

**MAIL.RU GROUP LIMITED (THE “COMPANY”)
TRADING POLICY FOR DIRECTORS, SENIOR MANAGERS,
EMPLOYEES AND CONNECTED PERSONS**

I. INTRODUCTION

This trading policy (this “**Policy**”) sets out the policies and practices adopted by the Company following the admission of the Company’s GDRs to the Official List and to trading on the Main Market of the London Stock Exchange on November 11, 2010, as updated with effect from 3 July 2016.

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II. APPLICATION OF THE POLICY

Directors, senior managers and employees of the Company and any company in which the Company holds (directly or indirectly) not less than 50% of the issued share capital ("Group") should consider compliance with this Policy as mandatory. Part VII of this Policy also applies to persons closely associated with certain directors, senior managers and employees (PCAs).

The Company will communicate this Policy to all the directors, senior managers and employees of the Group. This Policy could be made available on the Company's website. It is the responsibility of the relevant directors, senior managers and employees to ensure that their PCAs are informed of the application of Part VII of this Policy to them.

III. APPLICABLE REGULATIONS

a. Overview of the United Kingdom regulatory framework

In the United Kingdom, the Financial Services and Markets Act 2000 (the "FSMA") is the main legislative act establishing norms for investor protection in the financial services sector and providing civil and criminal liability for violation of those norms. The FSMA centralises the authority for regulation of the financial services market and enforcement of financial services law in one body, the Financial Conduct Authority (the "FCA"). The FCA, in its capacity as the UK Listing Authority (the "UKLA"), has issued:

- listing rules, with which the Company and the Directors must comply, to govern the admission of securities to the Official List (the "Listing Rules"); and
- disclosure guidance and transparency rules governing certain ongoing obligations of issuers and containing guidance in relation to the publication and control of inside information (the "DTRs" and, together with the Listing Rules, the "FCA Rules").

b. The Market Abuse regime

The EU Market Abuse Regulation¹, which applies in the United Kingdom, with supplementary provisions of FSMA prohibits market abuse, which is a civil offence (punishable by fines, censure and other penalties) that applies where securities, for example GDRs or underlying shares, are traded on a specified market, for example the London Stock Exchange (the "LSE"), and to other financial instruments the price or value of which depends on or has an effect on the price or value of such securities. It does not matter whether the relevant behaviour takes place on a trading venue or where in the world it occurs. This regime serves to prevent dealing

¹ (EU) 596/2014

in shares or GDRs of the Company on the basis of inside information, the improper disclosure of information² by insiders and other market manipulation.

The civil market abuse regime is supplemented by the Criminal Justice Act 1993, which makes insider dealing by an individual a criminal offence.

IV. RESTRICTIONS IN DEALINGS IN THE COMPANY'S SECURITIES

a. Inside information and insider dealing provisions

It is a criminal offence under UK law for an individual who has price-sensitive information that has not been made public³, which he knows is inside information from an inside source, to deal in securities, such as GDRs or shares, whose price would be likely to be significantly affected by that information if made public. It is also an offence to disclose inside information other than in the proper performance of the functions of employment or office, as well as to encourage others to deal.

The meaning of inside information⁴

In determining whether information is "inside information" in respect of the Company, the following questions should be asked:

(i) Is the information specific or precise in nature?⁵ If the answer is "yes", consider question (ii).

(ii) Is the information generally available? If the answer is "no", consider question (iii). If the answer is "yes", the relevant information may not be inside information⁶.

(iii) Does the information relate, directly or indirectly, to the Company or to the listed GDRs? If the answer is "yes", consider question (iv).

(iv) If the information were generally available, would it be likely to have a significant effect on the price of the GDRs, underlying shares or other securities?⁷

² See IV (a) for the definition of "inside information".

³ The Company will publish "inside information" on an ongoing basis via the Regulatory Information Service (the "RIS") and on its website (see "Investor Relations" page of the Company's website). Directors, senior managers and employees should have regard to the RIS and the Company's website when determining whether information has been made public or not.

