

**(TEND) О корпоративном действии "Тендерное предложение о выкупе /обратный выкуп ценных бумаг" - Yandex N.V.\_ORD SHS\_CL A (акция ISIN NL0009805522)**

<b>Реквизиты корпоративного действия</b>	
Референс корпоративного действия	885657
Код типа корпоративного действия	TEND
Тип корпоративного действия	Тендерное предложение о выкупе /обратный выкуп ценных бумаг
Признак обязательности КД	VOLU Добровольное событие, для участия требуются инструкции
Статус обработки	Полная информация
Инициатор выкупа	SOUTHEY CAPITAL LTD

<b>Информация о ценных бумагах</b>				
Референс КД по ценной бумаге	Наименование ценной бумаги	Категория	Депозитарный код выпуска	ISIN
885657X14027	Yandex N.V._ORD SHS_CL A	акции обыкновенные Class A	NL0009805522	NL0009805522

<b>Детали корпоративного действия</b>	
Флаг сертификации	Нет
Предлагающая сторона	SOUTHEY CAPITAL LTD
Идентификатор LEI эмитента	549300GGZHJ5Q1B18P93

<b>Варианты корпоративного действия</b>	
Номер варианта	001
Тип варианта	CASH Деньги
Признак условий варианта	Инструкции бенефициарного владельца
Валюта опции	USD
Признак обработки по умолчанию	Нет
Дата и время окончания приема инструкций по корпоративному действию, установленные НКО АО НРД	08 февраля 2024 г. 14:00
Последний срок ответа рынку	12 февраля 2024 г. 18:00
Период действия на рынке	с 18 января 2024 г. по 12 февраля 2024 г.
Минимальное количество, требуемое для исполнения	1.0 (количество штук)
Минимальный комбинированный лот, требуемый для исполнения	1.0 (количество штук)

<b>Движение ценных бумаг</b>	
Признак зачисления (списания)	Списание

<b>Варианты корпоративного действия</b>	
ISIN	NL0009805522
Описание бумаги	Yandex N.V._ORD SHS_CLA
Дата платежа	25 марта 2024 г.
<b>Движение денежных средств</b>	
Признак зачисления (списания)	Зачисление
Дата платежа	25 марта 2024 г.
Дата валютирования	25 марта 2024 г.
Цена, полученная в расчете на продукт	Фактическая сумма 11.0 USD
Дополнительный текст	Ограничено при проведении через Euroclear Bank S.A./N.V..
<b>Варианты корпоративного действия</b>	
Номер варианта	002
Тип варианта	NOAC Не участвовать
Признак обработки по умолчанию	Да
Дополнительный текст	Ограничено при проведении через Euroclear Bank S.A./N.V..

Обновление от 26.03.2024:

От Clearstream Banking S.A. поступила дополнительная информация о КД. Стала известна дата платежа для варианта КД 001. Подробная информация изложена в тексте сообщения от Иностранного депозитария.

Конец обновления.

Второе обновление от 01.02.2024:

Раскрыты варианты КД согласно информации от Clearstream Banking S.A. Обращаем внимание, что дата и время окончания приема инструкций по корпоративному действию, установленные НКО АО НРД, являются техническими.

Конец обновления.

Обновление от 01.02.2024:

От Euroclear Bank S.A./N.V. поступила дополнительная информация о КД. Подробная информация изложена в тексте сообщения от Иностранного депозитария.

Конец обновления.

Обновление от 29.01.2024:

От Иностранного депозитария поступила дополнительная информация. От Clearstream Banking S.A. поступила информация о данном корпоративном действии. Подробная информация изложена в текстах сообщений от Иностранного депозитария ниже.

Конец обновления.

Сообщаем, что поступила информация от Иностранного депозитария о корпоративном действии «Тендерное предложение о выкупе /обратный выкуп ценных бумаг».

Подробная информация изложена в тексте сообщения от Иностранного депозитария.

Дополнительную информацию будем доводить до Вашего сведения по мере ее поступления.

Обращаем внимание, что в настоящий момент существуют ограничения при участии в корпоративных действиях по иностранным ценным бумагам.

Текст сообщения от Clearstream Banking S.A.:

++ ADDITIONAL INFORMATION ++

+++UPDATE 25MAR2024+++.

PLEASE NOTE ADDED PAYMENT DATE..

