize the inventory and reduce the out-of-stock and safety stock. As we learn how to use the system we should be able to continue to optimize our stock.

Committing to customers, committing to our staff
We believe that customers' loyalty is key to our success. People want to visit M.video stores because they know they will get good advice about products and accessories, and can find out about new trends. Our staff will always be available to give advice or offer help about what additional items are necessary to ensure successful installation at home.

Our customer offering is supported by a 24 hour call centre. Whether a product has been bought from M.video store or not, our consultants and technicians can assist consumers with advice on topics ranging from the location and openings times of our stores to how to operate and install products.

Our customers' loyalty program called M.video Bonus was implemented in 2009. The program was built on the basis of the innovative Oracle Siebel loyalty management CRM-solution.

In 2011 the number of the registered participants of M.video Bonus program increased by almost 1.8 million people and reached 5.6 million customers. We estimate that 20% of transactions in our network are made by M.video Bonus members while the member's average transaction turns to be 1.5 times larger than the network's average transaction amount.

Overall bonus awards to customers amounted to 3.7 billion rubles in 2011 which allowed us to increase sales using bonuses up to 6.1 billion rubles which comprised almost 4.5% of our revenue (with VAT).

Our employees are part of our competitive advantage. We place a premium on employee recruitment and training to build a strong, team-oriented company culture. We provide many different levels of training to ensure that sales staff are knowledgeable on our products and current trends. Our Corporate university helps us to develop our future store directors and section managers.

	2010	2011	Change, %
HQ	623	694	11.40%
Call Center	126	133	5.60%
E-Commerce	54	80	48%
Regional Admin (incl. Customer Service and Aspirants)	599	636	6.20%
Stores	11,150	13,125	17.70%
Total Headcount FTE	**12,552**	**14,668**	**16.90%**

Average FTE employee dynamics in 2010-2011

After our people, the M.video brand is our strongest asset. That is why we do not franchise stores, but keep direct control through our employees. In this way, we can ensure that we apply universal brand standards to all our stores, wherever they are located. The M.video brand is underpinned by our corporate values; honesty, simplicity, effectiveness and teamwork. We succeed because our staff share these values and focus 100% on our customers.

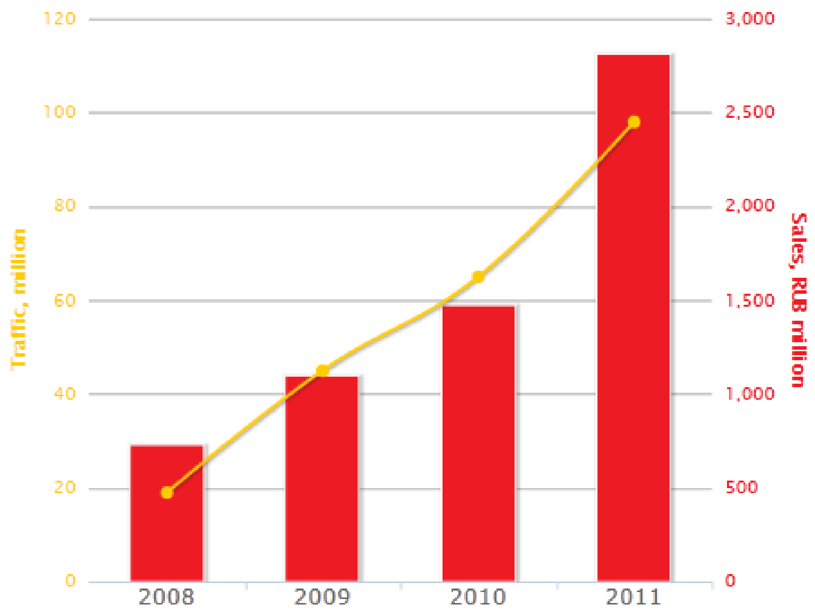
In 2011 we focused on studying the market and customers and changed marketing activities towards to satisfying customers' needs and requirements. We developed further our communications with customers using "We do care!" motto approach.

We also motivate our management team to increase the Net Promoter's Score (NPS). NPS is a system which measures the quality of the customer experience by assessing the willingness of your customers to promote the brand of Mvideo. The highest scores are given to those who promote the experience without being asked from friends and colleagues. This is the goal as word of mouth is the most effective advertising for the brand. We are proud that throughout 2011 our NPS grew from 31% to 49%. We also obtained high rating with the Customer's Satisfaction Index (SCI) research in 2011 which reached 78%.

Online Business Development

Our online business remains one of the key growth area. Internet sales continued to gain a bigger share in total sales (2.1%) growing noticeably (90%) in 2011. If we look at the internet as "only Moscow" then the numbers are more impressive as Internet was greater than 10% of all Moscow revenues.

The accelerating growth of our online sales in 2011 led to the increase of home delivery services by 71% as compared to 2010. While we measured the quality of the outsourced delivery services the share of satisfied customers increased to 98% in 2011.



M.video online sales and internet traffic growth in 2008-2011

The market itself remains highly competitive. As prices constantly reduce in other internet shops, our main focus in on keeping the customers informed about our promo activities, special prices and exclusive models. We benchmark ourselves versus the online stores with the similar product mix as well as versus the major Russian search engine called Yandex Market which provides products' price and availability comparison in the Russian Internet.

Our gains in internet are due to improvements and developments in an active marketing, site usability and extension of available assortment which led to the increase in the number of transactions in the channel. We also widely increase the share of social media in our communications with customers via opening an online store in Facebook and developing downloadable applications for Apple iPhone, Android and Windows Mobile platforms. Those last two initiatives also help us to attract additional customers to our stores.

Our online channel is a driver of changes towards our omni-channel selling approach. The Omni-channel strives to be one seamless experience regardless of which channel you with to use to be informed on the products, shop for products or buy products. The customer should get the same experience online and offline. We feel confident in our Moscow model and are currently looking forward to rollout our Omni-channel into the regions.

Corporate Social Responsibility

As we are the largest Russian retail chain in the consumer electronics and home appliances market, by revenue. We realize that the products we sell make people's life more comfortable but may have an unpredictable impact on the environment.

Although our corporate color is red, we are essentially ‘green’ company and carefully assess the impact we will have on the environment. M.video has 15,000+ employees with their own interests, attitude and outlook on life. But we all have one thing in common – we dream and we want to make this world a better place.

M.video once became the first nationwide retail chain which stopped sales of the incandescent lamps which may be replaced with the new high-quality energy-saving lamps and which stopped sales of CLR TV sets. We hold various campaigns encouraging our customers to trade-up and replace their old fashioned home appliances with the new energy-saving models.

We launched a number of initiatives in Russia which focused on waste cleaning and recycling support in the national reserve areas of Russia. The expedition of M.video employees to Baikal Lake in 2010 became a starting point for the volunteer program in our Company. In 2011 we set up three expeditions: to the Altai Mountains, to Transbaikal and back to the Baikal areas. Our volunteers arrange clean-ups and eco-activities around the country. We also organize charity exhibitions, contests and fairs, and any money we receive is then matched by the Company and donated to orphanages.

M.video also runs a charitable foundation called “Our Initiative” which makes donations to a number of charities, orphanages, health care centers and educational projects across Russian Federation. In 2011 the Foundation launched a dedicated programme aimed to finance costly maxillofacial surgery operations for children born with congenital facial defects.

Outlook

We will continue to provide innovative products to our customers in all our locations to ensure that they continue believe that M.video is the best place to shop for consumer electronics in Russia.

Our customer centric approach will continue to be the major priority for our management and staff designing more sophisticated service propositions and ensuring the customer is at the heart of all our decisions.

We plan to open from 25 to 35 new stores in 2012. The 20 new stores are backed with a sufficient pipeline but more openings may depend on how the real estate sector will develop or taking stores from the competition.

The key challenges for 2012 will be in developing further our Omni-Channel strategic initiative and designing a geo-clustering sales integration and motivation system. We aim to pilot our successful online business in some of the large Russian cities such as Nizhny Novgorod, Saint Petersburg, Yekaterinburg, Krasnodar etc.

Financial Performance Review

RUB million (without VAT)	2011	2010	2009
Net revenue	111,937	86,565	**72,507**
Gross profit	29,267	22,361	**18,360**
As % of net revenue	*26.2%*	*25.8%*	***25.3%***
Operating expenses	24,666	19,127	**16,243**
As % of net revenue	*22.0%*	*22.0%*	***22.4%***
Operating profit (EBIT)	4,601	3,234	**2,117**
As % of net revenue	*4.1%*	*3.7%*	***2.9%***
EBITDA	6,239	4,523	**3,244**
As % of net revenue	*5.6%*	*5.2%*	***4.5%***
Net profit	3,374	2,221	**783**
As % of net revenue	***3.0%***	***2.6%***	***1.07%***

Financial performance highlights in 2009-2011.

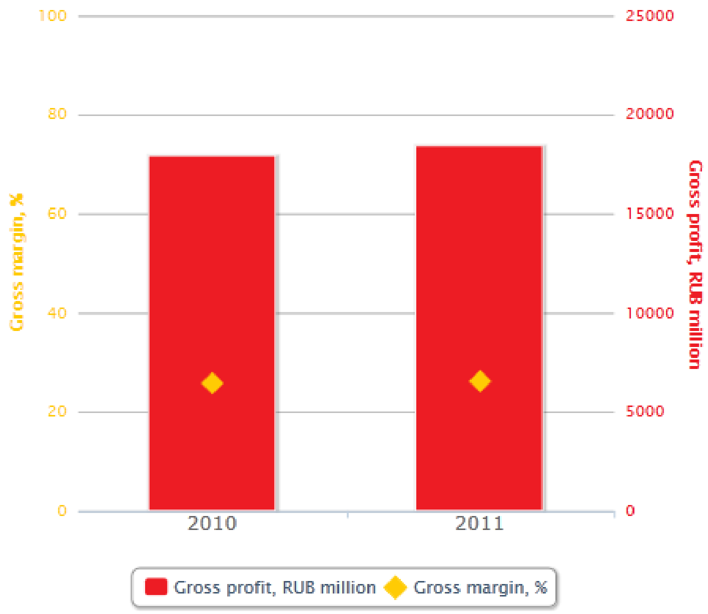
Revenues

Overall our net revenue increased by 29.3%. This was due to both new stores openings and the increase in the average transaction amount accompanied with the growth of our Like-for-Like (LFL) traffic.

We believe these results confirm our strategy to deliver overall sales growth and store expansion despite the slowdown in the industry due to the worldwide recession. New store openings included 44 stores opened in 2010 that worked for the full year in 2011, and the 44 new stores we opened in 2011.

Gross profit

Gross profit increased from 22.3 billion rubles in 2010 to 29.3 billion rubles in 2011. As a percentage of revenue gross margin grew by 0.3% from 25.8% in 2010 to 26.2% in 2011.



Gross profit and gross margin dynamics in 2010-2011

This percentage growth was due to managing pro-actively the product mix. As a result of our Supply Chain projects we are getting better understanding of the demand cycles and are able to improve promotions and stock replenishment. All those allowed us to limit both out-of-stock and obsolescence issues, and we continued to reduce shrinkages and provision for obsolete stock.

Selling, general and administrative expenses

Our selling, general and administrative expenses (SG&A) increased 31.3% to 26.1 billion rubles in 2011 from 19.9 billion rubles in 2010. As a percentage of revenue the expenses increased by 0.4% from 23.0% in 2010 to 23.3% in 2011.

Overall SG&A increase was mainly from Payroll and Transportation expenses having been offset to some extent by Lease expenses and Depreciation.

	Year ended			
	31 December 2011		31 December 2010	
Payroll and related taxes	7,112	*6.4%*	5,356	*6.2%*
Lease expense	5,327	*4.8%*	4,139	*4.8%*
Advertising and promotional expenses	3,237	*2.9%*	2,729	*3.2%*
Transportation	2,380	*2.1%*	1,371	*1.6%*
Warehouse services	1,508	*1.3%*	1,158	*1.3%*
Utilities	1,070	*1.0%*	832	*1.0%*
Depreciation & amortization	1,638	*1.5%*	1,289	*1.5%*
Other SG&A*	3,841	*3.4%*	3,019	*3.5%*
Total	**26,113**	***23.3%***	**19,893**	***23.0%***

* Other includes: security services, service centre, repairs and maintenance, bank charges, packaging and raw materials, consulting services, travel costs among others.

Selling, general and administrative expenses in 2010-2011, RUB million and as % of net revenue

The increase in Payroll and related taxes amounted 0.16% of revenues, but that included a 0.4% increase in the payroll taxes as the rates went from 26% to 34% effective from January 1st, 2011. The efficiencies were achieved in controlling HQ costs. The wage inflation for HQ was approximately 8% while the stores salaries were based upon the sales increases. We also managed to rely less on temporary personnel during high season in 2011 as compared to 2010 by managing the load of existing sales staff.

Transportation expenses increased by 0.5% of revenue from 1.6% in 2010 to 2.1% in 2011. This increase was due to the regionalization as the average kilometers per cubic meter sold increased while sales in the regions were high due to the opening of most of stores in the South, Urals and Siberia. Price deflation in TV's and Digital products also impacted our transportation costs. Even though Digital fell as a percentage of our revenue we still had significant volume increases.
Internet sales growth added to the cost of the transport as 100% of the products are delivered to homes. There was an offset for that as payroll and lease expenses were not as high in the internet channel as in the bricks & mortars business.

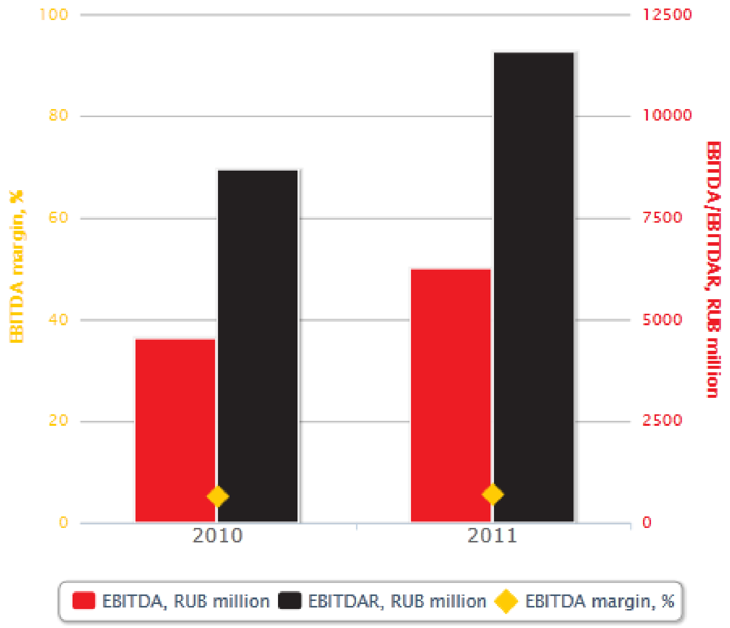
Warehouse expenses went up in line with the revenue growth. Cost inflation and additional space needed due to enlargement of our supply chain negated efficiencies.

Lease expenses were down by 0.02% of revenue. This was due to 10% L4L sales growth made the fixed rents lower as a percentage. The relative economy from currency denominated leases incurred in the first half of 2011, when the ruble appreciated, was reversed in the second half of 2011 when the national currency weakened.

