

Сообщение	№ 70216119	
Функция сообщения:	Повторное сообщение	
Предыдущее сообщение:	№ 69574817	
Отправитель сообщения:	NDC0000000000	НКО АО НРД
Получатель сообщения:	MC0294900000	АО "НФК-Сбережения"

**(TEND) О корпоративном действии
"Тендерное предложение о выкупе
/обратный выкуп ценных бумаг" -
Американская депозитарная расписка на
обыкновенные акции класса B QIWI plc
(депозитарная расписка ISIN
US74735M1080)**

Реквизиты корпоративного действия	
Референс корпоративного действия	728009
Код типа корпоративного действия	TEND
Тип корпоративного действия	Тендерное предложение о выкупе /обратный выкуп ценных бумаг
Признак обязательности КД	VOLU Добровольное событие, для участия требуются инструкции
Статус обработки	Предварительное объявление: подтверждено
Инициатор выкупа	DALLIANCE SERVICES S.A.

Информация о ценных бумагах						
Референс КД по ценной бумаге	Эмитент	Наименование ценной бумаги	Категория	Депозитарный код	ISIN	Эмитент представляемо ц/б
728009D179	The Bank of New York Mellon	Американская депозитарная расписка на обыкновенные акции класса B QIWI plc	Американская депозитарная расписка	US74735M1080	US74735M1080	QIWI plc

Детали корпоративного действия	
Флаг сертификации	Нет
Предлагающая сторона	DALLIANCE SERVICES S.A.

Варианты корпоративного действия	
Номер варианта	001
Тип варианта	CASH Деньги
Признак условий варианта	Пропорционально
Конец периода блокировки ценных бумаг	Блокировка до даты платежа
Валюта опции	USD
Признак обработки по умолчанию	Нет
Флаг возможности отзыва	Да
Дата и время окончания приема инструкций по корпоративному действию, установленные НКО АО НРД	01 сентября 2022 г. 17:00
Последний срок ответа рынку	02 сентября 2022 г. 23:00
Дата истечения срока	02 сентября 2022 г. 17:00
Период действия на рынке	с 11 августа 2022 г. по 02 сентября 2022 г.
Период возможного отзыва владельцем ЦБ на рынке	с 11 августа 2022 г. по 02 сентября 2022 г. 23:00
Период возможного отзыва в НКО АО НРД	с 11 августа 2022 г. по 02 сентября 2022 г. 16:00
Движение ценных бумаг	
Признак зачисления (списания)	Списание
ISIN	US74735M1080
Описание бумаги	QIWI PLC - ADR USD
Минимальное количество, требуемое для исполнения	1.0 (количество штук)
Минимальный комбинированный лот, требуемый для исполнения	1.0 (количество штук)
Дата платежа	Неизвестно
Движение денежных средств	
Признак зачисления (списания)	Зачисление
Дата платежа	Неизвестно
Дата валютирования	Неизвестно
Цена, полученная в расчете на продукт	Фактическая сумма 2.5 USD
Варианты корпоративного действия	
Номер варианта	002
Тип варианта	NOAC Не участвовать
Признак обработки по умолчанию	Да
Дата и время окончания приема инструкций по	01 сентября 2022 г. 17:00

Варианты корпоративного действия	
корпоративному действию, установленные НКО АО НРД	
Последний срок ответа рынку	02 сентября 2022 г. 23:00
Дата истечения срока	02 сентября 2022 г. 17:00
Период действия на рынке с 11 августа 2022 г. по 02 сентября 2022 г.	

Обновление от 31.08.2022:

Обновлены сроки проведения КД.

Подробная информация изложена в тексте сообщения от Иностранного депозитария.

Текст сообщения от Euroclear Bank S.A./N.V.:
UPDATE 30/08/2022: DEADLINE EXTENDED

.
THE FOLLOWING DEADLINES HAVE BEEN UPDATED:

. INSTRUCTION DEADLINE

. INSTRUCTION WITHDRAWAL DEADLINE

.
INSTRUCTIONS ALREADY SENT REMAIN VALID

.
END OF UPDATE

Конец обновления.

Небанковская кредитная организация акционерное общество «Национальный расчетный депозитарий» (далее - НКО АО НРД) сообщает, что в адрес НКО АО НРД поступила информация от Иностранного депозитария о корпоративном действии «Тендерное предложение о выкупе /обратный выкуп ценных бумаг».