+++UPDATE 26JAN2024+++

.  
CORRECTION TO SECTION 2.1  
INSTRUCTION PER BO  
OPTION 001: YES

.  
+++ORIGINAL NOTIFICATION+++

.  
:70E::ADTX//

SUMMARY

.  
INSTRUCTIONS PER BO: YES  
BO DISCLOSURE REQUIRED: NO  
PAPERWORK: NO  
INSTRUCTION WITHDRAWAL: NO

.  
:70E::ADTX//1. EVENT DETAILS

.  
SOUTHEY CAPITAL LTD (THE OFFEROR)  
INVITES HOLDERS OF THE  
:70E::ADTX//SECURITIES,  
ISSUED BY YANDEX N.V. (THE ISSUER),  
TO TENDER FOR PURCHASE BY THE  
OFFEROR FOR CASH, SUBJECT TO  
APPLICABLE OFFER AND DISTRIBUTION  
RESTRICTIONS. THE SECURITIES SHALL  
NOT INCLUDE ANY POSITIONS OR  
HOLDINGS IN THE SECURITIES THAT  
HAVE BEEN REGISTERED, GRANTED OR  
CREDITED TO A SECURITIES ACCOUNT OF  
:70E::ADTX//THE HOLDER OR A HOLDERS PREDECESSOR  
SINCE

:70E::ADTX//THE 01MAR2022. ULTIMATE  
BENEFICIAL OWNER SHALL NOT INCLUDE  
ANY ENTITY REGISTERED IN THE  
RUSSIAN FEDERATION, CHINA OR  
BELARUS.

.  
THE OFFEROR HAS NOT DETERMINED THE  
MAXIMUM ACCEPTANCE AMOUNT. THE  
OFFEROR HAS ADVISED THE PURCHASE  
PRICE IS EQUAL TO 40 PCT OF THE  
:70E::ADTX//MOSCOW EXCHANGE PRICE.

.  
PARTICIPATING HOLDERS WILL BE  
DEEMED TO CERTIFY TO REPRESENTATI  
:70E::ADTX//ONS AND CERTIFICATIONS  
CONTAINED IN THE OFFER MATERIALS.

.  
HOLDERS SHOULD REVIEW OFFER TERMS  
REGARDING PRORATION, ROUNDING,  
AGGREGATE MAXIMUM TENDER CAP.  
SETTLEMENT TO OCCUR AS SOON AS  
REASONABLY POSSIBLE FROM  
ACCEPTANCE.

.  
:70E::ADTX//.-----

## 2. HOW TO INSTRUCT

.  
PLEASE SEND A SWIFT OR XACT MESSAGE  
TO PARTICIPATE IN THE OFFER. YOUR  
INSTRU

:70E::ADTX//CTION MUST INCLUDE YOUR  
ACCOUNT NUMBER, ISIN CODE, FULL  
CONTACT DETAILS AND AMOUNT TO BE  
INSTRUCTED (PLEASE REFER TO THE  
ELIGIBLE BALANCE ON YOUR ACCOUNT).

.  
HOLDERS SUBMITTING INSTRUCTIONS  
COMPLY WITH THE TERMS AND  
CONDITIONS OF THE OFFER MATERIALS.

.  
:70E::ADTX//NOTE:  
BY SUBMITTING YOUR INSTRUCTION  
THROUGH CLEARSTREAM YOU HAVE  
IRREVOCABLY AND AUTOMATICALLY A  
:70E::ADTX//CCEPTED:  
(I) THE DISCLOSURE OF YOUR ACCOUNT  
DETAILS (NOT YOUR UNDERLYING HOLDER  
AND,  
(II) TO BE BOUND TO THE TERMS AND  
CONDITIONS STATED ON THE OFFER  
MATERIALS,

(III) THE BLOCKING OF YOUR  
INSTRUCTED BALANCE.

.  
:70E::ADTX//2.1. INSTRUCTION PER BO

.  
OPTION 001: NO

.  
2.2. BO REQUIREMENTS

.  
OPTION 001: NONE

.  
2.3. PAPERWORK

.  
:70E::ADTX//.-----

. 3. PROCEEDS

:70E::ADTX//.

SETTLEMENT DATE: TO BE ANNOUNCED AT  
A LATER STAGE,

.  
.-----

.  
4. DOCUMENTATION

.  
DOCUMENTATION IS AVAILABLE ON THE  
WEBSITE MENTIONED IN THE WEBB

:70E::ADTX//FIELD.

.  
.-----

.  
:70E::COMP//THERE ARE INVESTOR RESTRICTIONS FOR  
SECURITY HOLDERS RESIDING IN OR  
FROM THE FOLLOWING COUNTRIES OR  
STATES: RUSSIAN FEDERATION, CHINA  
OR BELARUS. PLEASE REFER TO AND  
READ THE PROSPECTUS, PAGE 1, WHICH  
APPEAR TO CONTAIN THE RELEVANT  
RESTRICTION TERMS. HOWEVER, HOLDERS  
ARE URGED TO READ AND REVIEW ALL  
THE MATERIALS FOR INFORMATION

:70E::COMP//PERTAINING TO INVE

:70E::COMP//STOR

RESTRICTIONS.