⁴ For more details on the scope of the definition of "insider dealing" and further examples please contact the Compliance Officer.

⁵ Information is precise if it: (i) indicates circumstances that exist or may reasonably be expected to come into existence or an event that has occurred or may reasonably be expected to occur; and, (ii) is specific enough to enable a conclusion to be drawn as to the possible effect of those circumstances or that event on the price of the GDRs or underlying shares.

⁶ Where the information has become generally available because of a leak, or because of another means of communication (rather than an RIS announcement) this may mean that it is in fact inside information.

⁷ Information is likely to have a significant effect on price if it is information that a reasonable investor would be likely to use as part of the basis of his investment decisions. Such information may include information affecting the assets and liabilities, performance and financial condition of the Company, as well as information previously disclosed to the market.

b. Market abuse

The market abuse regime prohibits the following types of behaviour:

- dealing, or attempting to deal, on the basis of inside information;
- disclosing inside information other than in the proper course of a person's employment, profession or duties; and
- other market manipulation.

Market abuse also includes requiring or encouraging another to undertake these types of behaviour.

The following is an example of behaviour that would be likely to constitute market abuse. X, a director at B PLC, has lunch with a friend, Y. X tells Y that his company has received a takeover offer. Y enters into a contract for difference (CfD) or spread bet relating to the price of B PLC's shares, based on his expectation that the takeover offer will be announced over the next few days. This behaviour is likely to fall within the definition of 'dealing' and to constitute market abuse, as the price or value of the CfD or spread bet will depend on the price or value of B PLC's shares.

c. Liability

An individual guilty of insider dealing (as outlined in paragraph a. above) may be liable to a fine and/or to imprisonment.

Market abuse (as outlined in paragraph b. above) is not a criminal offence and therefore it is not punishable with imprisonment⁸. However, the UK Financial Conduct Authority may impose unlimited financial penalties, publicly censure a person and make an order to compensate or disgorge profits to affected persons. Injunctions to prevent market abuse (and to freeze assets) and bans on dealing in financial instruments or holdings certain positions may also be imposed.

d. Provision of information to directors and senior managers

During the course of their employment, directors and senior managers of the Company are likely to be in possession of, amongst other things, quarterly and monthly performance updates which are not publically available. Such information does not automatically qualify as inside information, unless it satisfies the criteria outlined in paragraph a. above. Whether or not such information constitutes inside information should be carefully considered by the recipients of such information on a case by case basis, and any queries should be submitted to the Compliance Officer.

V. THE INSIDER LIST

The Insider list will be kept and maintained by the Compliance Officer. Upon request of the Audit Committee of the Board but at least quarterly the Compliance Officer shall provide the Committee with a copy of the Insider list and report the significant changes in the Insider list.

⁸ However, note that dealing on the basis of inside information also constitutes the criminal offence outlined in IV(a).

a. Obligation to maintain Insider lists

The Company is obliged to maintain a list of directors, senior managers and employees (and any other persons with access to inside information) who have access to inside information (whether on a regular or occasional basis) relating directly or indirectly to the Company (the “Insider List”)⁹. The Insider List will include a section for each category of inside information, and may include a section identifying permanent insiders, who are considered to have access at all times to all inside information and will not be included separately in the other sections of the Insider List.

The Insider List will be drawn up in electronic format and will be kept updated and available for at least five years from the date on which it is drawn up or updated, whichever is the latest (note that no deletions can be made when updating the Insider List and previous versions must remain accessible). The Insider List will be kept confidential to those who need access to it.