Utilities expenses followed the revenue growth as a result of both increase in usage and tariffs in the regions.

Advertising and promotional expenses decreased by 0.3% to 2. 9% of total revenue in 2011. In previous years we were spending on brand strengthening, brand awareness and were developing our loyalty programs that resulted in subsequent increase in loyalty revenue. In 2011 we were able to use our focused study of the market for changing marketing activities towards to satisfying customer need and requirements what gave us relative efficiency of this type of expenses.

Other operating income and expenses
Other operating income (net of expenses) increased almost twice from 766 million rubles in 2010 to 1,447 million rubles in 2011. The other operating income, which is Consumer Credit commissions, Delivery income and Advertising income for suppliers' presentations in our stores grew by 71%. We do not recover 100% of the delivery cost but as sales increase, particularly in the internet, we see significant increases in the delivery income.



EBITDA/EBITDAR dynamics in 2010-2011

Operating profit

Operating profit increased by 42% from 3.2 billion rubles in 2010 to 4.6 billion rubles in 2011.

Net finance income

The Group had a net finance gain in both 2011 and 2010, 37 million rubles and 28 million rubles respectively. During these years M.video did not have loans denominated in foreign currencies and used only short-term borrowings for new stores openings that allowed us to end the years in a net interest earned position. Strong cash management is now standard in M.Video.

Income tax expense

The effective income tax rate for 2011 was 27% compared to 32% in 2010. The reduction in effective tax rate was achieved through control of non-deductible expenses while EBIT (earnings before income tax) increased by 42% in 2011. This was primarily due to improvement in inventory control in the Group's Supply Chain and trading processes which allow us to manage losses from inventory shortages.

Net profit for the year

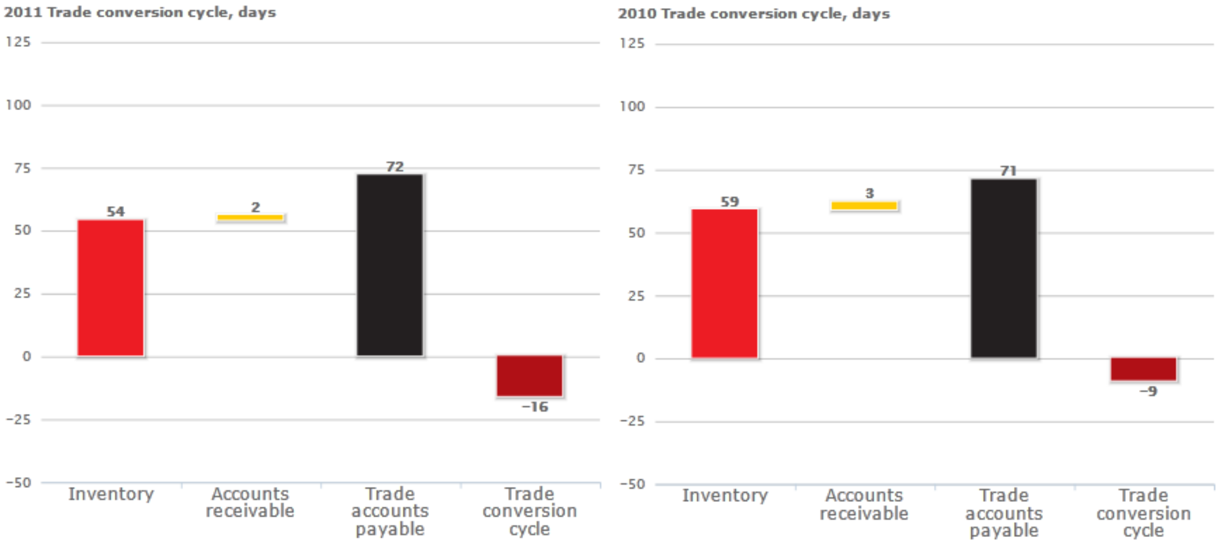
Net profit for the year increased by 52% from 2.2 billion rubles in 2010 to 3.4 billion rubles in 2011.

Assets and liabilities

Like in the previous year, in 2011 M.video had a very clean balance sheet with Fixed Assets, Inventories, Cash and Trade Accounts Payables being the only large items.

Managing the level of Working Capital and stores openings continued to be the main focuses of the Company's managing the business.

Dealing with the vendors we continued following "Payables-to-Inventories Parity" principle we introduced in 2009. This gives us financial strength by having sufficient cash balances and net income from financing instruments.



Trade Conversion Cycle 2010-2011, days

Cash flows

Cash flow from operations

The Company increased the amount of cash generated by operations by 5.7 billion rubles from 4.5 billion rubles in 2010 to 10.2 billion rubles in 2011.

The operating cash flows before movement in working capital increased by 19%, or by 1 billion rubles from 5.4 billion rubles in 2010 to 6.4 billion rubles in 2011.

The effect of movements in working capital amounted to 6.1 billion rubles. It was due in part to the incredible sales in December 2011 as inventories were converted to cash.

Cash flow from investing activities

In 2011 the Group invested 3.5 billion rubles in our CAPEX programs that was almost one billion rubles more as compared to 2010. As in previous year the investment in opening new stores and our Supply Chain systems dominated the investments.

Cash flow from financing activities

In 2011 the net cash used in financing activities represented the dividends paid in the amount of 691 million rubles. It was 310 million rubles less than in 2010, when in addition to 413 million rubles paid as dividends the company 2.7 million common shares were repurchased from the market for the total amount of 588 million rubles. The buyback was done to fund the LTIP (Long term incentive program).

Net cash

The Group increased its net cash balance by 6 billion rubles from 7.2 billion rubles in 2010 to 13.2 billion rubles in 2011.

Board of Directors

From left to right:
Alexander Prisyazhnuk, Independent Board Member
David Hamid, Independent Board Member, Deputy Chairman of the Board
Christopher Parks, Board Member, Chief Financial Officer
Peter Györffy, Independent Board Member, Chairman of the Board
Walter Koch, Independent Board Member
Alexander Tynkovan, Board Member, CEO & President
Utho Creusen, Independent Board Member
Mikhail Kuchment, Independent Board Member
Pave l Breev, Board Member, Expansion Director

Board of Directors
We established an informal advisory council in 2003, many of whose members were elected to the Board of Directors of the Company at the Extraordinary General Meeting held on February 27, 2007.

M.video's Board of Directors has 9 members, six of whom are fully independent of the Company. Our Board members bring with them extensive experience of retailing, consumer electronics and supply chain.

At 31 December 2011 the Board of Directors was chaired by Peter Györffy, an independent director.

At this date other Board members included: Mr. Alexander Tynkovan, the Company's founder and CEO, Mr. Pavel Breev, our Expansion Director and shareholder, Mr. Christopher Parks, CFO and independent directors Mr. David Hamid, Mr. Walter Koch, Mr. Alexander Prisyazhnuk, Mr. Utho Creusen and Mr. Michael Kuchment.

The Board of Directors, in accordance with the Russian Corporate Conduct Code and best practice, appointed an Audit Committee and a Remuneration Committee in June 2007. These committees are chaired and filled by independent Board members.

Management

Alexander Tynkovan
CEO and President

Pavel Breev
Expansion Director

Enrique Fernandez
Commercial Director

Stephen Lewis
Retail Director

Christopher Parks
Chief Financial Officer

Christopher Mangham
IT Director

Irina Ivanova
Supply Chain Director

Natalya Maleeva
HR Director

Tatiana Okutina
Marketing Director

Maxim Zakhir
E-Commerce Director

Konstantin Nechaev
Project Director

Full biographies are available at invest.mvideo.ru

Corporate Governance

M.video complies with the Russian Corporate Conduct Code and aspires to comply with the best international standards of corporate governance.

M.video endeavours to disclose information about the Company and the Group as a whole in a timely and regular manner, ensuring that information is made available to all shareholders at the same time. M.video tries to observe a reasonable balance between openness and transparency and protection of commercial interests. The Company fully observes the legal requirements and listing regulations of the Russian Stock Exchanges regarding public disclosure of information. We disclose information in news releases, through the approved news wires and on the www.mvideo.ru web site.

Audit Committee Report

Membership and Meetings

The Audit Committee comprised of David Hamid (Chairman) and Walter Koch. David Hamid and Walter Koch are both independent non-executive directors. The Chairman has recent and relevant experience, including 6 years on the board of a FTSE 100 quoted company in the United Kingdom.

The committee met 5 times during 2011, with the Chairman attending all meetings and Walter Koch all except one. Representatives of the external auditors, the CFO and Head of Internal Audit were invited to attend each meeting to ensure that Committee members were fully informed and supported in carrying out their duties. During the year the members of the committee met with the external auditors in private.

Role of the Committee

The Board has delegated the Audit Committee responsibility to review and monitor the integrity of financial reporting and any formal announcements relating to the Group's financial performance; review critical accounting policies and financial reporting judgements; review the Group's internal control systems; monitor the effectiveness of the Group's internal audit function, reviewing and approving their annual plan; complete an annual assessment of the external auditors, review and monitor their independence, approve the external auditors' remuneration and terms of engagement and make recommendations in respect of the reappointment. The full terms of reference of the Audit Committee are available on the corporate website.

Key Matters Considered

The key matters considered by the Committee during the year included: interim, half-yearly and annual financial statements; recommendations from external auditors on The key matters considered by the Committee during the year included: interim, half-yearly and annual financial statements; recommendations from external auditors on accounting, tax and internal control issues (and managements responses to these recommendations); reviewed the level of resources and training allocated to the internal audit department to ensure the audit plan could be delivered effectively (as part of this review, additional resources will be added and internal audit software will be utilised to support the group in 2011); assess reports and updates on the key findings from internal audit; reviewed with management and the external auditor the deadlines for IFRS reporting and supported the continued improvement on the timeliness of the annual reporting; carried out an assessment of the audit committee and followed up on recommendations made during this assessment.

David Hamid,
Chairman of the Audit Committee

Remuneration and Nomination Committee Report

The remit of the Remuneration Committee is to recommend the remuneration policy to the Board of Directors, to prepare proposals for the Board for the remuneration of individual members of the management and to advise management on the level and structure of compensation for other senior personnel, to ensure the succession planning process in the organization.

The role of the Remuneration Committee is described in its charter which is available on the Company's website.

On 31 December 2011 the Remuneration Committee consisted of Mr. Utho Creusen (Chairman), Mr. David Hamid and Mr. Peter Györffy.

The Committee had seven meetings in 2011.

We have endeavored to retain incentive and reward for a team that continues to outperform the market. To this end a new LTIP program was under consideration of the Committee observing different alternatives to offer top team managers an attractive compensation package which is focused on rewarding the creation of long term shareholder value. The new LTIP (2010 – 2015) which has been presented and approved by the Board in December 2009 has positively affected to team motivation.

Overall I am pleased to report that the matter of remuneration policy is taken seriously by the board and that the committee, consisting entirely of independent directors, is functioning properly to look after the interests of all shareholders, using external benchmarks to set appropriate levels of remuneration.

Utho Creusen,
Remuneration and Nomination Committee Chairman.

Shareholder information

In the Russian Federation our shares are traded on the Russian Trading System (RTS) and on the Moscow Interbank Currency Exchange (MICEX) under the following symbols and tickers:

Share tickers

Exchange	Bloomberg ticker	Reuters ticker
MICEX	MVID RM	MVID MM
RTS	MVID RU	MVID.RTS

International identification codes

Name	Code
ISIN	RU000A0JPGA0

Share information

Date of IPO (RTS/MICEX)	1.11.2007
Offer price	USD 6.95
Capital raised for operations	USD 203 million
Price at 31.12.2011	RUB 181.39
High/Low 2011	RUB 284.47/RUB 181.39
Market Capitalisation	RUB 32.6 billion as of December 31, 2011
Shares outstanding	179,768,227
Free float	29.4%

Registrar Information

OJSC “Registrator R.O.S.T.”

Address: 18 (box 9), Stromynka street, 107996, Moscow, Russia
Telephones: tel. (495) 771-73-35, fax (495) 771-73-34
Web: www.rrost.com
E-mail: rost@rrost.ru

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Tel + 7 495 644 2848 ext. 7064
E-mail: ir@mvideo.ru
Official website: invest.mvideo.ru

For investor relations purposes please contact:

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Investor Relations Director
Tel.: +7 (495) 644-2848 ext. 7064
E-mail: ir@mvideo.ru

Open Joint Stock Company “Company M.video” and subsidiaries

Consolidated Financial Statements
For the Year Ended 31 December 2011

OJSC "COMPANY M.VIDEO" AND SUBSIDIARIES

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STATEMENT OF MANAGEMENT’S RESPONSIBILITIES FOR THE PREPARATION AND APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011

The following statement, which should be read in conjunction with the independent auditor’s responsibilities stated in the independent auditor’s report set out on page 2 is made with a view of distinguishing the respective responsibilities of the management and those of the independent auditors in relation to the consolidated financial statements of OJSC “Company M.video” and subsidiaries (the “Group”).

Management is responsible for the preparation of the consolidated financial statements that present fairly the consolidated financial position of the Group as at 31 December 2011 and the consolidated results of its operations, cash flows and changes in equity for the year then ended, in compliance with International Financial Reporting Standards (“IFRS”).

In preparing the consolidated financial statements, management is responsible for:

- Selecting suitable accounting principles and applying them consistently;
- Making judgments and estimates that are reasonable and prudent;
- Stating whether IFRS have been followed, subject to any material departures disclosed and explained in the consolidated financial statements; and
- Preparing the consolidated financial statements on a going concern basis, unless it is inappropriate to presume that the Group will continue in business for the foreseeable future.

Management is also responsible for:

- Designing, implementing and maintaining an effective and sound system of internal controls throughout the Group;
- Maintaining proper accounting records that disclose, with reasonable accuracy at any time, the consolidated financial position of the Group, and which enable them to ensure that the consolidated financial statements of the Group comply with IFRS;
- Maintaining statutory accounting records in compliance with local legislation and accounting standards of Russian Federation;
- Taking such steps as are reasonably available to them to safeguard the assets of the Group; and
- Detecting and preventing fraud and other irregularities.

The consolidated financial statements for the year ended 31 December 2011 were approved on 29 March 2012 on behalf of the Board of Directors by:

A. Tynkovan	**C. Parks**
President	Chief Financial Officer

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Open Joint Stock Company "Company M.video"

We have audited the accompanying consolidated financial statements of Open Joint Stock Company "Company M.video" and its subsidiaries (collectively – the "Group"), which comprise the consolidated balance sheet as at 31 December 2011, and the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance on whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 31 December 2011, and its consolidated financial performance and consolidated results of its cash flows for the year then ended in accordance with International Financial Reporting Standards.

