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SOUTHEY CAPITAL LTD

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SOUTHEY CAPITAL LTD
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Euroclear Bank S.A./N.V..

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Euroclear Bank S.A./N.V..

01.02.2024:

Clearstream Banking S.A.

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01.02.2024:

Euroclear Bank S.A./N.V.

29.01.2024:

Clearstream Banking S.A.

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Clearstream Banking S.A.:
++ ADDITIONAL INFORMATION ++
+++UPDATE 26JAN2024+++
CORRECTION TO SECTION 2.1
INSTRUCTION PER BO
OPTION 001: YES
+++ORIGINAL NOTIFICATION+++

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:70E::ADTX//.

SUMMARY

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

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: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.

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

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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.

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

.
OPTION 001: NO

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2.2. BO REQUIREMENTS

.
OPTION 001: NONE

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2.3. PAPERWORK

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

. 3. PROCEEDS

:70E::ADTX//.

SETTLEMENT DATE: TO BE ANNOUNCED AT
A LATER STAGE,

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4. DOCUMENTATION

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DOCUMENTATION IS AVAILABLE ON THE
WEBSITE MENTIONED IN THE WEBB

:70E::ADTX//FIELD.

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.
: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 PARTICIP :70E::COMP//ATE IN THE CORPORATE ACTION AND ARE COMPLYING WITH ANY PARTICIPATION RESTRICTIONS. CLEARSTREAM IS UNABLE TO OFFER ANY GUIDANCE ON HOLDERS ELIGIBILITY TO PARTICIPATE :70E::DISC//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
:70E::DISC//ADVICE ON THE INTER
:70E::DISC//PRETATION 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
:70E::DISC//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
:70E::DISC//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 COMPLIANCE
: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, COST
:70E::DISC//S 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>

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.

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

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END OF UPDATE.

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UPDATE 29/01/2024: NO SERVICE OFFERED

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

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END OF UPDATE.

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.
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

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

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956-27-90, (495) 956-27-91/ For details please contact your account manager (495) 956-27-90, (495) 956-27-91

: (495)