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February 5, 2010

U.S. Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549-7553

Attention: Ms. Michelle Anderson, Chief
Ms. Christina Chalk, Senior Special Counsel
Office of Mergers and Acquisitions
Division of Corporate Finance

Ms. Josephine J. Tao, Assistant Director
Office of Trading Practices and Processing
Division of Trading and Markets

Re: Proposed Dual Tender Offer by VimpelCom Ltd. for Common Shares,
American Depositary Shares and Preferred Shares of Open Joint Stock
Company "Vimpel-Communications": Russian law description

Ladies and Gentlemen:

Reference is made to the no-action and exemptive relief letter (the "Letter") that we submitted to the U.S. Securities and Exchange Commission today on behalf of our client, VimpelCom Ltd. ("NewCo"), a newly formed company organized under the laws of Bermuda, and NewCo's two shareholders, Altimo Holdings & Investments Ltd., a company organized under the laws of the British Virgin Islands (together with certain of its affiliates "Altimo"), and Telenor ASA, a company organized under the laws of Norway (together with certain of its affiliates "Telenor," and together with Altimo and NewCo, the "Bidders").

We act as Russian counsel for NewCo. Solely in this capacity, we have reviewed the Letter and confirm that, in our view, the statements of Russian law and tender offer practice in the Letter are accurate and, for the purpose of the Letter, complete.

Please note that these statements of Russian law and tender offer practice consist of brief summaries of relevant matters of Russian law and tender offer practice and should not be construed as a comprehensive description.

The foregoing confirmation:

(1) is rendered solely in connection with the request for no-action and exemptive relief set forth in the Letter;

(2) may not be relied on for any other purpose; and

(3) may not be reproduced, referred to or quoted in any offering documents, disclosure or similar written materials, except that we consent to this confirmation being attached to the Letter.

* * *

If you require any further information or have any questions, please contact Alexey Kiyashko at +7 495 797 4600 or Vladimir Markin at +7 495 775 4805.

Very truly yours,



Alexey Kiyashko
Skadden, Arps, Slate, Meagher & Flom LLP



Vladimir Markin
Orrick (CIS) LLC

cc: Alexander V. Izosimov, Dmitry Egorov, Iver Olerud, VimpelCom Ltd.

Yuri Musatov, Altimo Holdings & Investments Ltd.

Bjørn Hogstad, Telenor ASA