03 April 2012

CONSOLIDATED BALANCE SHEET
AS AT 31 DECEMBER 2011
(in millions of Russian Rubles)

	Notes	31 December 2011	31 December 2010
NON-CURRENT ASSETS:			
Property, plant and equipment	6	8,920	7,417
Intangible assets	7	1,261	791
Advances paid for non-current assets		98	26
Deferred tax assets	15	1,666	1,501
Other non-current assets	8	764	503
Total non-current assets		**12,709**	**10,238**
CURRENT ASSETS:			
Inventories	9	24,487	20,751
Trade and other accounts receivable and prepaid expenses	10	1,076	1,048
Income tax receivable		412	-
Other taxes receivable	11	1,239	1,229
Cash and cash equivalents	12	13,220	7,183
Forward contracts		2	-
Other current assets	13	202	246
Total current assets		**40,638**	**30,457**
TOTAL ASSETS		**53,347**	**40,695**
EQUITY:			
Share capital	14	1,798	1,798
Additional paid-in capital	14	4,576	4,576
Treasury shares	14	(588)	(588)
Retained earnings		7,041	4,279
Total equity		**12,827**	**10,065**
NON-CURRENT LIABILITIES:			
Deferred tax liabilities	15	317	327
Provisions	21	100	147
Total non-current liabilities		**417**	**474**
CURRENT LIABILITIES:			
Trade accounts payable	16	32,673	25,046
Other payables and accrued expenses	17	2,334	1,464
Advances received	18	802	893
Income tax payable		908	559
Other taxes payable	19	529	209
Deferred revenue	20	2,555	1,685
Provisions	21	282	300
Forward contracts		20	-
Total current liabilities		**40,103**	**30,156**
Total liabilities		**40,520**	**30,630**
TOTAL EQUITY AND LIABILITIES		**53,347**	**40,695**

The Notes on pages 7 to 46 form an integral part of these consolidated financial statements. The independent auditor's report is presented on page 2.

Signed on behalf of the Board of Directors: 29 March 2012.

A. Tynkovan
President

C. Parks
Chief Financial Officer

OPEN JOINT STOCK COMPANY "COMPANY M.VIDEO" AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2011
(in millions of Russian Rubles, except earnings per share)

	Notes	2011	2010
REVENUE	22	111,937	86,565
COST OF SALES	23	(82,670)	(64,204)
GROSS PROFIT		29,267	22,361
Selling, general and administrative expenses	2,24	(26,113)	(19,893)
Other operating income	2,25	1,549	904
Other operating expenses	26	(102)	(138)
OPERATING PROFIT		4,601	3,234
Finance income, net	27	37	28
PROFIT BEFORE INCOME TAX EXPENSE		4,638	3,262
Income tax expense	15	(1,264)	(1,041)
NET PROFIT for the year, being TOTAL COMPREHENSIVE INCOME for the year		**3,374**	**2,221**
BASIC EARNINGS PER SHARE (in Russian Rubles)	28	19.05	12.41
DILUTED EARNINGS PER SHARE (in Russian Rubles)	28	18.77	12.35

The Notes on pages 7 to 46 form an integral part of these consolidated financial statements. The independent auditor's report is presented on page 2.

Signed on behalf of the Board of Directors: 29 March 2012.

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A. Tynkovan
President

____
C. Parks
Chief Financial Officer

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2011
(In millions of Russian Rubles)

	Notes	Share capital	Additional paid-in capital	Treasury shares	Retained earnings	Total
Balance as at 31 December 2009		**1,798**	**4,576**	**-**	**2,385**	**8,759**
Recognition of share-based payment for ordinary shares previously issued	29	-	-	-	86	**86**
Dividends declared		-	-	-	(413)	**(413)**
Shares buy back	14	-	-	(588)	-	**(588)**
Total comprehensive income for the year		-	-	-	2,221	2,221
Balance as at 31 December 2010		**1,798**	**4,576**	**(588)**	**4,279**	**10,065**
Recognition of share-based payment for ordinary shares previously issued	29	-	-	-	79	**79**
Dividends declared	14	-	-	-	(691)	**(691)**
Total comprehensive income for the year		-	-	-	3,374	**3,374**
Balance as at 31 December 2011		**1,798**	**4,576**	**(588)**	**7,041**	**12,827**

The Notes on pages 7 to 46 form an integral part of these consolidated financial statements. The independent auditor's report is presented on page 2.

Signed on behalf of the Board of Directors: 29 March 2012.

A. Tynkovan
President

C. Parks
Chief Financial Officer

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2011
(In millions of Russian Rubles)

	Note	2011	2010
OPERATING ACTIVITIES:			
Total comprehensive income for the year		3,374	2,221
Adjustments for:			
Income tax expense recognized in the statement of comprehensive income	15	1,264	1,041
Depreciation and amortization	24	1,638	1,289
Change in allowance for doubtful trade and other accounts receivable and prepaid expenses	10	42	216
Share-based payment	29	79	86
Change in allowance for obsolete and slow-moving inventories and inventory losses, net of surpluses	23	(237)	125
Other non-cash reconciling items, net		303	450
Operating cash flows before movements in working capital		**6,463**	**5,428**
Increase in inventories		(3,499)	(5,395)
Decrease/(increase) in trade and other accounts receivable and prepaid expenses		11	(144)
Increase in other taxes receivable		(10)	(70)
Increase in trade accounts payable		7,636	4,542
Increase in other payables and accrued expenses		342	472
Increase in deferred revenue		870	591
(Decrease)/increase in advances received		(91)	387
Other changes in working capital, net		43	(169)
Cash generated by operations		**11,765**	**5,642**
Income tax paid		(1,502)	(1,108)
Interest paid		(37)	(30)
Forward contracts settlement		(16)	-
Net cash generated by operating activities		**10,210**	**4,504**
INVESTING ACTIVITIES:			
Purchases of property, plant and equipment		(3,000)	(2,384)
Purchase of intangible assets		(567)	(429)
Interest received		85	46
Net cash used in investing activities		**(3,482)**	**(2,767)**
FINANCING ACTIVITIES:			
Dividends paid		(691)	(413)
Purchase of treasury shares		-	(588)
Proceeds from short-term borrowings		6,386	7,785
Repayment of short-term borrowings		(6,386)	(7,785)
Net cash used in financing activities		**(691)**	**(1,001)**
NET INCREASE IN CASH AND CASH EQUIVALENTS		**6,037**	**736**
CASH AND CASH EQUIVALENTS, at the beginning of the year		**7,183**	**6,447**
CASH AND CASH EQUIVALENTS, at the end of the year		**13,220**	**7,183**

Refer to Notes 6, 7, 8, 10, 15, 17, 20, 21 and 32 for details of non-cash transactions.

The Notes on pages 7 to 46 form an integral part of these consolidated financial statements. The independent auditor’s report is presented on page 2.

Signed on behalf of the Board of Directors: 29 March 2012.

A. Tynkovan
President

C. Parks
Chief Financial Officer

(In millions of Russian Rubles)

1. GENERAL INFORMATION

The consolidated financial statements of OJSC "Company M.video" (the "Company") and subsidiaries (the "Group") for the year ended 31 December 2011 were authorized for issue in accordance with a resolution of the Board of Directors on 29 March 2012.

The Company and its subsidiaries (see the table below) are incorporated in the Russian Federation. The Company is registered at: 40/12, building 20, Nizhnaya Krasnoselskaya Street, Moscow, 105066, Russian Federation.

LLC "Company M.video" was incorporated on 3 December 2003. On 25 September 2006 the Company was reorganized from a Limited Liability Company to an Open Joint Stock Company. Following the initial public offering in November 2007, the Company's ordinary shares were admitted to trading on RTS and MICEX stock exchanges in the Russian Federation.

The Group is the operator of a chain of consumer electronic stores operating in the Russian Federation. The Group specializes in the sale of TV, audio, video, Hi-Fi, home appliances and digital equipment, as well as related services. The Group comprises a chain of owned and leased stores (261 stores as at 31 December 2011; 219 stores as at 31 December 2010) and online internet store.

The accompanying consolidated financial statements include assets, liabilities and result of operations of the Company and its subsidiaries as at 31 December 2011 and 2010 (all of the below subsidiaries operate in the Russian Federation):

Name of subsidiary	Nature of business	Proportion of ownership interest and voting power held, % 2011	Proportion of ownership interest and voting power held, % 2010
LLC "M.video Management"	Trading	100	100
LLC "Standard-Invest"	Real estate	100	100
LLC "Sphera Invest"	Real estate	-	100
LLC "M.video Trade"	Trading	-	100
LLC "M.video Finance"	Finance	-	100

In December 2011 the Company simplified the Group's structure through reorganization of some of its subsidiaries by merging LLC "Sphera Invest", LLC "M.video Trade" and LLC "M.video Finance" into LLC "Standard-Invest". As the Company held 100% ownership interest in all entities both before and after the reorganisation this merger did not have an impact on the consolidated financial statements of the Group.

Shareholders

As at 31 December 2011 and 2010 the registered shareholders of OJSC "Company M.video" and their respective ownership and voting interests were as follows:

	2011	2010
"Svece Limited"	67.7868%	68.3430%
"M.video Holding (Cyprus) Limited"	0.3344%	0.4123%
Various shareholders	31.8788%	31.2447%
Total	**100%**	**100%**

Ultimate Shareholders

"M.video Investment Ltd." (BVI), a company incorporated in the British Virgin Islands controls 100% of the voting and ordinary shares of "M.video Holding (Cyprus) Limited" and "Svece Limited" (a company incorporated in Cyprus), and is the ultimate parent entity of the Company. Mr. Alexander Tynkovan, a citizen of the Russian Federation, has a controlling interest in "M.video Investment Ltd." (BVI).

2. BASIS OF PREPARATION

Statement of compliance

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS").

Basis of Accounting

The consolidated financial statements have been prepared on a historical cost basis except for the valuation of financial instruments in accordance with International Accounting Standard 39 "Financial Instruments: Recognition and Measurement" ("IAS 39") and valuation of items of property, plant and equipment measured at fair value which was used as deemed cost of the property, plant and equipment as at the date of transition to IFRS. The Group transitioned to IFRS on 1 January 2006.

All companies within the Group maintain their accounting records in accordance with Russian Accounting Standards ("RAS"). RAS differ substantially from those standards generally accepted under IFRS. Accordingly, the consolidated financial statements, which have been prepared based on the Russian statutory accounting records, reflect those adjustments necessary for such consolidated financial statements to be presented in accordance with IFRS.

Functional and presentation currency – The consolidated financial statements are presented in Russian Rubles ("RUB"), which is the functional and presentation currency of each of the Group's companies. Functional currency for each Group company has been determined as the currency of the primary economic environment in which the company operates.

Adoption of the new standards and interpretations

The accounting policies adopted are consistent with those of the previous financial year except as discussed below.

The Group has adopted the following new and amended International Accounting Standards ("IAS"), International Financial Reporting Standards and Interpretations issued by the International Accounting Standards Board ("IASB") and the International Financial Reporting Interpretations Committee ("IFRIC") of the IASB in these annual consolidated financial statements:

- Amendment to IFRS 1 "First – time Adoption of IFRSs" – Limited Exemption from Comparative IFRS 7 Disclosures for First-time Adopters;
- IAS 24 "Related Party Disclosures" (Revised);
- Amendment to IAS 32 "Financial Instruments: Presentation" – Classification of Rights Issues;
- Amendment to IFRIC 14 "Prepayments of Minimum Funding Requirements";
- IFRIC 19 "Extinguishing Financial Liabilities with Equity Instruments";
- Improvements to IFRSs (May 2010).

The adoption of these new and revised standards and interpretations has not had an impact on consolidated financial statements of the Group for the year ended 31 December 2011.

2. BASIS OF PREPARATION (CONTINUED)

Reclassifications

In 2011 the Group changed presentation of certain items of income and expenses in order to enhance fair presentation of the consolidated financial statements. With this regard the Group made the following reclassifications to the prior year amounts to conform to the presentation of the current reporting period:

	As previously reported	Reclassification	After reclassification	Comment
Consolidated Statement of Comprehensive Income for the year ended 31 December 2010				
Selling, general and administrative expenses	(19,960)	67	(19,893)	Reclassification of income from recovery of allowance for doubtful trade and other accounts receivable and prepaid expenses from "Other operating income" to "Selling, general and administrative expenses"
Other operating income	971	(67)	904	

3. SIGNIFICANT ACCOUNTING POLICIES

Basis of consolidation – The consolidated financial statements comprise the financial statements of the Company and entities controlled by the Company (its subsidiaries). Control is achieved when the Company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

The financial statements of the subsidiaries are prepared for the same reporting year as the parent company, using consistent accounting policies.

Subsidiaries are fully consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

All intra-group transactions, balances, income and expenses and profits and losses resulting from intra-group transactions are eliminated in full on consolidation.

Operating segments – Segment reporting is presented on the basis of management's perspective and relates to the parts of the Group that are defined as operating segments. Operating segments are identified on the basis of internal reports to the Group's chief operating decision maker ("CODM"). These internal reports are prepared on the same basis as these consolidated financial statements.

Based on the current management structure the Group has identified one operating segment – the sale of consumer electronics through its retail and internet stores.

Going concern – These consolidated financial statements are prepared on the going concern basis.

Foreign currencies – The individual financial statements of each Group's entity are presented in the currency of the primary economic environment in which the entity operates (its functional currency).

In preparing the financial statements of the individual entities, transactions in currencies other than the entity's functional currency (foreign currencies) are recorded at the rates of exchange prevailing at the dates of the transactions. At each balance sheet date, monetary items denominated in foreign currencies are translated at the rates prevailing at the balance sheet date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the exchange rate prevailing on the date when the most recent fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Exchange differences are recognized in the consolidated statement of comprehensive income in the period in which they arise. Exchange differences arising on loans and borrowings are reported as part of finance cost, while exchange differences related to operating items are included into other operating income and expenses.

Property, plant and equipment – Property, plant and equipment are stated at historical cost less accumulated depreciation and accumulated impairment losses. Deemed cost of the items of property, plant and equipment existing as at 1 January 2006, the date of transition to IFRS, was determined on the basis of fair values determined by independent appraisers as allowed by the provisions of IFRS 1. Fair value of properties was determined with reference to market prices, while fair value of the other items, including the Group’s trade equipment, was predominantly based on the estimates of depreciated replacement costs. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Major replacements or modernizations of property, plant and equipment are capitalized and depreciated over their estimated useful lives. All other repair and maintenance expenditure is recognised in the consolidated statement of comprehensive income during the financial period in which it is incurred.

Depreciation is charged so as to write off the cost or valuation of assets over their estimated useful lives, using the straight line method, on the following bases:

Buildings	20-30 years
Leasehold improvements	2-7 years
Trade equipment	3-5 years
Security equipment	3 years
Other fixed assets	3-5 years

Where parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items of property, plant and equipment.

The Group recognises in the carrying amount of an item of property, plant and equipment the cost of replacing part of such item when the cost is incurred if it is probable that the future economic benefits embodied with the item will flow to the Group and the cost of the item can be measured reliably. The assets being replaced are written off immediately. All other costs are recognised in the consolidated statement of comprehensive income as an expense as incurred.

For leasehold improvements the depreciation period includes the period when the Group has the possibility to extend the period of the lease, taking into account the legal provisions relating to lease terms, and its intention to seek a long-term presence in the various retail locations in which it operates. This is relevant for leases of retail space which, on a portfolio basis, have a history of successful renewal. All other leasehold improvements are depreciated over the shorter of useful life or the related lease term.

Trade equipment is depreciated over the estimated useful life specified above unless there is a plan to fully renovate the store prior to reaching the predetermined estimated useful life. In this situation, the net book value of trade equipment will be depreciated over the remaining estimated useful life being the period of time up to the planned renovation works.

