

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 6-K

**Report of Foreign Private Issuer
Pursuant to Rule 13a-16 or 15d-16 of
the Securities Exchange Act of 1934**

October 16, 2020

YANDEX N.V.

**Schiphol Boulevard 165
1118 BG, Schiphol, the Netherlands.
Tel: +31 202 066 970**

(Address, including ZIP Code, and Telephone Number,
including Area Code, of Registrant's Principal Executive Offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

YANDEX N.V.

Date: October 16, 2020

By: /s/ Greg Abovsky

Greg Abovsky

Chief Financial Officer and

Chief Operating Officer

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99.1 Press release dated October 16, 2020

Yandex and Tinkoff Group Terminate Discussions

Moscow and Amsterdam, October 16, 2020 – Yandex N.V. (NASDAQ and MOEX: YNDX) (“Yandex,” “we” or the “Company”), one of Europe’s largest internet companies and the leading search and ride-hailing provider in Russia, refers to its discussions regarding a possible offer for TCS Group Holding PLC (“Tinkoff”), as previously announced by the Company on September 22, 2020. Yandex regrets to confirm that it has not been able to agree definitive transaction terms with the core shareholders of Tinkoff, and accordingly that the parties have mutually agreed to terminate discussions regarding a possible offer by Yandex for 100% of the share capital of Tinkoff.

We wish to express our appreciation for the efforts Tinkoff has made in pursuing our discussions, and our continued respect for the Tinkoff team. We wish them well for their future endeavors.

Yandex therefore confirms that it does not intend to make an offer for Tinkoff. Accordingly, the Panel has confirmed that Yandex is bound by the restrictions under Rule 2.8 of the Code for six months following the date of this announcement.

For the purposes of Rule 2.8 of the Code, Yandex, and any person acting in concert with Yandex, reserves the right: (a) to set aside the above statement that it does not intend to make an offer for Tinkoff and the restrictions in Rule 2.8 of the Code, and (b) to announce or participate in an offer or possible offer for Tinkoff and/or take any other action which would otherwise be restricted under Rule 2.8 of the Code, in any one or more of the following circumstances:

1. with the agreement of the board of Tinkoff;
2. following the announcement of a firm intention to make an offer for Tinkoff by or on behalf of a third party;
3. if Tinkoff announces a proposal for a “whitewash” (as referred to in note 1 of the Notes on Dispensations from Rule 9 of the Code) or for a reverse takeover (as defined in the Code); or
4. if there has been a material change of circumstances (as determined by the Panel on Takeovers and Mergers).

About Yandex

Yandex (NASDAQ and MOEX: YNDX) is a technology company that builds intelligent products and services powered by machine learning. Our goal is to help consumers and businesses better navigate the online and offline world. Since 1997, we have delivered world-

class, locally relevant search and information services. Additionally, we have developed leading on-demand transportation services, navigation products, and other mobile applications for millions of consumers across the globe. Yandex, which has 32 offices worldwide, has been listed on the NASDAQ since 2011.

Contacts

Investor Relations

Yulia Gerasimova

Phone: +7 495 974-35-38

E-mail: askIR@yandex-team.ru

Press Office

Ilya Grabovskiy

Phone: +7 495 739-70-00

E-mail: pr@yandex-team.com

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