.  
PLEASE ENSURE BENEFICIAL OWNER  
COMPLIANCE WITH ALL INVESTOR  
RESTRICTIONS NOTED IN THE EVENT  
MATERIALS. HOLDERS INSTRUCTIONS TO  
THE CUSTODIAN-CLEARING AGENT TO  
PARTICIPATE IN ANY ACTION

CONSTITUTES THEIR REPRESENTATION

:70E::COMP//THAT THEY HAVE REVIEWED ALL THE  
OFFERING MATERIALS AND THAT THEY

ARE CERTIFYING THEIR ELIGIBILITY TO PARTICIPATE IN THE CORPORATE ACTION AND ARE COMPLYING WITH ANY PARTICIPATION RESTRICTIONS. CLEARSTREAM IS UNABLE TO OFFER ANY GUIDANCE ON HOLDERS ELIGIBILITY TO PARTICIPATE. THIS SUMMARY DOES NOT CONSTITUTE A LEGALLY BINDING DESCRIPTION OF THE CHOICES OFFERED TO CLEARSTREAM BANKING CUSTOMERS AND CANNOT BE RELIED UPON AS SUCH. KINDLY REFER TO ANY OFFERING DOCUMENTS THAT MAY BE AVAILABLE FROM THE ISSUER FOR COMPLETE DETAILS AND OFFERING TERMS. CB CUSTOMERS MAY WISH TO SEEK INDEPENDENT LEGAL AND TAX ADVICE ON THE INTERPRETATION OF THE OFFER. CB CUSTOMERS ARE DEEMED TO UNDERSTAND THE OFFER AND TO INSTRUCT CB ACCORDINGLY. THIS NOTIFICATION CAN NOT BE REPRODUCED OR TRANSMITTED IN ANY FORM OR BY ANY MEANS, IF NEITHER YOU NOR THE ADDRESSEE IS ENTITLED TO PARTICIPATE IN THE RELEVANT CORPORATE ACTION. YOU SHALL BEAR SOLE RESPONSIBILITY FOR ANY AND ALL HARMFUL CONSEQUENCES, LOSSES OR DAMAGES, WHICH MAY BE SUFFERED FOR ANY REASON BY YOURSELVES, THE ADDRESSEE, THIRD PARTIES OR CB BY REPRODUCING OR TRANSMITTING THE NOTIFICATION. IN CASE THE CLIENT INSTRUCTION IS NOT CORRECTLY FORMATTED, CLEARSTREAM WILL ATTEMPT TO REPAIR THE INSTRUCTION ON BEST EFFORT BASIS WITHOUT TAKING LIABILITY FOR THE CORRECTNESS OF THE INFORMATION AND CLEARSTREAM CANNOT BE HELD LIABLE IN CASE OF DAMAGE RESULTING FROM THIS ACTION.

CUSTOMERS HEREBY REPRESENT THAT THEY HAVE THE AUTHORITY TO ISSUE THE INSTRUCTION ON BEHALF OF THE BENEFICIAL OWNER OF THE SECURITY

AND THAT THEY COMPLY WITH ALL  
:70E::DISC//REQUIREMENTS TO PARTICIPATE IN THE  
OFFER. CUSTOMERS CONFIRM TO COMPLY,  
AND ENSURE COMPLIANC  
:70E::DISC//E BY ANY OF  
CUSTOMER'S UNDERLYING CUSTOMERS,  
WITH ANY APPLICABLE SANCTIONS,  
INCLUDING BUT NOT LIMITED TO THOSE  
OF THE EUROPEAN UNION, THE UNITED  
NATIONS, THE UNITED STATES, OR THE  
UNITED KINGDOM.