The assets’ residual value and useful lives are reviewed and adjusted, if appropriate, at each balance sheet date. Where there are indicators that an asset’s or cash generating unit’s carrying amount is greater than its estimated recoverable amount, it is written down to its recoverable amount.

The gain or loss arising on the disposal or retirement of an asset is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the consolidated statement of comprehensive income.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Construction in progress comprises the cost of equipment in the process of installation and other costs directly relating to the construction of property, plant and equipment including an appropriate allocation of directly attributable variable overheads that are incurred in construction. Depreciation of these assets, on the same basis as for other property assets, commences when the assets are ready for their intended use.

Advance payments for construction in progress are shown separately in the consolidated balance sheet.

Intangible assets – Intangible assets acquired separately are reported at cost less accumulated amortization and accumulated impairment losses. Amortization is charged on a straight-line basis over estimated useful lives of these intangible assets. The estimated useful life and amortization method are reviewed at the end of each annual reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

The estimated useful lives per class of intangible assets are as follows:

Software licenses and development	1-10 years
Trademarks	5-10 years

Internally-generated intangible assets – An internally-generated intangible asset arising from development (or from the development phase of an internal project) is recognised if, and only if, all of the following have been demonstrated:

- The technical feasibility of completing the intangible asset so that it will be available for use or sale;
- The intention to complete the intangible asset and use or sell it;
- The ability to use or sell the intangible asset;
- How the intangible asset will generate probable future economic benefits;
- The availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- The ability to measure reliably the expenditure attributable to the intangible asset during its development.

Expenditure on research activities is recognised as an expense in the period in which it is incurred.

The amount initially recognised for internally-generated intangible assets is the sum of the expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above. Where no internally-generated intangible asset can be recognised, development expenditure is recognised in the consolidated statement of comprehensive income in the period in which it is incurred.

Subsequent to initial recognition, internally-generated intangible assets are reported at cost less accumulated amortisation and accumulated impairment losses, on the same basis as intangible assets that are acquired separately.

Impairment of tangible and intangible assets – At each balance sheet date the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). An asset’s recoverable amount is the higher of an asset’s or cash-generating unit’s (CGU) fair value less cost to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risk specific to the asset. In determining fair value less cost to sell, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiplies, quoted share price for publicly traded subsidiaries or other fair value indicators.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

For tangible and intangible assets the CGU is deemed to be each group of stores located in one city. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual CGUs, or otherwise they are allocated to the smallest group of CGUs for which a reasonable and consistent allocation basis can be identified.

Impairment test is performed by the Group annually for those intangible assets that are not yet available for use at the year-end by comparing their carrying amount with the recoverable amount calculated as discussed above. If the carrying amount of such assets does not yet include all the cash outflows to be incurred before they are ready for use, the estimate of future cash outflow includes an estimate of any further cash outflow that is expected to be incurred before the asset is ready for use.

Income Tax – Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the consolidated statement of comprehensive income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Group’s liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax

Deferred tax is recognized on differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax base used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences, and deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such assets and liabilities are not recognized if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are not recognized for taxable temporary differences associated with investments in subsidiaries as the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognized to the extent that it is probable that there will be sufficient taxable profits against which to utilize the benefits of the temporary differences and they are expected to be reversed in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to be applied in the period in which the liability is settled or the asset is realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the balance sheet date. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same tax authority and the Group intends to settle its current tax assets and liabilities on a net basis.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Current and deferred income tax for the period

Current and deferred income tax are recognized as an expense or income in the consolidated statement of comprehensive income, except when they relate to items credited or debited directly to equity (in which case the tax is also recognized directly in equity) or where they arise from the initial accounting for a business combination. In the case of a business combination, the tax effect is taken into account in calculating goodwill or in determining the excess of the acquirer's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities over cost.

Fair value – The fair value of investments that are actively traded in organized financial markets is determined by reference to quoted market bid prices at the close of business on the balance sheet date. For investment where there is no active market, fair value is determined using valuation techniques. Such techniques include using recent arm's length market transactions; reference to the current market value of another instrument, which is substantially the same; discounted cash flow analysis or other valuation models.

Financial assets – Investments are recognized and derecognized on a trade date, where the purchase or sale of an investment is under a contract whose terms require delivery of the investment within the timeframe established by the market concerned, and are initially measured at fair value, net of transaction costs, except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value.

Financial assets that the Group holds on its consolidated balance sheet at 31 December 2011 are classified into the following specified categories: financial assets as 'at fair value through profit or loss' ("FVTPL") and 'loans and receivables'. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a financial asset and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset, or, where appropriate, a shorter period.

Income is recognized on an effective interest basis for debt instruments other than those financial assets designated as at FVTPL.

Financial assets as at FVTPL

Financial assets are classified as at FVTPL where the financial asset is either held for trading or it is designated as at FVTPL.

A financial asset is classified as held for trading if:

- It has been acquired principally for the purpose of selling in the near future; or
- It is a part of an identified portfolio of financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or
- It is a derivative that is not designated and effective as a hedging instrument.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

A financial asset other than a financial asset held for trading may be designated as at FVTPL upon initial recognition if:

- Such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or
- The financial asset forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Group's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- It forms part of a contract containing one or more embedded derivatives, and IAS 39 permits the entire combined contract (asset or liability) to be designated as at FVTPL.

Financial assets as at FVTPL are stated at fair value, with any resultant gain or loss recognized in the consolidated statement of comprehensive income. The net gain or loss recognized in the consolidated statement of comprehensive income incorporates any dividend or interest earned on the financial asset. Fair value is determined in the manner described above.

Loans and receivables

Trade receivables, loans, and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and receivables'. Loans and receivables are measured at amortized cost using the effective interest method less any impairment losses and bad debts.

Interest income is recognized by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial.

Impairment of financial assets

Financial assets, other than those as at FVTPL, are assessed for indicators of impairment at each balance sheet date. Financial assets are impaired when there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been impacted. For financial assets carried at amortized cost, the amount of the impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade and other accounts receivable where the carrying amount is reduced through the use of an allowance account. When trade and other accounts receivable is uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognized in the consolidated statement of comprehensive income.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be linked objectively to an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed through the consolidated statement of comprehensive income to the extent that the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortized cost would have been had the impairment not been recognized.

Derecognition of financial assets

The Group derecognizes a financial asset only when the contractual rights to the cash flows from the asset expire; or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognizes its retained interest in the asset and an associated liability for amounts it may have to pay.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

Financial liabilities and equity instruments issued by the Group

Classification as debt or equity

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangement.

Equity instrument

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group are recorded as the proceeds received, net of direct issue costs.

Financial guarantee contract liabilities

Financial guarantee contract liabilities are measured initially at their fair values and are subsequently measured at the higher of:

- The amount of the obligation under the contract, as determined in accordance with IAS 37 "Provisions, Contingent Liabilities and Contingent Assets"; and
- The amount initially recognized less, where appropriate, cumulative amortization recognized in accordance with the revenue recognition policies set out below.

Financial liabilities

Financial liabilities are classified as either financial liabilities as at FVTPL or other financial liabilities.

Financial liabilities as at FVTPL

Financial liabilities are classified as at FVTPL where the financial liability is either held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

- It has been incurred principally for the purpose of repurchasing in the near future; or
- It is a part of an identified portfolio of financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or
- It is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading may be designated as at FVTPL upon initial recognition if:

- Such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or
- The financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Group's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- It forms part of a contract containing one or more embedded derivatives, and IAS 39 permits the entire combined contract (asset or liability) to be designated as at FVTPL.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Financial liabilities as at FVTPL are stated at fair value, with any resultant gain or loss recognized in profit or loss. The net gain or loss recognized in the consolidated statement of comprehensive income incorporates any interest paid on the financial liability. Fair value is determined in the manner described above.

Other financial liabilities

Other financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs. Other financial liabilities are subsequently measured at amortized cost using the effective interest method, with interest expense recognized on an effective yield basis.

Derecognition of financial liabilities

The Group derecognizes financial liabilities when, and only when, the Group’s obligations are discharged, cancelled or they expire.

Share-based payments – Equity-settled share based payments to employees are measured at the fair value of the equity instruments at the grant date. Details regarding the determination of the fair value of equity-settled share-based transactions are set out in Note 29.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Group’s estimate of equity instruments that will eventually vest. At each balance sheet date, the Group revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognized in the consolidated statement of comprehensive income over the remaining vesting period with a corresponding adjustment to retained earnings.

Where the terms of an equity-settled transaction award are modified, the minimum expense recognised is the expense as if the terms had not been modified, if the original terms of the award are met. An additional expense is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee as measured at the date of modification.

Where an equity-settled award is cancelled, it is treated as if it vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately in the consolidated statement of comprehensive income. This includes any award where non-vesting conditions within the control of either the entity or the employee are not met. However, if a new award is substituted for the cancelled award, and designated as a replacement award on the date that it is granted, the cancelled and new awards are treated as if they were a modification of the original award, as described in the previous paragraph. All cancellations of equity-settled transaction awards are treated equally.

Derivative financial instruments – In course of its business the Group from time to time enters into derivative financial instruments to manage its exposure to foreign exchange rate risk mostly through foreign exchange forward contracts. The Group does not use hedge accounting for these derivatives. As a result, such derivative financial instruments are treated as other financial assets and liabilities as at FVTPL. Gains and losses recognized for the changes in fair value of forward contracts are presented as part of finance costs or other operating expenses of the Group depending on whether its use is related to a financial item or an operating item.

The fair value of forward exchange contracts is calculated by reference to current forward exchange rates for contracts with similar maturity profiles.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Costs of an equity transaction – The transaction costs of an equity transaction are accounted for as a deduction from equity (net of any related income tax benefit) to the extent they are incremental costs directly attributable to the equity transaction that otherwise would have been avoided.

The amount of transaction costs accounted for as a deduction from equity in the period is disclosed separately. The related amount of income taxes recognized directly in equity is included in the aggregate amount of current and deferred income tax credited or charged to equity.

Value added tax – Value added tax (“VAT”) related to sales is payable to tax authorities on the earliest of (a) cash received from customers in advance or (b) transfer of the goods or rendering services to customers. Input VAT is generally recoverable against sales VAT upon receipt of the VAT invoice. Input VAT on construction in progress can be reclaimed on receipt of VAT invoices for the particular stage of work performed or, if the construction in progress project cannot be broken down into stages, on receipt of VAT invoices upon completion of the contracted work.

VAT is generally allowed to be settled on a net basis. VAT related to sales and purchases which have not been settled at the balance sheet date is recognized in the balance sheet on a gross basis and disclosed separately as an asset and liability. Where a provision has been made for the impairment of receivables, the impairment loss is recorded for the gross amount of the debtor, including VAT.

At each balance sheet date the Group reviews outstanding balance of input VAT for recoverability and creates impairment provision for the amounts which recoverability is doubtful.

Inventories – Inventories are recorded at the lower of average cost or net realizable value. In-bound freight related costs from the suppliers incurred to deliver inventories to the Group’s central distribution warehouse are included as part of the net cost of merchandise inventories. Certain supplier bonuses that are not reimbursement of specific, incremental and identifiable costs to promote a supplier’s products are also included in the cost of inventory. Other costs associated with storing and transporting merchandise inventories from the central distribution warehouse to the retail stores are expensed as incurred and included as part of “Selling, general and administrative expenses”.

Net realizable value is the estimated selling price in the ordinary course of business less estimated costs of completion and the estimated costs necessary to make the sale.

The Group provides for estimated inventory losses between physical inventory counts on the basis of percentages of sales. The provision is adjusted annually based on historical results to reflect the estimated trend of the actual physical inventory count results.

Cash and cash equivalents – Cash and cash equivalents comprise cash at banks, in transit and on hand in stores and short-term deposits with an original maturity of three months or less, and credit card payments received within 24 hours of the next working day.

Borrowing costs – The borrowing costs are capitalized by the Group as part of the cost of the asset when the costs are directly attributable to the acquisition, construction of a qualifying asset. The Group defines qualifying assets as leasehold improvements and other assets acquired in connection with the new store openings which generally take three months or longer to become operational.
Other borrowing costs are expensed as incurred.

Provisions – Provisions are recognized when the Group has a present obligation as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Warranties

Warranties are generally covered by the brand owner of supplied goods directly or through their authorized agents in the Russian Federation.

When a supplier is unable to offer warranty services for their products in Russia, the Group makes a provision for warranty costs. These costs are recognized at the date of sale of the relevant products at management's best estimate of the expenditure required to settle the Group's obligations.

Revenue recognition – Revenue is measured at the fair value of the consideration received or receivable. Revenue is reduced for estimated customer returns, rebates, discounts and VAT. Inter-company revenue is eliminated. The following specific recognition criteria must also be met before revenue is recognized:

Sale of goods

Revenue from the sale of goods is recognized when all the following conditions are satisfied:

- The Group has transferred to the buyer the significant risks and rewards of ownership of the goods;
- The Group retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- The amount of revenue can be reliably measured;
- It is probable that the economic benefits associated with the transaction will flow to the Group; and
- The costs incurred or to be incurred in respect of the transaction can be measured reliably.

The Group recognizes revenue for store sales when the customer receives the product and pays for the merchandise. For online sales the Group recognizes revenue at the time the customer receives the product. The recognized revenue includes credit card fees payable for the transaction. Such costs are presented in operating expenses.

The Group operates a loyalty points program "M.video Bonus", which allows customers to accumulate points when they purchase goods in the Group's retail stores. The points can then be redeemed as a payment for merchandise, subject to a minimum number of points being obtained. Proceeds from sale to members of the loyalty program are allocated between the loyalty points and the other components of the sale. The consideration allocated to the loyalty points is measured by reference to their fair value, i.e. the amount for which the loyalty points could be sold separately. This amount is deferred and recognized as revenue when the points are redeemed. Expected breakage is recognized as revenue at the time of initial sale as it is excluded from the amount allocated to loyalty points.

Revenue from services

Revenue from services is recognized in the period in which the services have been rendered and the following conditions are satisfied:

- The amount of revenue can be measured reliably;
- It is probable that the economic benefits associated with the transaction will flow to the Group;
- The stage of completion of the transaction at the balance sheet date can be measured reliably; and
- The costs incurred for the transaction and the costs to complete the transaction can be measured reliably.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Additional service agreements

Revenue from the sale of additional service agreements ("ASA") is recognized on an 'as earned' basis with the unearned portion (if any) spread over the remaining term of the contracts to reflect the costs the Group expects to incur in performance of its contractual obligations. Costs directly associated with the sale of ASA, such as sales bonuses paid to shop assistants, repair costs, as well as commission paid to other parties to provide full or partial coverage of the Group's obligations under existing ASA are recognized in the consolidated statement of comprehensive income on the same basis as related revenue.

The revenue is recognized in full when no further costs are expected to be incurred. Specifically, where a third party assumes substantially all of the Group's obligations under ASA for a consideration that is based on a fixed proportion of fees charged to customers, the revenue is recognized in full.

The revenue is deferred and recognized ratably over the term of the service contract when the Group has responsibility for fulfilling obligations under these contracts, in these cases the related costs are recognized as incurred.

