



Yandex N.V.
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**MEETING OF HOLDERS OF CLASS A ORDINARY SHARES
AND 2023 ANNUAL GENERAL MEETING OF SHAREHOLDERS (“AGM”)**

**Proxy Solicited by Board of Directors for Meeting of Holders of Class A Ordinary Shares
and 2023 Annual General Meeting — June 30, 2023**

The undersigned shareholder of Yandex N.V. (the “Company”) hereby constitutes and appoints John Boynton, Rogier Rijnja and Svetlana Demyashkevich, and each individually, as the attorney and proxy of the undersigned, with full power of substitution and revocation, to vote for and in the name, place, and stead of the undersigned at the Meeting of Holders of Class A Ordinary Shares and the 2023 Annual General Meeting of Shareholders of the Company, respectively, to be held on Friday, June 30, 2023 at 16.00 Amsterdam Time, at the Company’s offices at Schiphol Boulevard 165, 1118 BG Schiphol, the Netherlands and at any adjournments thereof, the number of votes the undersigned would be entitled to cast if present.

**WHEN PROPERLY EXECUTED, THIS PROXY WILL BE VOTED IN THE MANNER DIRECTED
HEREIN BY THE UNDERSIGNED SHAREHOLDER. IF NO DIRECTION IS MADE,
THIS PROXY WILL BE VOTED FOR EACH OF THE FOLLOWING PROPOSALS**

Class A Proposals

1. To approve pursuant to Article 27.2 of the current Articles of Association of the Company the proposed resolution of the Board of Directors to resolve upon the legal merger of the Company (acquiring company) with Yandex Media Services B.V. (disappearing company) in accordance with the Merger proposal 1.

For Against Abstain

2. To approve pursuant to Article 27.2 of the current Articles of Association of the Company the proposed resolution of the Board of Directors to resolve upon the legal merger of the Company (acquiring company) with Yandex.Classifieds Holding B.V. (disappearing company) in accordance with the Merger proposal 2.

For Against Abstain

3. To approve pursuant to Article 27.2 of the current Articles of Association of the Company the proposed resolution of the Board of Directors to resolve upon the legal merger of the Company (acquiring company) with MLU B.V. (disappearing company) in accordance with the Merger proposal 3.

For Against Abstain

4. To approve pursuant to Article 27.2 of the current Articles of Association of the Company the proposed resolution of the Board of Directors to resolve upon the legal merger of the Company (acquiring company) with Foodtech & Delivery Ops B.V. (disappearing company) in accordance with the Merger proposal 4.

For Against Abstain

AGM Proposals

Discharge of directors

1. Proposal to discharge the directors from their liability towards the Company for their management during the 2022 financial year.

For Against Abstain

Re-appointment of director

2. Proposal to re-appoint Alexei Yakovitsky as a non-executive member of the Board of Directors for a four-year term.

For Against Abstain

Appointment of Auditor

3. Appointment of "Technologies of Trust – Audit" JSC, as the external auditor of the Company's consolidated financial statements and statutory accounts for the 2023 financial year (to be prepared under U.S. GAAP).

For Against Abstain

4. Appointment of Reanda Audit & Assurance B.V., as the external auditor of the Company's consolidated financial statements and statutory accounts for the 2023 financial year (to be prepared under IFRS).

For Against Abstain

General designations and authorizations of the Board of Directors

5. Authorization of the Board of Directors to issue Class A Shares.

For Against Abstain

6. Authorization of the Board of Directors to exclude pre-emptive rights.

For Against Abstain

7. Authorization of the Board of Directors to acquire shares in the Company.

For Against Abstain

[signature follows on next page]

*If an individual:**

*If an entity***

Print exact name of shareholder

Print exact name of shareholder

Signature

By: _____

Date:

Print name

Print title

Date:

*Please provide a copy of your passport page on which your signature appears.

** Please provide a copy of the passport page on which the signature of the signatory appears together with evidence that the signatory is authorized to bind the entity.