Обращаем внимание, что в настоящий момент существуют ограничения при участии в корпоративных действиях по иностранным ценным бумагам. Подробная информация приведена на сайте НКО АО НРД.

Подробная информация изложена в тексте сообщения от Иностранного депозитария.

Дополнительную информацию НКО АО НРД будет доводить до Вашего сведения по мере ее поступления.

Текст сообщения от Иностранного депозитария:

NOTE/NO LEGAL DOCUMENTATION TO BE COMPLETED

----- EVENT DETAILS -----

NOTIFICATION OF A PURCHASE

.
OFFER A PURCHASE OFFER HAS BEEN ANNOUNCED BY DALLIANCE SERVICES TO PURCHASE THESE SECURITIES AT USD 2.50 PER SHARE

.
THE TELEPHONE NUMBER FOR THE INFORMATION AGENT IS: CALL TOLL-FREE: 877-587-1963 EMAIL: QIWI(AT)ALLIANCEADVISORS.COM

.
HOLDERS SHOULD OBTAIN THE OFFER TO PURCHASE DATED 19/07/2022, THE RELATED LETTER OF TRANSMITTAL AND THE AMENDMENT NO 1. DATED 08/08/2022 FOR THE COMPLETE DETAILS OF THE OFFER

.
DALLIANCE SERVICES COMPANY, A CORPORATION INCORPORATED UNDER THE LAWS OF THE MARSHALL ISLANDS, AND WHOLLY OWNED BY SERGEY SOLONIN, THE CONTROLLING SHAREHOLDER AND CHAIRMAN OF THE BOARD OF DIRECTORS OF QIWI PLC, A COMPANY FORMED UNDER THE LAWS OF CYPRUS, INVITES THE STOCKHOLDERS OF THE COMPANY TO TENDER UP TO 10,000,000 OF THE COMPANYS CLASS B ORDINARY SHARES HAVING A NOMINAL VALUE EUR 0.0005 PER SHARE AND THE COMPANYS SHARES REPRESENTED BY AMERICAN DEPOSITARY SHARES, EACH REPRESENTING A SHARE, FOR PURCHASE BY THE OFFEROR IN CASH AT A PRICE OF USD 2.50 PER SHARE (INCLUDING SHARES REPRESENTED BY ADSS), LESS ANY APPLICABLE WITHHOLDING TAXES AND WITHOUT INTEREST, UPON THE TERMS AND SUBJECT TO THE CONDITIONS SET FORTH IN THIS OFFER TO PURCHASE, DATED 19/07/2022, AND IN THE RELATED LETTER OF TRANSMITTAL, IN EACH CASE AS MAY BE AMENDED OR SUPPLEMENTED FROM TIME TO TIME

.
UNDER NO CIRCUMSTANCES WILL THE OFFEROR PAY INTEREST ON THE PURCHASE PRICE, INCLUDING BY REASON OF ANY DELAY IN MAKING PAYMENT.

.
ONLY SHARES VALIDLY TENDERED AND NOT VALIDLY WITHDRAWN WILL BE ELIGIBLE FOR PURCHASE IN THE OFFER

.
UPON THE TERMS AND SUBJECT TO THE CONDITIONS OF THE OFFER, IF 10,000,000 SHARES OR LESS ARE VALIDLY TENDERED AND NOT VALIDLY WITHDRAWN, THE OFFEROR WILL BUY ALL SHARES VALIDLY TENDERED AND NOT VALIDLY WITHDRAWN, SUBJECT TO THE SATISFACTION OR WAIVER OF THE CONDITIONS TO THE OFFER

.
IF MORE THAN 10,000,000 SHARES ARE VALIDLY TENDERED AND NOT VALIDLY WITHDRAWN, THE OFFEROR WILL PURCHASE ALL SHARES ON A PRO RATA BASIS, SUBJECT TO THE SATISFACTION OR WAIVER OF THE CONDITIONS TO THE OFFER