Revenue from the sale of ASA is reported within retail revenue.

Agents

The Group recognizes as revenue any sales performed as an agent at net amounts. Such fees include sales of telephone service contracts, service and installation fees.

Gift cards

The Group sells gift cards to its customers in its retail stores and through its website. The gift cards have an expiration date and are required to be used during specified periods of time. The Group recognizes income from gift cards at the earlier date when: (i) the gift card is redeemed by the customer; or (ii) when the gift cards expire.

Interest income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.
Interest income is included in the net finance cost in the consolidated statement of comprehensive income.

Supplier bonuses – The Group receives bonuses from suppliers. All supplier bonuses are treated as volume allowances unless they are subject to a separate agreement which is specific, incremental and identifiable. Supplier bonuses which are earned by achieving certain volume purchases are recorded when it is reasonably assured the Group will reach these volumes. Supplier bonuses based on volume are recorded as a reduction of the carrying cost of the inventory to which they relate. Supplier bonuses provided as a reimbursement of specific, incremental and identifiable costs incurred to promote a supplier's products are included as an expense (or asset cost) reduction when the cost is incurred.

Leases – The Group has not entered into any finance leases, although it does have a significant number of operating leases.

Operating lease payments are recognized as an expense on a straight line basis over the lease term, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed. Contingent rentals arising under operating leases are recognized as an expense in the period in which they are incurred. The impact of lease escalation clauses is recognized in expenses in the period in which they are activated.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Any benefits received from the landlord as an incentive to enter into an operating lease are spread over the lease term on a straight line basis. Sublease income and lease expenses are presented on the net basis.

Pre-opening expenses – Expenses incurred in the process of opening new stores which do not meet capitalization criteria under IAS 16 “Property, plant and equipment” are expensed as incurred. Such expenses include rent, utilities and other operating expenses.

Employee benefits – Remuneration to employees in respect of services rendered during the reporting period is recognised as an expense in that reporting period. The Group contributes to the Russian Federation state pension, medical and social insurance on behalf of all its current employees (a defined contribution plan) by paying social security contributions (“SSC”). The Group’s only obligation is to pay contributions to the Fund as they fall due. As such, the Group has no legal obligation to pay and does not guarantee any future benefits to its Russian employees. Any related expenses are recognized in the consolidated statement of comprehensive income as they become due. Contribution for each employee varies from 0% to 20% depending on the annual gross remuneration of each employee. The Group does not operate any employer sponsored pension plans.

Dividends – Dividends are recognized as a liability in the period in which they have been declared by the shareholders in a general meeting and become legally payable. Dividends are disclosed when they are proposed before the reporting date or proposed or declared after the reporting date but before the financial statements are authorised for issue.

Treasury shares – If the Group reacquires its own equity instruments, those instruments (“treasury shares”) are recognised as a deduction to equity at cost, being the consideration paid to reacquire the shares. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Group’s own equity instruments. Such treasury shares may be acquired and held by the Company or by other subsidiaries of the Group.

4. STANDARDS AND INTERPRETATIONS IN ISSUE NOT YET ADOPTED

The following new or revised standards and interpretations issued by IASB and IFRIC have been published at the date of authorization of the Group’s consolidated financial statements for the year ended 31 December 2011, but are not yet effective:

- Amendments to IFRS 1 “First-time Adoption of International Financial Reporting Standards” – Severe Hyperinflation and Removal of Fixed Dates for First-time Adopters;
- Amendments to IFRS 7 “Financial Instruments: Disclosures” – Enhanced Derecognition Disclosure Requirements;
- IFRS 9 “Financial Instruments” – Classification and Measurement; Additions to IFRS 9 for Financial Liability Accounting;
- IFRS 10 “Consolidated Financial Statements”;
- IFRS 11 “Joint Arrangements”;
- IFRS 12 “Disclosure of Involvement with Other Entities”;
- IFRS 13 “Fair Value Measurement”;
- Amendments to IAS 1 “Presentation of Financial Statements” – Presentation of Items of Other Comprehensive Income;
- Amendments to IAS 12 “Income Taxes’’ – Deferred Tax: Recovery of Underlying Assets;
- Amendments to IAS 19 “Employee Benefits”;
- IAS 27 “Separate Financial Statements” (reissued in 2011);
- IAS 28 “Investments in Associates and Joint Ventures” (reissued in 2011);
- Amendments to IAS 32 “Offsetting of Financial assets and Financial Liabilities” and to IFRS 7 “Disclosures Offsetting of Financial assets and Financial Liabilities”.

4. STANDARDS AND INTERPRETATIONS IN ISSUE NOT YET ADOPTED (CONTINUED)

Amendments to IFRS 1 "First-time Adoption of International Financial Reporting Standards" – Severe Hyperinflation and Removal of Fixed Dates for First-time Adopters

The removal of fixed dates amendment replaces references to a fixed transition date of 1 January 2004 with 'the date of transition to IFRSs'. The amendment to severe hyperinflation provides guidance on how an entity should resume presenting financial statements in accordance with IFRSs after a period when the entity was unable to comply with IFRSs because its functional currency was subject to severe hyperinflation. The amendments are effective for annual periods beginning on or after 1 July 2011. The amendments are expected to have no impact on the Group's consolidated financial statements.

Amendments to IFRS 7 "Financial Instruments: Disclosures" – Enhanced Derecognition Disclosure Requirements

The IASB introduced enhanced disclosure requirements to IFRS 7 "Financial Instruments" as part of comprehensive review of off-balance sheet activities. The amendment is effective for annual periods beginning on or after 1 July 2011. The amendments are designed to ensure that users of financial statements are able to more reliably understand transactions involving the transfer of financial assets (for example, securitisations), including the possible effects of any risks that may remain with the entity that transferred the assets. The amendments also require additional disclosures if a disproportionate amount of transfer transactions is undertaken around the end of a reporting period. The Group is currently assessing the impact of the amended standard on its consolidated financial statements.

IFRS 9 "Financial Instruments" – Classification and Measurement

IFRS 9 was amended to defer the mandatory effective date of both the 2009 and 2010 versions of IFRS 9 to annual periods beginning on or after 1 January 2015. The amendments continue to permit early application.

The standard provides a classification of financial assets which determines whether a financial asset is measured at amortised cost or at fair value, based on how an entity manages its financial assets and the contractual cash flow characteristics of the financial assets.

The amendments to the standard issued 2010 contain the requirements for classification and measurement of financial liabilities. Guidance on derecognition of financial instruments and related implementation guidance from IAS 39 "Financial Instruments: Recognition and Measurement" has also been incorporated into IFRS 9. The key differences, relating to presentation and measurement of financial liabilities as compared to IAS 39 are the presentation of the effects of changes in the fair value attributable to a liability's credit risk; and the elimination of the cost for derivative liabilities to be settled by delivery of unquoted equity instruments. The Group is currently assessing the impact of the new standard on its consolidated financial statements.

IFRS 10 "Consolidated Financial Statements"

IFRS 10 replaces the portion of IAS 27 "Consolidated and Separate Financial Statements" that addresses the accounting for consolidated financial statements. It also includes the issues raised in SIC-12 "Consolidated – Special Purpose Entities". IFRS 10 establishes a single control model that applies to all entities including special purpose entities. The changes introduced by IFRS 10 will require management to exercise significant judgment to determine which entities are controlled, and therefore, are required to be consolidated by a parent, compared with the requirements that were in IAS 27. The standard becomes effective for annual periods beginning on or after 1 January 2013. The Group is currently assessing the impact of the new standard on its consolidated financial statements.

4. STANDARDS AND INTERPRETATIONS IN ISSUE NOT YET ADOPTED (CONTINUED)

IFRS 11 "Joint Arrangements"

IFRS 11 replaces IAS 31 "Interest in Joint Ventures" and SIC-13 "Jointly-controlled Entities – Non-monetary Contributions by Venturers". IFRS 11 removes the option to account for jointly controlled entities (JCEs) using proportionate consolidation. Instead, JCEs that meet a definition of a joint venture must be accounted for using the equity method. The standard becomes effective for annual periods beginning on or after 1 January 2013. The amendments are expected to have no impact on the Group's consolidated financial statements.

IFRS 12 "Disclosure of Involvement with Other Entities"

IFRS 12 includes all of the disclosures that were previously in IAS 27 related to consolidated financial statements, as well as all of the disclosures that were previously included in IAS 31 and IAS 28. These disclosures related to an entity's interest in subsidiaries, joint arrangements, associates and structured entities. A number of new disclosures are also required. This standard becomes effective for annual periods beginning on or after 1 January 2013. The Group is currently assessing the impact of the new standard on its consolidated financial statements.

IFRS 13 "Fair Values Measurement"

IFRS 13 establishes a single source of guidance under IFRS for all fair value measurements. IFRS 13 does not change when an entity is required to use fair value, but rather provide guidance on how to measure fair value under IFRS when fair value is required or permitted. This standard becomes effective for annual periods beginning on or after 1 January 2013. The Group is currently assessing the impact that this standard will have on the consolidated financial position and performance.

Amendments to IAS 1 "Presentation of Financial Statements" – Presentation of Items of Other Comprehensive Income

The amendments to IAS 1 change the grouping of items presented in other comprehensive income. Items that could be reclassified (or "recycled") to profit or loss at a future point in time (for example, upon derecognition or measurement) would be presented separately from items that will never be reclassified. The amendment affects presentation only and has there no impact on the Group's financial position or performance. The amendment becomes effective for annual period beginning on or after 1 July 2012.

Amendments to IAS 12 "Income Taxes'' –Deferred Tax: Recovery of Underlying Assets

In December 2010 the IASB issued the amendment to the IAS 12 "Income Taxes", which shall be applied for annual periods beginning on or after 1 January 2012, with earlier application permitted. The amendment provides an exception to the general principle in IAS 12 that the measurement of deferred tax assets and deferred tax liabilities should reflect the tax consequences that would follow from the manner in which the entity expects to recover the carrying amount of an asset. For investment property measured using the fair value model in IAS 40 "Investment Property", for the purpose of measuring deferred tax, the amendment introduces a rebuttable presumption that the carrying amount of such an asset will be recovered entirely through sale. Amendment to IAS 12 is not expected to have any impact on the Group's consolidated financial statements.

Amendments to IAS 19 "Employee benefits"

The IASB has issued numerous amendments to IAS 19. These range from fundamental changes such as removing the corridor mechanism and the concept of expected returns on plan assets to simple clarifications and re-wording. The elimination of the "corridor approach" permitted under the previous version of IAS 19 and provision for accelerated recognition of past service cost are the most important new requirements. The amendments require all actuarial gains and losses be recognized immediately through other comprehensive income in order for the net pension asset or liability recognized in the consolidated statement of financial position to reflect the full value of the plan deficit or surplus. The amendments will not have an impact on the Group's consolidated financial statements because of absence of the transactions to which they relate.

4. STANDARDS AND INTERPRETATIONS IN ISSUE NOT YET ADOPTED (CONTINUED)

IAS 27 “Separate Financial Statements” (as revised in 2011)

As a consequence of the new IFRS 10 and IFRS 12, what remains of IAS 27 is limited to accounting for subsidiaries, jointly controlled entities, and associates in separate financial statements. The Group does not present separate financial statements. The amendment becomes effective for annual periods beginning on or after 1 January 2013. The amendments are expected to have no impact on the Group’s consolidated financial statements.

IAS 28 “Investments in Associates and Joint Ventures” (as revised in 2011)

As a consequence of the new IFRS 11 and IFRS 12, IAS 28 has been renamed IAS 28 “Investments in Associates and Joint Ventures”, and describes the application of the equity method to investments in joint ventures in addition to associates. The amendment becomes effective for annual periods beginning on or after 1 January 2013. The amendments are expected to have no impact on the Group’s consolidated financial statements.

Amendments to IAS 32 “Offsetting of Financial assets and Financial Liabilities” and to IFRS 7 “Disclosures Offsetting of Financial assets and Financial Liabilities”

In December 2011, the IASB amended IFRS 7, Financial instruments: Disclosure, and IAS 32, Financial instrument: presentation. Amendments clarify assets and liabilities offsetting rules and introduce new related disclosure requirements. The amendments to IAS 32 are effective for annual periods beginning on or after January 1, 2014. The new disclosure requirements in IFRS 7 are effective for annual periods beginning on or after January 1, 2013. The Group is currently assessing the impact of these amendement on its consolidated financial statements and do not expect the amendments to have a material impact on the Group's consolidated balance sheet and results of operations.

5. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION OF UNCERTAINTY

In the application of the Group’s accounting policies, which have been described in Note 3, management is required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant, including, but not limited to, the uncertainties and ambiguities of the Russian legal and taxation systems and the difficulties in securing contractual rights as defined in contracts. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

Significant estimates and assumptions

<u>Inventory valuation</u>

Management reviews the inventory balances to determine if inventories can be sold at amounts greater than or equal to their carrying amounts plus costs to sell. This review includes identification of slow moving inventories, obsolete inventories and partially or fully damaged inventories. The identification process includes historical performance of the inventory, current operational plans for the inventory as well as industry and customer specific trends. Damaged stock is either provided for or written off depending on the extent of damage. Management makes an allowance for any items considered to be obsolete. The allowance represents the difference between the cost of inventory and its estimated net realizable value.

5. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION OF UNCERTAINTY (CONTINUED)

The net realizable value allowance is calculated using the following methodology:

(a) Stock held for resale – comparison of expected selling price versus the carrying value on a stock keeping unit basis;

(b) Damaged goods – examination of historical data relating to discounts associated with damaged goods and comparison to book value at the balance sheet date;

(c) Stock held at service centers – an allowance is applied based on management’s estimate of the carrying value of the inventory and based on historical data on sales of respective inventories;

(d) Additional allowance is accrued for if there is actual evidence of a decline in selling prices after the end of the reporting period to the extent that such decline confirms conditions existing at the end of the period.

If actual results differ from management’s expectations with respect to the selling of inventories at amounts equal to or less than their carrying amounts, management would be required to adjust the carrying amount of inventories.

In 2011 the allowance for slow-moving and obsolete inventories has decreased by 397 as a result of the Group being able to decrease the amount of inventories that are being sold below cost as compared with management’s earlier estimate.

Tax and customs provisions and contingencies

The Group is subject to various taxes arising in the Russian Federation. The majority of its merchandise is imported into Russian Federation and is therefore subject to the Russian customs regulations. Significant judgment is required in determining the provision for income taxes and other taxes. The Group recognizes liabilities for anticipated tax issues based on estimates of whether it is probable that additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the amount of tax and tax provision in the period in which such determination is made.

The Group obtains various types of supplier bonuses. Current Russian tax legislation is unclear if the amount of VAT refund relating to goods purchased should be decreased by the amount of VAT on such bonuses. The Group believes that its interpretation of the current tax legislation is consistent with industry practice, is appropriate and no additional tax liabilities arise in respect of supplier bonuses. On 29 March 2012 the Supreme Arbitration Court of the Russian Federation published a Decision of its Presidium, which provides some additional guidance on the Court’s interpretation of the Russian tax legislation on supplier bonuses. Further Group position on this matter will depend on the court practice and amendments of the legislation related to bonuses from suppliers, if and when it may occur.

