



Yandex N.V.
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**MEETING OF HOLDERS OF CLASS A ORDINARY SHARES AND 2024 EXTRAORDINARY
GENERAL MEETING OF SHAREHOLDERS**

Proxy and Power of Attorney of Shareholders

The undersigned shareholder of Yandex N.V. (the “Company”) hereby constitutes and appoints John Boynton and Vadim Marchuk, 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 2024 Extraordinary General Meeting of Shareholders of the Company (the “EGM”) to be held on March 7, 2024 at 4.00 p.m. 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 is 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. Approval of the resolution of the Board to enter into and approve the terms of the Sale.
 For Against Abstain
2. Prior approval of the resolution of the EGM to approve the conditional amendments to the Company’s Articles of Association.
 For Against Abstain

EGM Proposals

1. Approval of the Sale.
 For Against Abstain
2. Conditional amendment of the Articles of Association.
 For Against Abstain
3. Adoption of the 2021 Accounts.
 For Against Abstain

Cancellation of C Shares

4. Adoption of the 2022 Accounts.

For

Against

Abstain

5. Authorization of the Board to acquire Class A Shares.

For

Against

Abstain

6. Approval of the cancellation of the Priority Share.

For

Against

Abstain

[signature follows on next page]

If an individual:*

Print exact name of shareholder

Signature

Date:

If an entity**

Print exact name of shareholder

By: _____

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.