The UK Financial Conduct Authority may at any time request the Company to promptly provide it with a copy of the Insider List (in electronic format).

b. Acknowledgement of being entered in the Insider List

Persons who are entered into the Insider List will be informed by the Compliance Officer and asked to acknowledge their inclusion and that they are aware of the duties and obligations entailed in holding inside information and the sanctions applicable to insider dealing and unlawful disclosure of inside information.

c. Obligations of those entered in the Insider List

As a result of being included on the Insider List, you must:

- (a) inform the Compliance Officer in advance where you propose to communicate inside information to any person, including those persons on the Insider List, for the first time;
- (b) inform the Compliance Officer of the date when you do communicate inside information to another person; and
- (c) inform the Compliance Officer of any changes in your personal details (for example, name, personal address, the office in which you are based).

If the person to whom inside information is to be communicated is a director or employee of the Company or the Group, you need only give the Compliance Officer their name. In other cases, you must give the Compliance Officer their name, the name and address of their firm or company and their telephone number. If inside information is to be communicated to an adviser you have to report the name of key contact person, the name and address of adviser and its telephone number and procure that such adviser provides an assurance (contractual or otherwise) that it (a) will keep its own list of persons with access to inside information and (b) will provide that list to you or the Company upon request.

VI. CLOSED PERIODS

⁹ A template for the Insider List is included at Annex A.

a. Application

This section VI applies to all Directors, PDMRs, senior managers and employees of the Group (“Restricted Persons”).

b. Closed Periods¹⁰

The Closed Periods applied by the Company will be set out in the Company's corporate calendar and, from 2017, are expected to be as follows:

- the period from 1 January until the Company makes a preliminary announcement of its annual results;
- the period of 30 days immediately preceding the publication of the Company's annual financial report;
- the period of 30 days immediately preceding the publication of any interim (half-yearly, quarterly or other) financial report which the Company makes; and
- the period from 25 December inclusive until the end of the year.

c. Restrictions during Closed Periods

During the Closed Periods listed above, Restricted Persons must not do any of the following in relation to the Company's securities:

- any acquisition or disposal of, or agreement to acquire or dispose of any ordinary shares (or class A shares if applicable) or GDRs;
- entering into a contract (including a contract for difference) the purpose of which is to secure a profit or avoid a loss by reference to fluctuations in the price of any ordinary shares (or class A shares if applicable) or GDRs;
- transfer, exercise or discharge any option (whether for the call, or put or both) to acquire or dispose of any ordinary shares (or class A shares if applicable) or GDRs (although for the avoidance of doubt options may, subject to certain conditions, be granted to Restricted Persons by the Company during this period);
- use as security, or otherwise grant a charge, lien or other encumbrance over any ordinary shares (or class A shares if applicable) or GDRs; or
- conduct any other transaction, on their own account or for the account of a third party, directly or indirectly, relating to any shares, GDRs or debt instruments of the Company or to derivatives or other financial instruments linked to them.

An exception to the above restriction may be made if a Restricted Person, prior to an applicable Closed Period, has put in place a “trading plan” and cleared the “trading plan” in advance on the Closed Period with the Compliance Officer and the Compliance Officer has confirmed that

¹⁰ These periods are those imposed by the Company for good practice, which go beyond specific requirements of MAR.

transactions under the trading plan are permitted in Closed Periods. A “trading plan” is a written plan between a Restricted Person and an independent third party which sets out a strategy for the acquisition or disposal of the Company’s securities and either (a) specifies the amount of securities to be dealt, the price and the date, or (b) gives discretion to the independent third party to determine the items in (a), or (c) includes a written formula or algorithm, for determining the items in (a).

The Compliance Officer shall develop a mechanism of notification of the Restricted Person on entering Closed Periods and notify the Restricted Person accordingly.

Any Restricted Person who wishes to deal in securities of the Company during a Closed Period should contact the Compliance Officer. The Compliance Officer will consider exceptional circumstances on a case-by-case basis.

d. Restrictions outside of Closed Periods

Outside of these Closed Periods, Restricted Persons must not do any of the above with respect to the Company’s securities if it violates any applicable law (including the market abuse regime).