Recovery of deferred tax assets

Deferred tax assets are recognized for deductible temporary differences as management believes there will be sufficient future taxable profits to utilize those temporary differences.

Share-based payments

The cost of equity-settled transactions with employees (under Long-term incentive plan hereinafter “LTIP”) is based on the Group’s estimate of the number of equity instruments that will eventually vest and other estimates outlined in Note 29.

Useful life of property, plant and equipment

Trade equipment is depreciated over the estimated useful life specified in Note 3 above. The estimated useful life is adjusted when there is a plan to fully renovate the store in the near future, in which case carrying value of related trade equipment is depreciated over the period of time up to the planned renovation work.

5. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION OF UNCERTAINTY (CONTINUED)

Revenue attributed to loyalty program points

The Group estimates the fair value of points awarded under “M.video Bonus” loyalty program by applying “bonus ruble conversion rate” so that part of consideration allocated to the award credits represents their purchase capacity. Management also makes assumption about expected redemption rates. Points issued under the program expire with the passage of time; therefore such estimates are subject to significant uncertainty as at balance sheet date.

Allowance for Doubtful Accounts

Provision for impairment is based on the historical data related to collectability of accounts receivable and solvency analysis of the most significant debtors. If the financial condition of customers were to deteriorate, actual write-offs might be higher than expected. More details are provided in Notes 8 and 10.

Critical judgments in applying the Group’s accounting policies

Recognition of revenue from sale of ASA and associated costs

Revenue earned from the sale of ASA is recognized on an 'as earned' basis with the unearned portion (if any) spread over the remaining term of the contracts to reflect the costs the Group expects to incur in performance of its contractual obligations.

With respect to sale of ASA until 1 October 2011 the Group operated under agreement concluded with a related party services center which assumed substantially all of the Group's obligations under all of the existing and future ASA for a consideration based on a fixed proportion of fees charged to customers. The fixed commission paid to a related party service center to provide coverage for the Group's obligations under the ASA was recognized immediately as part of “Cost of sales”. Other direct costs associated with the sale of ASA prior to 1 October 2011, such as sales bonuses paid to shop assistants were disclosed as part of “Selling, general and administrative expenses”. All obligations under ASA sold prior to 1 October 2011 remain with the related party service center until they expire.

On 1 October 2011 the Group changed its ASA-related practices in such a way that going forward the related party service center will no longer be assuming substantially all of the Group’s obligations under the ASA for a fixed consideration. Consequently, for all ASA certificates that are being sold since 1 October the Group recognizes revenue ratably over the term of ASA certificates and the related costs are recognized as incurred.

Supplier bonuses

The Group receives various types of bonuses from suppliers in the form of volume discounts and promotional, advertising fees. Management has concluded that substantially all supplier bonuses received or receivable by the Group should be treated as volume based, effectively reducing the cost of goods purchased from the suppliers, rather than a reimbursement of specific costs incurred by the Group.

(In millions of Russian Rubles)

6. PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment as at 31 December 2011 and 2010 consisted of the following:

	Buildings	Leasehold improve-ments	Construc-tion in progress	Trade equipment	Security equipment	Other fixed assets	Total
Cost							
As at 31 December 2009	**3,255**	**2,534**	**26**	**1,346**	**548**	**832**	**8,541**
Additions	-	-	2,558	-	-	-	2,558
Transfers	982	716	(2,568)	354	157	359	-
Disposals	-	(16)	(1)	(90)	(8)	(26)	(141)
As at 31 December 2010	**4,237**	**3,234**	**15**	**1,610**	**697**	**1,165**	**10,958**
Additions	-	-	2,993	-	-	-	2,993
Transfers	951	619	(2,993)	687	227	509	-
Disposals	-	(57)	-	(86)	(13)	(115)	(271)
As at 31 December 2011	**5,188**	**3,796**	**15**	**2,211**	**911**	**1,559**	**13,680**
Accumulated depreciation							
As at 31 December 2009	**399**	**655**	**-**	**601**	**343**	**469**	**2,467**
Charge for the year	189	372	-	269	125	222	1,177
Disposals	-	(2)	-	(74)	(5)	(22)	(103)
As at 31 December 2010	**588**	**1,025**	**-**	**796**	**463**	**669**	**3,541**
Charge for the year	224	484	-	325	146	276	1,455
Disposals	-	(34)	-	(80)	(12)	(110)	(236)
As at 31 December 2011	**812**	**1,475**	**-**	**1,041**	**597**	**835**	**4,760**
Net book value							
As at 31 December 2010	**3,649**	**2,209**	**15**	**814**	**234**	**496**	**7,417**
As at 31 December 2011	**4,376**	**2,321**	**15**	**1,170**	**314**	**724**	**8,920**

As at 31 December 2011 and 2010 there were no commitments for the acquisition of property, plant and equipment. During the year 2011 no borrowing costs were capitalized as part of the cost of the Group's property, plant and equipment (2010: 6).

Depreciation expenses have been included in "Selling, general and administrative expenses" (Note 24).

7. INTANGIBLE ASSETS

Intangible assets as at 31 December 2011 and 2010 consisted of the following:

	Software licenses and development	Trademarks	Total
Cost			
As at 31 December 2009	**620**	**12**	**632**
Additions	421	8	429
As at 31 December 2010	**1,041**	**20**	**1,061**
Additions	652	1	653
As at 31 December 2011	**1,693**	**21**	**1,714**
Accumulated amortization			
As at 31 December 2009	**156**	**2**	**158**
Charge for the year	109	3	112
As at 31 December 2010	**265**	**5**	**270**
Charge for the year	181	2	183
As at 31 December 2011	**446**	**7**	**453**
Net book value			
As at 31 December 2010	**776**	**15**	**791**
As at 31 December 2011	**1,247**	**14**	**1,261**

(In millions of Russian Rubles)

7. INTANGIBLE ASSETS (CONTINUED)

During 2011 the Group incurred expenditures in the total amount of 652 (2010: 421) which for the most part related to the implementation of additional functionality of the Group's ERP system SAP SCM.

Amortization expense has been included in "Selling, general and administrative expenses" (Note 24).

As at 31 December 2011 and 2010 the Group had commitments for the acquisition of software licenses (Note 32).

8. OTHER NON-CURRENT ASSETS

Other non-current assets as at 31 December 2011 and 2010 consisted of the following:

	2011	2010
Long-term part of warranty asset – in respect of ASA (Note 21)	95	144
Long-term advances paid for rent	670	415
Long-term loans and notes receivable	43	13
Less: allowance for doubtful long-term advances paid for rent	(44)	(69)
Total	**764**	**503**

Movement in the allowance for doubtful long-term advances paid for rent is as follows:

	2011	2010
Balance at the beginning of the year	69	42
Impairment losses recognized on long-term advances paid for rent	-	34
Amounts recovered during the year	(25)	(7)
Balance at the end of the year	**44**	**69**

9. INVENTORIES

Inventories as at 31 December 2011 and 2010 consisted of the following:

	2011	2010
Goods for resale	25,429	22,121
Other inventories	74	43
Less: allowance for obsolete and slow-moving inventories	(1,016)	(1,413)
Total	**24,487**	**20,751**

For information relating to the cost of inventory recognized as an expense during the year ended 31 December 2011 and 2010 refer to Note 23.

As at 31 December 2011 inventories with the carrying amount of 2,320 (2010: 2,007) were pledged as collateral under financial guarantee contracts entered into by the Group (Note 32).

(In millions of Russian Rubles)

10. TRADE AND OTHER ACCOUNTS RECEIVABLE AND PREPAID EXPENSES

Trade and other accounts receivable and prepaid expenses as at 31 December 2011 and 2010 consisted of the following:

	2011	2010
Advances paid to suppliers and prepaid expenses	570	685
Other accounts receivable	687	613
Trade accounts receivable	29	28
Advances paid to related parties (Note 30)	38	9
Less: allowance for doubtful receivable	(248)	(287)
Total	**1,076**	**1,048**

As at 31 December 2011 the Group did not have trade and other accounts receivable past due but not impaired (31 December 2010: the age of such receivables did not exceed 30 days).

Movement in the allowance for doubtful trade and other accounts receivable and prepaid expenses is as follows:

	2011	2010
Balance at the beginning of the year	287	99
Impairment losses recognized on trade and other accounts receivable	60	262
Amounts written off as uncollectible	(81)	(28)
Amounts recovered during the year	(18)	(46)
Balance at the end of the year	**248**	**287**

The trade and other accounts receivable impaired as at 31 December 2011 were aged 120+ days (31 December 2010: 120+ days).

Carrying value of trade and other accounts receivable approximates their fair value.

In determining the recoverability of trade and other accounts receivable the Group considers any change in the credit quality of trade and other receivables from the date credit was initially granted up to the reporting date. Details about concentration of credit risk and related management activities are provided in Note 33.

11. OTHER TAXES RECEIVABLE

Other taxes receivable as at 31 December 2011 and 2010 consisted of the following:

	2011	2010
VAT recoverable	1,220	1,199
Other taxes receivable	19	30
Total	**1,239**	**1,229**

12. CASH AND CASH EQUIVALENTS

Cash and cash equivalents as at 31 December 2011 and 2010 consisted of the following:

	2011	2010
Short-term bank deposits	9,195	4,900
Cash at banks	1,470	1,257
Cash in transit	2,295	818
Petty cash and cash in stores	260	208
Total	**13,220**	**7,183**

(In millions of Russian Rubles)

12. CASH AND CASH EQUIVALENTS (CONTINUED)

As at 31 December 2011 and 2010 the fair value of cash and cash equivalents equals to their carrying value.

Cash in transit represents acquiring and cash collected from the Group's stores and not yet deposited into the bank accounts at the year end.

Short-term deposits in banks outstanding as at 31 December 2011 earn interest ranging from 3.5% to 8.61% per annum (31 December 2010: from 2.5% to 4.5% per annum). Short-term deposits mature in January-February 2012 (2010: January 2011).

13. OTHER CURRENT ASSETS

Other current assets as at 31 December 2011 and 2010 consisted of the following:

	2011	2010
Short-term part of warranty asset – in respect of ASA (Note 21)	196	234
Short-term loans	1	7
Other current assets	5	5
Total	**202**	**246**

14. EQUITY

Share capital

As at 31 December 2011 and 2010 the Company had the following number of authorized, issued and outstanding ordinary shares:

	Outstanding ordinary shares	Issued ordinary shares	Authorised ordinary shares
Balance as at 31 December 2009	**179,768,227**	**179,768,227**	**209,768,227**
Shares buy back	(2,700,000)	-	-
Balance as at 31 December 2010	**177,068,227**	**179,768,227**	**209,768,227**
Change in the year	-	-	-
Balance as at 31 December 2011	**177,068,227**	**179,768,227**	**209,768,227**

Each share has par value of 10 RUB per share. During 2011 and 2010 there were no changes in the number of authorized and issued ordinary shares of the Company. All issued ordinary shares were fully paid. Number of outstanding ordinary shares reduced in 2010 as a result of shares buy-back.

Treasury shares

In September 2010 following the approval by the Board of Directors, the Group purchased 2,700,000 issued ordinary shares of the Company to be subsequently offered to the members of the LTIP Series 3 program in order to service the resulting subscription rights, for total cash consideration of 588. All 2,700,000 shares were held as treasury shares at cost as at 31 December 2010 and 2011.

Additional paid-in capital

Additional paid-in capital consists of share premium which is the excess between proceeds from issuance of 30,000,000 additional ordinary shares issued at 1 November 2007 and their par value, less share issuance costs and related current and deferred income tax amounts.

(In millions of Russian Rubles)

14. EQUITY (CONTINUED)

Dividends declared

On 23 June 2011 the Annual General Meeting approved dividends of 3.90 RUB per share in respect of 2010. Dividends attributable to the treasury shares represented intragroup transaction and were eliminated in full for the purpose of these consolidated financial statements. Dividends paid out to the holders of outstanding ordinary shares of the Company amounted to 691.

15. INCOME TAX

The Group's income tax expense for the years ended 31 December 2011 and 2010 was as follows:

	2011	2010
Current tax expense	(1,439)	(1,343)
Deferred tax benefit	175	302
Total income tax expense	**(1,264)**	**(1,041)**

The tax effect on the major temporary differences that give rise to the deferred tax assets and liabilities as at 31 December 2011 and 2010 is presented below:

	2011	2010
Deferred tax assets		
Supplier bonuses allocated to inventories	572	437
Deferred revenue	239	337
Accrued expenses	226	94
Allowance for obsolete and slow-moving inventories	201	265
Difference in depreciable value of property, plant and equipment	200	196
Salary-related accruals	133	55
Allowance for doubtful debts	58	71
Other items	37	46
Total	**1,666**	**1,501**
Deferred tax liabilities		
Difference in depreciable value of property, plant and equipment	310	269
Other items	7	58
Total	**317**	**327**

As at 31 December 2011 and 2010 the Group measured deferred tax assets and deferred tax liabilities using tax rate of 20%, which is the rate expected to be applied in the period in which the asset is realized or the liability is settled.

The taxation charge for the year is different from that which would be obtained by applying the statutory income tax rate to the profit before income tax expense. Below is a reconciliation of theoretical income tax expense at the statutory rate of 20% effective for 2011 and 2010 to the actual expense recorded in the Group's consolidated statement of comprehensive income:

	2011	2010
Profit before income tax expense	4,638	3,262
Theoretical income tax expense at the statutory rate of 20%	(928)	(652)
Adjustments due to:		
Losses due to inventory shortages	(45)	(36)
Other non-deductible expenses, net	(291)	(349)
Income tax provisions (Note 32)	-	(4)
Income tax expense	**(1,264)**	**(1,041)**

(In millions of Russian Rubles)

15. INCOME TAX (CONTINUED)

As at 31 December 2011 there were no taxable temporary differences related to investments in subsidiaries for which deferred tax liabilities might have been recognized if the Group hadn’t been in a position to control the timing of the reversal of theses temporary differences (31 December 2010: 118). No taxable temporary differences exist due to changes in Tax Code of the Russian Federation effective 1 January 2011. According to these changes, distributions of a subsidiary’s earnings are subject to 0% rate of withholding tax in case a holding entity has owned 50% or more shares of its subsidiary during a calendar year preceding the date of a decision to distribute subsidiaries’ earnings.

16. TRADE ACCOUNTS PAYABLE

Trade accounts payable as at 31 December 2011 and 2010 consisted of the following:

	2011	2010
Trade accounts payable to third parties	32,673	25,046
Total	**32,673**	**25,046**

Trade accounts payable are non-interest bearing and are normally settled between 30 and 90 days, depending on individual supplier terms.

17. OTHER PAYABLES AND ACCRUED EXPENSES

Other payables and accrued expenses as at 31 December 2011 and 2010 consisted of the following:

	2011	2010
Accounts payable and accruals for rent and utilities	1,083	593
Accounts payable and accruals for salaries and bonuses	605	407
Accounts payable for property, plant and equipment	137	72
Accrued unused vacation	108	111
Accounts payable for packaging and raw materials	63	32
Accounts payable for security services	41	26
Accounts payable and accruals for consulting fees	37	55
Other current liabilities to related parties (Note 30)	35	56
Other payables and accrued expenses	225	112
Total	**2,334**	**1,464**

Accounts payable and accruals for rent and utilities include accrued liabilities for lease payments calculated on a straight line basis over the lease term in the amount of 821 (2010: 355).