CUSTOMERS AGREE TO HOLD CLEARSTREAM  
BANKING S.A. HARMLESS AND INDEMNIFY  
:70E::DISC//IT AGAINST ANY LOSS, CLAIM, DAMAGE,  
PENALTY, JUDGEMENT, DEMAND,  
LIABILITY, CO  
:70E::DISC//ST OR EXPENSE,  
INCLUDING ATTORNEY'S FEES, IMPOSED  
ON OR INCURRED BY OR ASSERTED  
AGAINST CLEARSTREAM BANKING S.A. AS  
A RESULT OF THIS INSTRUCTION,  
INCLUDING ANY CLAIMS, PENALTIES,  
TAXES AND INTEREST THEREON, LEVIED  
BY ANY COMPETENT AUTHORITY IN  
CONNECTION WITH THE WARRANTY AND/OR  
THE CERTIFICATION, OR IN RESPECT OF  
:70E::DISC//ANY OTHER COSTS INCURRED, IN CON  
:70E::DISC//NECTION WITH ANY ACTION TAKEN BY  
CLEARSTREAM BANKING S.A. IN  
RELIANCE UPON THIS INSTRUCTION.  
:70E::PACO//ATTENTION: SECURITIES ADM/CORPORATE  
ACTIONS/REORG  
:70E::PACO//Joao REDINHO INTERNATIONAL CORP ACT  
LUXEMBOURG PHONE: 00 352 2433 8070  
:70E::DISC//PLEASE FIND FURTHER INFORMATION  
ABOUT DATA PROTECTION ON OUR  
WEBSITE:

<https://www.clearstream.com/clearstream-en/about-clearstream/due-diligence/gdpr/dataprotection>

Текст сообщения от Euroclear Bank S.A./N.V.:

CAED/EVENT OUTSIDE EUROCLEAR BANK

----- EVENT DETAILS -----

UPDATE 31/01/2024: MARKET DEADLINE ANNOUNCED

THE OFFER WILL EXPIRE ON 12/02/2024 18:00 CET

LATER ACCEPTANCES MAY STILL BE ACCEPTED AT THE ABSOLUTE

DISCRETION OF THE OFFEROR.

.  
FOR FURTHER INFORMATION THE INFORMATION AGENT IS: SOUTHEY CAPITAL LIMITED YANDEX(AT)SOUTHEYCAPITAL .COM

.  
END OF UPDATE.

.-----  
UPDATE 29/01/2024: NO SERVICE OFFERED

.  
EUROCLEAR BANK WILL NOT SERVICE THIS EVENT (NO ACTUAL OFFER SET UP IN DTC AS CSD)

.  
END OF UPDATE.

.-----  
.  
SOUTHEY CAPITAL LTD INVITES HOLDERS OF THE SECURITIES SET FORTH IN THE TABLE IN THE OFFER ANNOUNCEMENT, ISSUED BY YANDEX N.V., TO TENDER FOR PURCHASE BY THE OFFEROR FOR CASH, SUBJECT TO APPLICABLE OFFER AND DISTRIBUTION RESTRICTIONS

.  
THE OFFEROR WILL PAY AN AMOUNT IN CASH EQUAL TO 40 PER CENT OF THE MOSCOW EXCHANGE PRICE WHICH IS EQUIVALENT TO USD 11.00 USD PER SHARE FOR EACH SECURITY VALIDLY TENDERED AND ACCEPTED FOR PURCHASE BY THE OFFEROR

.  
FURTHER DETAILS TO BE ANNOUNCED

.  
THIS CORPORATE ACTION NOTIFICATION DOES NOT CONSTITUTE AN OFFER TO SELL OR THE SOLICITATION OF AN OFFER TO BUY ANY SECURITIES BY ANYONE IN ANY JURISDICTION  
IT IS NOT, AND SHOULD NOT BE CONSTRUED OR TREATED AS, INVESTMENT OR FINANCIAL ADVICE. IN PROVIDING THIS INFORMATION, EUROCLEAR BANK IS NOT ACTING AS AGENT OF THE ISSUER  
BY SENDING AN INSTRUCTION TO EUROCLEAR BANK, YOU CONFIRM THAT YOU (AND ANY BENEFICIAL OWNER(S) FOR WHOM YOU ACT) COMPLY WITH THE TERMS AND CONDITIONS OF THE CORPORATE EVENT AND COMPLY WITH APPLICABLE LOCAL LAWS OR REQUIREMENTS, INCLUDING BUT NOT LIMITED TO HOLDING AND TRANSFER RESTRICTIONS  
IF HOLDING AND TRANSFER RESTRICTIONS WOULD PROHIBIT YOU (AND ANY BENEFICIAL OWNER(S) FOR WHOM YOU ACT) TO HOLD THE PROCEEDS OF A CORPORATE EVENT IN YOUR ACCOUNT IN EUROCLEAR BANK, YOU (AND ANY BENEFICIAL OWNER(S) FOR WHOM YOU ACT) MUST ENSURE TO SEND AN INSTRUCTION TO ALLOW THE TRANSFER OF THESE PROCEEDS TO AN ACCOUNT OUTSIDE THE EUROCLEAR SYSTEM

.  
----- ACTION TO BE TAKEN -----