
**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**

February 3, 2012

YANDEX N.V.

**Laan Copes van Cattenburch 52
The Hague, the Netherlands, 2585 GB. Tel: +31-70-3454700**
(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):

Furnished as Exhibit 99.1 to this Report on Form 6-K is a press release of Yandex N.V. dated February 3, 2012, announcing recent inducement equity award grants.

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: February 3, 2012

By: /S/ ALEXANDER SHULGIN

Alexander Shulgin
Chief Financial Officer

INDEX TO EXHIBITS

Number	Description
99.1	Press Release of Yandex N.V. dated February 3, 2012 announcing inducement equity award grants

Yandex Announces Inducement Equity Awards in Connection with Acquisition

Moscow and The Hague, February 3, 2012. Yandex (NASDAQ: YNDX) has announced the grant of employee equity awards in connection with its recent acquisition of SPB Software.

Yandex has granted an aggregate of 25,000 restricted share units to a total of 13 non-executive employees who joined Yandex in connection with this acquisition. These equity awards were granted outside Yandex's shareholder-approved equity incentive plan, and constituted inducement awards for purposes of the applicable Nasdaq Stock Market rules. The grants were approved by the Company's Board of Directors.

ABOUT YANDEX

Yandex (NASDAQ: YNDX) is the leading internet company in Russia, operating the country's most popular search engine and the most visited website. Yandex also operates in Ukraine, Kazakhstan, Belarus and Turkey. Yandex's mission is to answer any question internet users may have.

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