.
ANY SHARES OR ADSS TENDERED IN CONNECTION WITH THE PREVIOUSLY FILED ISSUER TENDER OFFER STATEMENT ON SCHEDULE TO, FILED ON 07/07/2022, AND AMENDED ON 08/07/2022, RELATING TO THE OFFER TO PURCHASE USD 25.0 MILLION IN VALUE OF THE SHARES AND ADSS OF THE COMPANY AT PRICE OF NOT LESS THAN USD 2.20 AND NOT GREATER THAN USD 2.70 PER SHARE PURSUANT TO THE TERMS OF AN OFFER TO PURCHASE, DATED 07/07/2022, WILL BE RETURNED AND WILL NEED TO BE TENDERED PURSUANT TO THE TERMS OF THE OFFER AS SET FORTH IN THIS OFFER TO PURCHASE

.
AS OF THE DATE OF THIS OFFER TO PURCHASE, THE DEPOSITORY FOR THE PREVIOUS OFFER HAS NO RECORD OR INDICATION THAT ANY SHARES OR ADSS HAVE BEEN TENDERED PURSUANT TO THE PREVIOUS OFFER.

.
IF THE OFFER IS FULLY SUBSCRIBED, SUBJECT TO THE 2 PERCENT OPTION, THE OFFEROR WOULD PURCHASE 10,000,000 SHARES WHICH WOULD REPRESENT APPROXIMATELY 19.1 PERCENT OF THE COMPANY'S ISSUED AND OUTSTANDING SHARES AS OF 29/04/2022

.
THE COMPANY'S SHARES OUTSTANDING AS OF 29/04/2022, DO NOT INCLUDE:
(I) SHARES ISSUABLE UPON EXERCISE OF EXISTING STOCK OPTIONS AND SETTLEMENT OF EXISTING RESTRICTED STOCK UNITS (RSUS) OR
(II) SHARES THAT ARE RESERVED FOR FUTURE ISSUANCE UNDER THE COMPANY'S EMPLOYEE EQUITY PLANS

.
THE DEPOSITARY WILL RETURN UNPURCHASED SHARES OR SHARES REPRESENTED BY ADSS PROMPTLY AFTER THE EXPIRATION OR TERMINATION OF THE OFFER BY CREDITING THE SHARES OR SHARES REPRESENTED BY ADSS TO THE APPROPRIATE ACCOUNT MAINTAINED BY THE TENDERING STOCKHOLDER AT THE BOOK-ENTRY TRANSFER FACILITY, WITHOUT EXPENSE TO THE STOCKHOLDER

.
STOCKHOLDERS WHO CHOOSE NOT TO TENDER THEIR SHARES OR SHARES REPRESENTED BY ADSS WILL CONTINUE TO HOLD SHARES OR SHARES REPRESENTED BY ADSS FOLLOWING THE COMPLETION OF OFFER

.
THE MARKET FOR SHARES AND SHARES REPRESENTED BY ADSS MAY SEE A REDUCTION IN TRADING VOLUME AND THEREBY LIQUIDITY WITH INCREASED BENEFICIAL OWNERSHIP OF THE SHARES BY MR. SOLONIN FOR AS LONG AS HE CONTINUES TO HOLD THE SHARES OR THE SHARES REPRESENTED BY ADSS FOR INVESTMENT PURPOSES

.
WHILE NASDAQ HALTED TRADING OF THE ADSS ON 28/02/2022, WITH A HALTED PRICE OF USD 5.67, THE OFFEROR DOES NOT HAVE ANY INDICATION THAT TRADING WILL RESUME ON NASDAQ. ASSUMING NASDAQ LIFTS THE TRADING HALT, THE NUMBER OF SHARES REPRESENTED BY ADSS ACTIVELY TRADED ON NASDAQ WILL BE REDUCED AS A RESULT OF THE OFFER AND SUCH A REDUCTION COULD NEGATIVELY IMPACT THE TRADING PRICE OF ADSS

.
A REDUCTION IN TRADING VOLUME ON NASDAQ COULD MAKE SELLING THE ADSS MORE DIFFICULT

. RESTRICTED STOCK UNITS

HOLDERS OF RSUS UNDER THE RSU PLAN MAY NOT TENDER THE SHARES UNDERLYING SUCH RSUS IN THE OFFER UNLESS AND UNTIL SUCH RSUS HAVE VESTED AND THE HOLDER THEREOF HAS RECEIVED THE UNDERLYING SHARES FREE OF RESTRICTIONS ON THE TRANSFER OF SUCH SHARES. ONCE SHARES UNDERLYING THE RSUS HAVE VESTED, AND YOU HAVE RECEIVED THE UNDERLYING SHARES FREE OF RESTRICTIONS ON THE TRANSFER OF SUCH SHARES, YOU MAY TENDER SOME OR ALL OF SUCH SHARES IN THE OFFER, SUBJECT TO THE TERMS AND CONDITIONS OF THE OFFER.