VII. DISCLOSURE OF DEALINGS IN THE COMPANY’S SECURITIES

a. Application

As part of the listing process, the Company published a Prospectus dated November 5, 2010, as amended on 29 June 2015, which included disclosure of beneficial interests held in the Company by directors (“Directors”) on an individual basis, and the beneficial interest held by senior managers, the company secretary and other employees on an aggregate basis.

b. Obligation to report to the Company

On an ongoing basis, the Company requires its Directors (as defined above) and other PDMRs (as defined below) and their PCAs (as defined below) to notify the Company within **two**¹¹ business days of any transaction on their account¹² in the Company’s shares, GDRs or debt instruments or any derivatives or other financial instruments linked to them.

A “PDMR” (or person discharging managerial responsibilities) is a director or a senior executive of the Company who: (a) has regular access to inside information relating, directly or indirectly, to the Company; and (b) has power to make managerial decisions affecting the future development and business prospects of the Company. The Compliance Officer will inform each PDMR (other than Directors, who are all considered PDMRs) of his status as such.

A “PCA” is a person closely associated with the relevant Director or PDMR, being any of:

- (a) a spouse or civil partner;

¹¹ This is required so that the Company can ensure that the dealing is publicly notified within three business days as required by law.

¹² This includes any acquisition or disposal of shares or GDRs, including the exercise of options, transactions in derivatives and other financial instruments linked to them, the pledging or lending of shares, and transactions undertaken on behalf of the relevant Director, PDMR or PCA.

- (b) a child or stepchild under the age 18 years who is unmarried and does not have a civil partner;
- (c) a relative who has shared the same household as the Director or PDMR for at least one year on the date of the relevant Dealing; or
- (d) a legal person, trust or partnership, the managerial responsibilities of which are discharged by a Director or PDMR or by a person referred to in paragraphs (a), (b), or (c) of this definition, which is directly or indirectly controlled by such a person, which is set up for the benefit of such a person or which has economic interests which are substantially equivalent to those of such a person.

Each Director and PDMR must:

- give the Company a list of all his PCAs and ensure that it is updated as necessary so that it remains current – the Company will maintain a master list of all PCAs; and
- inform all his PCAs in writing of their obligations under this Policy and keep a copy of that notification – the Company can provide a letter that can be used to do this.

c. Form of notification

Each notification made by a Director, PDMR or PCA must be in the form set out at Annex B. Each Director and PDMR must ensure that his PCAs submit all necessary notifications.

The correct contact person at the Company for these disclosures is the Compliance Officer.

d. Disclosure by the Company of dealings in the Company's securities

Following receipt of a notification of a transaction pursuant to the above requirements, the Company will, on behalf of the relevant Director, PDMR or PCA, notify the transaction to the FCA through the FCA's website within three business days of the date of the transaction. The Company will also issue an RIS announcement of the information and make the announcement available on its website.

Moreover, as a part of the Company's periodic reporting disclosures, the individual holdings of Directors and aggregate holdings of senior managers, the company secretary and other employees of the Group will be disclosed. With regard to these disclosures, such individuals may be contacted in advance of the relevant reporting date and required to confirm their beneficial interests in the Company.

VIII. COMPANY DISCLOSURES

a. On a regular basis

i. Preliminary announcement of annual results (if applicable)

If the Company decides to make a preliminary announcement of its annual results, it will be obliged to publish such announcement on the RIS as a result of its obligation to disclose inside information which directly concerns it, unless it is entitled to delay disclosure.

ii. Annual financial report

The Company is required to publish its annual financial report as soon as possible after it has been approved and, at the latest, four months after the end of the financial period to which it relates (by 30 April). The annual report will include (a) audited consolidated financial statements, (b) a management report, including a corporate governance statement¹³, and (c) a responsibility statement. The annual report, and other interim financial statements, will be published on the RIS and made available on the “Investor Relations” page of the Company’s website.