18. ADVANCES RECEIVED

Advances received as at 31 December 2011 and 2010 consisted of the following:

	2011	2010
Advances received for gift cards	756	539
Other advances received	46	354
Total	**802**	**893**

(In millions of Russian Rubles)

19. OTHER TAXES PAYABLE

Other taxes payable as at 31 December 2011 and 2010 consisted of the following:

	2011	2010
Payroll taxes	240	128
VAT payable	184	2
Other taxes payable	105	79
Total	**529**	**209**

20. DEFERRED REVENUE

Deferred revenue as at 31 December 2011 and 2010 consisted of the following:

	2011			2010	
	Customer loyalty programs	Other programs	Additional services	Customer loyalty programs	Other programs
As at 1 January	1,074	611	-	522	572
Revenue deferred during the year	3,077	797	725	1,989	611
Revenue released to the consolidated statement of comprehensive income	(3,074)	(611)	(44)	(1,437)	(572)
As at 31 December	**1,077**	**797**	**681**	**1,074**	**611**

Other programs represent primarily sales of gift cards to the Group's customers.

21. PROVISIONS

Provisions as at 31 December 2011 and 2010 consisted of the following:

	Non-current		Current	
	2011	2010	2011	2010
Warranty provision – in respect of ASA (i)	95	144	196	234
Provision for goods return	-	-	76	59
Warranty provision – repair of goods (ii)	5	3	10	7
Total	**100**	**147**	**282**	**300**

(i) The warranty provision in respect of ASA represents management's best estimate of the future outflow of economic benefits that will be required under the Group's 2, 3 and 5 year ASA certificates sold prior to 1 October 2011. A Group entity sells the ASA directly to customers; however, before 1 October 2011 a back-to-back agreement was in effect between the Group entity and a related party which provided for transfers the obligations under the ASA from the Group to the related party. For this reason an equal corresponding non-current (Note 8) and current (Note 13) asset has been recognized by the Group, and disclosed within other assets. The estimate has been made on the basis of historical warranty trends and may vary as a result of events affecting product quality and expected cost of services.

(ii) The warranty provision in respect of repair of goods represents management's best estimate of the future outflow of economic benefits that will be required to service goods sold for which there is no supplier service centre in the Russian Federation.

(In millions of Russian Rubles)

21. PROVISIONS (CONTINUED)

The movement in provisions during the years ended 31 December 2011 and 2010 is as follows:

	Warranty – ASA	Warranty – Repair of goods	Provision for goods return
Balance as at 1 January 2010	328	12	51
Change in provision	50	(2)	8
Balance as at 1 January 2011	378	10	59
Change in provision	(87)	5	17
Balance as at 31 December 2011	**291**	**15**	**76**

22. REVENUE

Revenue for the years ended 31 December 2011 and 2010 consisted of the following:

	2011	2010
Retail revenue (including Internet)	111,926	86,386
Wholesale revenue	-	124
Other	11	55
Total	**111,937**	**86,565**

Retail revenue for 2011 includes sales of ASA in the amount of 1,459 (2010: 2,228). In 2010 the Group ceased the wholesale operations.

23. COST OF SALES

Cost of sales for the years ended 31 December 2011 and 2010 consisted of the following:

	2011	2010
Cost of goods and services	82,907	64,079
Inventory losses, net of surpluses	160	358
Change in allowance for obsolete and slow-moving inventories	(397)	(233)
Total	**82,670**	**64,204**

(In millions of Russian Rubles)

24. SELLING, GENERAL AND ADMINISTRATIVE EXPENSES

Selling, general and administrative expenses for the years ended 31 December 2011 and 2010 consisted of the following:

	2011	2010
Payroll and related taxes	7,112	5,356
Lease expenses, net of income from sublease (2011: 41; 2010: 45)	5,327	4,139
Advertising and promotional expenses, net	3,237	2,729
Transportation	2,380	1,371
Depreciation and amortization	1,638	1,289
Warehouse services	1,508	1,158
Utilities expenses	1,070	832
Repairs and maintenance	760	537
Security	754	545
Bank charges	554	352
Taxes other than income tax	369	267
Communication	263	195
Packaging and raw materials	177	181
Service centre	134	123
Legal, audit and consulting expenses	79	249
Office expenses	69	72
Other expenses	682	498
Total	**26,113**	**19,893**

Payroll and related taxes include 1,095 contribution to the state pension fund (2010: 651) and social and medical insurance in the amount of 352 (2010: 204). During 2011 the Group received 276 from its suppliers as a compensation of advertising and promotional expenses (2010: 178).

Lease expenses for the year ended 31 December 2011 include loss on change in fair value of currency forward contracts of 35 (2010: nil).

25. OTHER OPERATING INCOME

Other operating income for the years ended 31 December 2011 and 2010 includes commissions received from banks on loans provided to customers, income earned from suppliers for advertising materials placed in the Group's stores, goods delivery, income from leases and other items.

26. OTHER OPERATING EXPENSES

Other operating expenses for the year ended 31 December 2011 and 2010 consisted of individually insignificant items.

27. FINANCE INCOME, NET

Finance income/(costs), net for the years ended 31 December 2011 and 2010 consisted of the following:

	2011	2010
Interest expense on bank loans	(37)	(25)
Interest income	74	53
Total	**37**	**28**

(In millions of Russian Rubles)

28. EARNINGS PER SHARE

Basic earnings per share amounts are calculated by dividing net profit for the year attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the year, excluding treasury shares.

Diluted earnings per share amounts are calculated by dividing the net profit attributable to equity holders of the Company by the weighted average number of ordinary shares outstanding during the year plus weighted average number of ordinary shares that would have been outstanding assuming the conversion of all the dilutive potential ordinary shares into ordinary shares.

The following reflects the income and share data used in the basic and diluted earnings per share computations:

	2011	2010
Net profit attributable to equity holders of the Company	3,374	2,221
Weighted average number of ordinary share in issue (millions of shares)	177.07	178.93
Effect of share options granted to employees (millions of shares)	2.70	0.84
Basic earnings per share (in Russian rubles)	**19.05**	**12.41**
Weighted average number of ordinary shares for the purpose of diluted earnings per share (millions of shares)	179.77	179.77
Diluted earnings per share (in Russian rubles)	**18.77**	**12.35**

29. SHARE-BASED PAYMENTS

Employee share option plan

The Group had two equity-settled share option schemes in operation during the year ended 31 December 2011. During comparable period of the previous year the Group had three share option schemes in operation, one of which was fully settled in April 2010.

Long-term incentive plan Series 2 ("LTIP 2")

Under LTIP 2, which was adopted on 1 April 2008, 46 members of the management team became members of the plan and 756,000 of the shares designated for the LTIP were committed. All shares designated for LTIP 2 vested as at 1 April 2011.

In accordance with the provisions of the plan each employee share option allows the recipient to purchase one ordinary share of OJSC "Company M.video" from M.video Investment Ltd. (BVI). The proceeds from the purchase is payable to the existing shareholder. No amounts are paid or payable by the recipient on receipt of the option.

The options carry neither rights to dividends nor voting rights. Employees must be employed at the vesting date to exercise his or her right unless the Board of Directors waives this condition. The number of options granted per employee is determined by the President and approved by the Board of Directors. Participants are able to exercise their options within 30 days since the vesting date by paying 10 RUB per share to the operator of the program.

(In millions of Russian Rubles)

29. SHARE-BASED PAYMENTS (CONTINUED)

Long-term incentive plan Series 3 ("LTIP 3")

On 9 December 2009 the Board of Directors approved the adoption of Series 3 of the LTIP for selected members of the Group's management team. 56 positions were enrolled in the plan and 3,170,000 of the shares were designated for LTIP 3. The shares will be granted by the Group to the participants of the plan at the appropriate vesting dates provided that the participants are employed to exercise his or her right unless the Board of Directors waives this condition. Consideration given to this non-market vesting condition requires the management to estimate the number of shares that will eventually vest and to adjust accordingly the number of shares included in the measurement of the transaction amount. Based on existed accumulated data on staff turnover the management best estimate of the number of shares eventually expected to vest is 2,670,000 (2010: 2,670,000).

Summary of the arrangements in existence as at 31 December 2011 and 2010

The following table contains details of the arrangements that were in existence as at 31 December 2011 and 2010:

Option series	Number of options as at 31 December 2011	Number of options as at 31 December 2010	Grant date	Vesting date	Expiry date	Exercise price (RUB)	Fair value at grant date (RUB)
LTIP 2							
Issued 1 April 2008	-	134,000	1 April 2008	1 April 2011	30 April 2011	10	170.39
LTIP 3							
Issued 9 December 2009	1,275,000	1,275,000	9 December 2009	1 April 2013	30 April 2013	-	118.47
Issued 9 December 2009	1,395,000	1,395,000	9 December 2009	1 April 2015	30 April 2015	-	118.49

Fair value of share options

The weighted average fair values of the share options granted under LTIP 2 and LTIP 3 and outstanding as at 31 December 2011 and 2010 are as follows (in RUB):

Option series	31 December 2011	31 December 2010
LTIP 2	-	170.39
LTIP 3	118.48	118.48

Options were priced using the Black-Scholes pricing model. Where relevant, the model has reflected management's best estimate of the future volatility of the Company's share price, expected dividend yield, risk-free interest rates and expected staff turnover. Management draws upon a variety of external sources to aid in the determination of the appropriate data to use in such situations.

Inputs into the model	LTIP 2 share options vesting on 1 April 2011	LTIP 3 share options vesting on 1 April 2013	LTIP 3 share options vesting on 1 April 2015
Grant date share price, RUB	177.45	122.27	122.27
Exercise price, RUB	10	-	-
Expected volatility	26.85%	123.55%	123.55%
Option life (years)	3	3	5
Dividend yield	0%	0%	0%
Risk-free interest rate	10%	7.5%	7.5%

(In millions of Russian Rubles)

29. SHARE-BASED PAYMENTS (CONTINUED)

The expected volatility was determined based on the ending weekly share price for the period from 1 November 2007 to 1 April 2008 – for LTIP 2 and from 1 November 2007 to 9 December 2009 – for LTIP 3. The expected volatility is equal to the historical volatility due to the brief history of trading activity and lack of comparable industry data.

Movements in share options during the period

The following reconciles the outstanding share options granted under the employee share plan at the beginning and end of the years ended 31 December 2011 and 2010:

	LTIP 1		LTIP 2		LTIP 3	
	Number of options expected to vest	Weighted average exercise price (RUB)	Number of options expected to vest	Weighted average exercise price (RUB)	Number of options expected to vest	Weighted average exercise price (RUB)
Balance as at 1 January 2010	**93,500**	**10**	**284,000**	**10**	**2,670,000**	**-**
Forfeited during the period	(2,000)	10	(14,000)	10	-	-
Exercised during the period	(91,500)	10	(136,000)	10	-	-
Balance as at 31 December 2010	**-**	**-**	**134,000**	**10**	**2,670,000**	**-**
Exercisable at the end of the period	-	-	-	-	-	-
Balance as at 1 January 2011	**-**	**-**	**134,000**	**10**	**2,670,000**	**-**
Exercised during the period			(134,000)	10	-	-
Balance as at 31 December 2011	**-**	**-**	**-**	**10**	**2,670,000**	**-**
Exercisable at the end of the period	-	-	-	-	-	-

The weighted average remaining contractual life of the share options granted under LTIP of all Series outstanding as at 31 December 2011 is 838 days (31 December 2010: 1,150 days).

Share-based payments expense

The summary of expenses recognized by the Group in respect of share-based payments in the years ended 31 December 2011 and 2010 is as follows:

	For the year ended	
Option series	**31 December 2011**	**31 December 2010**
LTIP 1	-	1
LTIP 2	2	8
LTIP 3	77	77
Total	**79**	**86**

The above expense has been included into "Selling, general and administrative expenses" in the line item "Payroll and related taxes" (Note 24).

(In millions of Russian Rubles)

30. RELATED PARTIES

Related parties include shareholders, key management, entities under common ownership and control, entities under control of key management personnel and entities over which the Group has significant influence.

The following table provides the total amount of transactions, which have been entered into with related parties for the relevant financial year (for information regarding outstanding balances as at 31 December 2011 and 2010, also refer to Notes 10 and 17):

	2011		31 December 2011		2010		31 December 2010	
	Sales to related parties	Purchases from related parties	Amounts owed by related parties	Amounts owed to related parties	Sales to related parties	Purchases from related parties	Amounts owed by related parties	Amounts owed to related parties
LLC "Universal service"	10	260	23	1	14	335	1	38
Transservice Group of Companies	8	238	15	16	4	114	4	6
LLC "Avto-Express"	-	92	-	11	-	82	-	5
Avtoritet Group of Companies	1	66	-	3	1	73	3	7
LLC "Noviy Format"	-	262	-	3	-	52	-	-
LLC "MV. Stil"	1	-	-	-	1	-	-	-
LLC "Private Security Agency Bars-SB"	1	242	-	1	2	183	1	-
CONplementation International business Consulting Vienna	-	3	-	-	-	-	-	-
Total	**21**	**1,163**	**38**	**35**	**22**	**839**	**9**	**56**

The nature of transactions with related parties is as follows:

- LLC "Universal Service" – provides after sale servicing and other related servicing of merchandize sold in connection with ASA;
- Transservice Group of Companies – provides after sale and other servicing of the Group's merchandise;
- LLC "Avto-Express" – provides a car leasing service to the Group and logistic services;
- Avtoritet Group of Companies – provided the brand name "Smart-on" to the Group under a license agreement and two trading premises in Moscow under a lease agreement;
- LLC "Noviy Format" – for the periods ended 31 December 2011 and 2010 the transactions related to purchase of the buildings;
- LLC "MV. Stil" – provides rent services;
- LLC "Private Security Agency Bars-SB" – provides store and head office security services;
- CONplementation International business Consulting Vienna – provides consulting services to LLC "M.video Management". The entity is under control of key management personnel.

(In millions of Russian Rubles)

30. RELATED PARTIES (CONTINUED)

The ultimate parent entity

“M.video Investment Ltd. (BVI)” is the ultimate parent company of the Group.

There were no transactions between the Group and the ultimate parent during the years ended 31 December 2011 and 2010.

Immediate parent entity

“Svece Ltd” owns 67.7868% of the ordinary shares of OJSC “Company M.video” as at 31 December 2011 (68.3430% as at 31 December 2010).

Refer to Note 1 for additional information on the ultimate controlling party of the Group and Note 29 for details for the share-based payment transactions involving the immediate parent entity.

Terms and conditions of transactions with related parties

Related parties may enter into transactions, which unrelated parties might not, and transactions between related parties may not be effected on the same terms, conditions and amounts as transactions between unrelated parties. Outstanding balances at the year-end are unsecured and settlement occurs in cash. There have been no guarantees provided or received for any related party accounts receivable or payable. For the year ended 31 December 2011, the Group has not recorded any impairment of accounts receivable relating to amounts owed by related parties (2010: nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

Compensation of key management personnel of the Group

The remuneration of directors and other members of key management during the year ended 31 December 2011 and 2010 was as follows:

	2011	2010
Short-term benefits*	217	189
Share-based payments	33	21
Total	**250**	**210**

*Short-term benefits include salaries, bonuses and annual leave, medical and relocation expenses.