. PRORATION

UPON THE TERMS AND SUBJECT TO THE CONDITIONS OF THE OFFER, IF

10,000,000 SHARES HAVE BEEN VALIDLY TENDERED AND NOT VALIDLY WITHDRAWN, WE WILL, SUBJECT TO APPLICABLE LAW, PURCHASE SUCH SHARES VALIDLY TENDERED AND NOT VALIDLY WITHDRAWN ON A PRO RATA BASIS. THIS MEANS A NUMBER OF SHARES WILL PURCHASE FROM YOU OR SHARES REPRESENTED BY ADSS CALCULATED BY MULTIPLYING THE NUMBER YOU PROPERLY TENDERED BY A PRORATION FACTOR

THE PRORATION FACTOR WILL EQUAL 10,000,000 DIVIDED BY THE TOTAL NUMBER OF SHARES PROPERLY TENDERED BY ALL HOLDERS. FOR EXAMPLE , IF 20,000,000 SHARES ARE TENDE RED, WE WILL PURCHASE 50 PERCENT OF THE NUMBER OF SHARES THAT YOU TENDER. CERTAIN ADJUSTM ENTS WILL BE MADE TO AVOID PURCHASES OF FRACTIONAL SHARES

THE RESULTS OF ANY PRORATION WILL BE ANNOUNCED BY PRESS RELEASE ON THE BUSINESS D AY FOLLOWING THE EXPIRATION TIME. AFTER THE EXPIRATION TIME, STOCKHOLDERS MAY OBTAIN PRORATION INFORMATION FROM THE INFORMATION AGENT AND ALSO MAY BE ABLE TO OBTAIN THE INFORMATION FROM THEIR BROKERS. HOLDERS SHOULD CONSULT THEIR TAX ADVISOR FOR COMPLETE DETAILS IN REFERENCE TO WITHHOLDING TAXES

THIS OFFER WILL EXPIRE ON 26/08/2022

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.

----- ACTION TO BE TAKEN -----
ELECTRONIC INSTRUCTIONS:

1. FREE FORMAT MT 599/MT 568 USERS: YOUR DEADLINE IS 10:00 (BRUSSELS TIME) ON THE BUSINESS DAY BEFORE THE DEADLINE DATE.

2. EASYWAY USERS:

A. TO TENDER YOUR SHARES, CHOOSE OPTION 001

MENTION YOUR CONTACT NAME AND TELEPHONE NUMBER IN THE FIELD 'NARRATIVE TO EUROCLEAR BANK'

3. EUCLID USERS:

A. TO TENDER YOUR SHARES, SEND AN INSTRUCTION TYPE 54 SUBTYPE

CASH BEFORE THE EUROCLEAR BANK DEADLINE DATE AND TIME. MENTION A CONTACT NAME AND TELEPHON

E NUMBER IN FIELD 72.

.
B. TO TAKE NO ACTION, SEND AN INSTRUCTION TYPE '54' SUBTYPE ' NOAC'. SPECIFY THE EVENT NUMBER IN FIELD 72 AS FOLLOWS: 'EVNB: CA00000XXXXXXXX' (WHERE XXXXXXXX IS THE EVENT NUMBER)

.
4. SWIFT MT 565 USERS:

A. TO TENDER YOUR SHARES, USE CAON 001 CAOP CASH

.
MENTION A CONTACT NAME AND TELEPHONE IN FIELD 70E:INST

.
REVOCABILITY

INSTRUCTIONS MAY BE WITHDRAWN PURSUANT TO THE OFFER DOCUMENTATION AND UPON AGENTS FINAL AGREEMENT.

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По всем вопросам, связанным с настоящим сообщением, Вы можете обращаться к Вашим персональным менеджерам по телефонам: (495) 956-27-90, (495) 956-27-91/
For details please contact your account manager (495) 956-27-90, (495) 956-27-91

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