As at 31 December 2011 there is 61 outstanding payable to key management personnel (2010: 48).

The number of key management positions was 17 in 2011 (2010: 17).

The Group did not provide any material post employment, termination, or other long-term benefits to key management personnel during the period other than contributions to state pension fund and the social funds as a part of payments of social security contributions on salaries and bonuses. SSC paid relating to compensation of key management personnel amounted to 1 for the year ended 31 December 2011 (SSC paid in 2010 was 1) and is included in the amounts stated above.

(In millions of Russian Rubles)

31. OPERATING LEASE AGREEMENTS

The Group has entered into commercial leases for the rental of retail properties, warehouses and office space. These leases have terms ranging between 1 and 15 years. The majority of the lease contracts contain escalation clauses. Certain lease contracts stipulate terms requiring the Group to pay the higher of minimum lease payments or a percentage of revenue. The amounts paid in excess of the minimum lease payments are disclosed as contingent rentals below. The Group does not have an option to purchase the leased premises at the expiration of the lease period.

Payments recognized as an expense

	2011	2010
Minimum lease payments	5,252	4,174
Contingent rentals	307	191
Total	**5,559**	**4,365**

Non-cancellable operating lease commitments

Future minimum rentals payable under non-cancelable operating leases for premises occupied as at 31 December 2011 and 2010 are as follows:

	2011	2010
Within one year	4,676	4,480
After one year but not more than five years	15,899	15,159
More than five years	7,868	10,562
Total	**28,443**	**30,201**

Future minimum rentals payable under committed, non-cancelable future store operating leases for premises as at 31 December 2011 and 2010 are as follows:

	2011	2010
Within one year	660	201
After one year but not more than five years	3,551	2,033
More than five years	1,586	1,993
Total	**5,797**	**4,227**

Future minimum rental payments will be subject to VAT.

32. COMMITMENTS AND CONTINGENCIES

Operating environment

The Group sells products that are sensitive to changes in general economic conditions that impact consumer spending. Future economic conditions and other factors, including consumer confidence, employment levels, interest rates, consumer debt levels and availability of consumer credit could reduce consumer spending or change consumer purchasing habits. A general slowdown in the Russian economy or in the global economy, or an uncertain economic outlook, could adversely affect consumer spending habits and the Group's operating results.

The Russian economy is vulnerable to market downturns and economic slowdowns elsewhere in the world. The global financial system continues to exhibit signs of deep stress and many economies around the world are experiencing lesser growth than in prior years or no growth. Additionally there is increased uncertainty about the creditworthiness of some sovereign states in the Eurozone and financial institutions with exposure to the sovereign debt of such states. In 2011 the Russian Government continued to take measures to support the economy in order to overcome the consequences of the global financial crisis. Consequently, there continues to be uncertainty regarding further economic growth, access to capital and cost of capital for the Group and its counterparties, which could affect the Group's financial position, results of operations and business prospects. Although any further deterioration in the areas described above could negatively affect the Group's results and financial position in a manner not currently determinable, the management believes it is taking appropriate measures to support the sustainability of the Group's business in the current circumstances.

Russian Federation tax and regulatory environment

The government of the Russian Federation continues to reform the business and commercial infrastructure in its transaction to a market economy. As a result, laws and regulations affecting business continue to change rapidly. These changes are characterized by unclear wording which leads to different interpretations and arbitrary application by the authorities. Management's interpretation of such legislation as applied to the activity of the Group may be challenged by the relevant regional and federal authorities. Recent events within the Russian Federation suggest that the tax authorities are taking a more assertive position in their interpretation of the legislation and assessments and as a result, it is possible that transactions and activities that have not been challenged in the past may be challenged. It is therefore possible that significant additional taxes, penalties and interest may be assessed. Fiscal periods remain open to tax audit by the authorities in respect of taxes for three calendar years preceding the year of tax audit. Under certain circumstances reviews may cover longer periods. Management believes that it has accrued for all taxes that are applicable. Where uncertainty exists, the Group has accrued tax liabilities as management's best estimate of the probable outflow of resources which will be required to settle such liabilities. Management believes that it has provided adequately for tax liabilities based on its interpretations of tax legislation. However, the relevant authorities may have differing interpretations, and the effects could be significant.

During 2011 the Group neither recognized nor reversed any amount of tax provision for income and other taxes (2010: 67 recognized and 63 reversed). Therefore as at 31 December 2011 the balance of tax provision remained unchanged and amounted to 133.

The Group has identified other possible tax contingencies in respect of issues unrelated to customs (as discussed below) for the three-year period ended 31 December 2011. Management has estimated that possible exposure in relation to such tax risks, if they were to materialize, would not exceed twice the amount of the Group's profit before income tax expense.

Customs

During year ended 31 December 2009, as is common in the business, the Group negotiated and confirmed with overseas representatives of foreign manufacturers, the quantity, price and attributes of the foreign manufactured goods, but the goods may have been be procured through the Group or third parties.

32. COMMITMENTS AND CONTINGENCIES (CONTINUED)

In addition to the above, during the years ended 31 December 2011 and 2010, the Group purchased a significant portion of its foreign manufactured goods on the territory of the Russian Federation from Russian legal entities, including Russian wholesalers or resellers, which may or may not have imported the goods into Russia directly. As the Group was not involved in clearing customs for the goods purchased on the territory of Russia, management cannot be certain that the entities which imported the goods into Russia were in full compliance with the applicable regulations of the Russian customs code.

As described above in *Russian Federation tax and regulatory environment* section, the relevant authorities may take a more assertive position in their interpretation of the applicable laws. Under Russian law a company in possession of goods that were imported with proven violations of the customs law may be subject to significant administrative or civil penalties and/or confiscation of the goods, if it was involved in, aware of, or should have known that violation of the customs code were occurring. To date, the Group has not been subject to any notification of violations of the customs code.

Management believes that the Group entities were acting in compliance with all applicable tax and legal requirements in respect of imported products, were not involved, not aware and could not be expected to know of any significant violations of the applicable customs code by the Russian wholesalers or resellers. Accordingly, management did not recognize any provisions in respect of such contingencies in these consolidated financial statements and determined that with current limitations in access to customs clearance documents it is not practicable to estimate the likely potential financial effect, if any, of such contingent liabilities.

License Agreements

As at 31 December 2011, the Group had a total commitment of approximately 1.5 - 1.8 mln EUR (or 63.3 – 71 mln RUB per annum using exchange rate published on the Central Bank website of 41.6714 RUB/ EUR as at 31 December 2011) for technical support services with respect to existing SAP licenses and software during the period from 2012 to 2016 (31 December 2010: approximately 1.2-1.4 million EUR per annum, or 48.4 – 56.5 mln RUB per annum using exchange rate published on the Central Bank website of 40.3331 RUB/ EUR as at 31 December 2010). The Group uses SAP software for finance, supply chain and human resources functions.

Litigation

In the normal course of business, the Group is subject to proceedings, lawsuits, and other claims. While such matters are subject to other uncertainties, and outcomes are not predictable with assurance, the management of the Group believes that any financial impact arising from these matters would not be material to its financial position or annual operating results.

Environmental matters

The enforcement of environmental regulation in the Russian Federation is evolving and the enforcement posture of government authorities is continually being reconsidered. The Group periodically evaluates its environmental obligations. In the current enforcement climate under existing legislation, management believes that there are no significant liabilities for environmental matters.

Financial guarantees

In the normal course of its operating activity the Group from time-to-time enters into financial guarantee contracts with banks. Under these contracts the banks provide guarantees in favour of the Group's suppliers and the Group may be required to pay under those contracts only if it fails to make timely payments to its suppliers. As at 31 December 2011 the Group entered into such guarantee contracts for the total amount of 1,226 (2010: 3,078). The Group has pledged its inventories with the carrying amount of 2,320 (2010: 2,007) as collateral under these guarantee contracts.

(In millions of Russian Rubles)

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

Generally the Group's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to raise finance for the Group's operations. The Group has trade and other receivables and cash and short-term deposits that arrive directly from its operations.

The main risks arising from the Group's financial instruments are foreign currency risk, interest rate risk, credit risk and liquidity risk.

The Group's senior management oversees the management of these risks. The Group's senior management provides assurance to the Group's Board of Directors that the Group's financial risk-taking activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Group's policies. The Board of Directors reviews and agrees policies for managing each of these risks which are summarized below.

Capital risk management

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximizing the return to shareholders through the optimization of the debt and equity balance. No changes were made in objectives, policies or processes during the years ended 31 December 2011 and 2010.

The capital structure of the Group consists of cash and cash equivalents (Note 12) and equity attributable to equity holders of the parent, comprising issued capital (less treasury shares), additional paid in capital and retained earnings.

The primary objective of the Group's capital management program is to maximize shareholder value while minimizing the risks associated with the loan portfolio. The consumer electronics business is a cyclical business and as such requires short-term fluctuations in capital to purchase goods to satisfy the seasonal demand. The Group uses a combination of short-term loans and supplier credit terms to meet the seasonal capital needs. The store expansion program adds to the capital needs as the capital and pre-opening costs associated with the new stores puts additional pressure on the Group's financial resources. While the Group has not established any formal policies regarding debt to equity proportions the Group reviews it's capital needs periodically to determine actions to balance its overall capital structure through shareholders' capital contributions or new share issues, return of capital to shareholders as well as the issue of new debt or the redemption of existing debt.

Significant accounting policies

Details of the significant accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognized, in respect of each class of financial asset, financial liability and equity instrument are disclosed in Note 3 to the consolidated financial statements.

Categories of financial instruments

The carrying values of financial assets and liabilities grouped by each category of financial instruments were as follows:

	2011	2010
Financial assets		
Fair value through profit or loss (FVTPL)	2	-
Loans and receivables (including cash and cash equivalents)	14,369	8,301
Financial liabilities		
Fair value through profit or loss (FVTPL)	20	-
Liabilities carried at amortized cost	35,007	26,510

(In millions of Russian Rubles)

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Foreign currency risk management

Foreign currency risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group has transactional currency exposures arise from lease payments tied-in to currencies other than functional currency. The Group uses forward exchange contracts to eliminate the currency exposures. The forward exchange contracts are in the same currency as an item denominated in the foreign currency. The Group does not designate forward contracts as hedges for accounting purposes.

The Group's forward contracts are the only monetary items that give rise to foreign currency risk. The following table details the forward foreign currency contracts outstanding at the reporting date:

	Contract value in mln foreign currency		Contract value in mln Russian RUB		Fair value	
	2011	**2010**	**2011**	**2010**	**2011**	**2010**
Buy EUR	9	-	406	-	(20)	-
Buy USD	63	-	2,068	-	2	-

Foreign currency sensitivity analysis

As mentioned above, the Group is mainly exposed to the currencies of the United States of America (USD) and the European zone (EUR).

The following table demonstrates the sensitivity to reasonably possible changes in the US dollar and euro, with all other variables held constant, of the Group's profit before tax due to changes in the fair value of monetary assets and liabilities. Effect on profit includes the result of changes in the fair value of forward contracts. Although the derivatives have not been designated in a hedge relationship, they give rise to gains or losses on settlement.

	USD		EUR	
	Changes in exchange rate, %	**Effect on profit before income tax**	**Changes in exchange rate, %**	**Effect on profit before income tax**
2011	+10%	207	+5%	20
	-10%	(207)	-5%	(20)

Interest rate risk management

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Management believes that this risk is not significant because as at 31 December 2011 the Group does not have any borrowings or other financial liabilities bearing floating interest rates (31 December 2010: nil).

Credit risk management

Credit risk refers to the risk that counterparty may default on its contractual obligations resulting in financial loss to the Group. Financial assets which are potentially subject the Group to credit risk consist primarily of trade and other receivables as well as cash in current and deposit accounts with banks and other financial institutions.

The Group trades only with recognized, creditworthy third parties which are registered in the Russian Federation. The policy is that all customers which are granted credit terms have a history of purchases from the Group employ individuals who are known to the Group and can demonstrate they have the financial resources to cover their limits. The Group also requires these customers to provide certain documents such as incorporation documents and financial statements.

(In millions of Russian Rubles)

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

The Group's sales and credit concentration is not significant since neither revenue nor trade accounts receivable from any individual customer exceeds 1% of the Group's consolidated revenues and trade accounts receivable, respectively. Any defaults in payments or a material reduction in purchases made by any individual customer will not have significant negative impact on the Group's financial condition, results of its operations and liquidity.

The credit risk on liquid funds (see the table below) is managed by the Group's treasury. The management believes that credit risk on investments of surplus funds is limited as the counterparties are financial institutions with high credit ratings assigned by international credit rating agencies.

The table below shows the balances that the Group has with 5 of its major counterparties as at the balance sheet date:

Counterparty	Currency	Rating	Carrying amount 2011	Carrying amount 2010
Gazprombank	RUB	Baa3	4,700	-
Sberbank	RUB	Prime-2	-	1,700
Metallinvestbank	RUB	Baa1	1,500	700
Credit Europe Bank	RUB	Ba3	1,500	700
Credit Bank of Moscow	RUB	B1/NP	1,495	1,800
Total			**9,195**	**4,900**

The carrying amount of financial assets recorded in the consolidated financial statements, which is net of impairment losses, represents the Group's maximum exposure to credit risk. There were no other concentrations of credit risk as at 31 December 2011 (31 December 2010: nil).

Liquidity risk management

The Group's treasury monitors the risk of a shortage of funds using a recurring liquidity planning tool. This tool considers the maturity of both its financial investments and financial assets (e.g. accounts receivable, other financial assets) and projected cash flows from operations.

The Group's objective is to maintain a continuity of funding and flexibility through the use of bank overdrafts and bank loans. Each year the Group analyses its funding needs and anticipated cash flows, so that it can determine its funding obligations. The seasonality of the business, the store expansion plan and the anticipated working capital requirements form the basis of the evaluation. When necessary the Group uses long-term instruments (loans and borrowings) to cover its base liquidity needs. The Group uses short-term loans and bank overdrafts to cover seasonality needs. Every quarter the Group updates its liquidity needs and secures facilities with several banks to ensure that the Group has a sufficient amount of approved undrawn borrowing facilities.

As at 31 December 2011 the Group had obtained uncommitted standby borrowing facilities in the total amount of 9,500 (31 December 2010: 3,600).

The table below summarizes the maturity profile of the Group's financial liabilities as at 31 December 2011 and 2010 based on contractual undiscounted payments:

As at 31 December 2011	Less than 3 months	Total
Trade accounts payable	32,673	32,673
Other accounts payable and accrued expenses	2,334	2,334
Total	**35,007**	**35,007**

(In millions of Russian Rubles)

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

As at 31 December 2010	Less than 3 months	Total
Trade accounts payable	25,046	25,046
Other accounts payable and accrued expenses	1,464	1,464
Total	**26,510**	**26,510**

Fair value of financial instruments

Management consider that the carrying amounts of financial assets and financial liabilities reflected in the Group’s consolidated balance sheet as at 31 December 2011 and 2010 approximate their fair values.

34. SUBSEQUENT EVENTS

After the balance sheet date no events occurred which require disclosure in the financial statements.