iii. Publication of half yearly reports

The Company plans to produce and publish half-yearly reports at the latest by 30 September.¹⁴ Half yearly reports will also be made available in the “Investor Relations” page of the Company’s website.

iv. Publication of quarterly results (if applicable)

The Company is not required to produce quarterly results. However, if the Company does produce quarterly results, it will be obliged to publish them on the RIS as a result of its obligation to disclose inside information which directly concerns it, unless it is entitled to delay disclosure. Quarterly results, if produced, will also be made available in the “Investor Relations” page of the Company’s website.

v. Interim management statements (if applicable)

The Company is not required to produce interim management statements. However, if the Company does produce such interim financial statements, it will be obliged to publish such announcement on the RIS as a result of its obligation to disclose inside information which directly concerns it, unless it is entitled to delay disclosure. Interim management statements, if produced, will also be made available in the “Investor Relations” page of the Company’s website.

vi. Holdings of the Company’s securities

As described in Section VII (d) above, the Company will periodically disclose the individual shareholdings of Directors. The Company will also disclose the aggregate beneficial interest held by Senior Managers, the company secretary and employees as part of its financial reports, in the same format as included in the Prospectus. Furthermore, on a semi-annual basis, the Company will disclose how many ordinary shares were deposited for GDRs in the prior 6 months.

¹³ Instead of including its corporate governance statement in its management report, the Company may set out the information required either: (i) in a separate report published together with and in the same manner as its annual report; or (ii) in a document publicly available on the Company’s website to which reference is made in the management report.

¹⁴ Although the FCA Rules do not require half-yearly reports, the market expects them.

b. On an “as needed” basis

i. Inside information

The Company is obliged to notify the RIS as soon as possible of any inside information¹⁵ which directly concerns it, unless it is entitled to delay disclosure. The Managing Director and/or the Chief Financial Officer shall notify the Audit Committee of the Board on any decision to delay disclosure of inside information. (The FCA must be informed of the delay in disclosure immediately when the information is disclosed and may then require an explanation. There is no requirement to announce the delay publicly.) The Company will be deemed to have complied with this Policy where, upon the coming into existence of a set of circumstances or the occurrence of an event, albeit not yet formalized, the Company notified the RIS as soon as was possible.¹⁶

The Company will also make such disclosures available in the “Investor Relations” page of its website following the RIS notification.

ii. Notifications relating to changes to its capital structure

The Company will disclose any changes to its capital structure (including further increases in the size of the block listing) to the RIS and in the “Investor Relations” page of its website as soon as possible.

iii. Change of depositary

The Company will also disclose any change of depositary to the RIS and in the “Investor Relations” page of its website as soon as possible.

iv. Amendments to the Company’s constitutional documents

The Company will also disclose any amendments to its Memorandum and/or Articles of Association to the RIS and in the “Investor Relations” page of its website as soon as possible.

v. Any new material loan issues or any guarantee or security in relation to such issues

The Company will also disclose any new material loan issues or any material guarantee or security in relation to such issues to the RIS and in the “Investor Relations” page of its website as soon as possible.

vi. Dealings in the Company’s securities

As described in Section VII (d) above, the Company will disclose the individual dealings of Directors, PDMRs and PCAs notified to it.

¹⁵ For the meaning of “inside information” please see Section IV (a).

¹⁶ For more details please contact the Compliance Officer.

IX. DUTY OF CONFIDENTIALITY

Restricted Persons are under a duty of confidentiality in respect of any confidential information they receive (whether about the Company or a third party) and must not use or disclose such information without due authorisation.

The Company (or others) may take action against such persons in the event of breach of this duty of confidence, including seeking an injunction to prevent the disclosure of any confidential information or damages for any losses suffered.

X. COMPLIANCE OFFICER

The Compliance Officer shall be appointed by the Audit Committee of the Board. Directors, senior managers and employees of the Company should direct any questions they might have about this Policy and the advice it contains to the Compliance Officer.

Annex A
Insider List Template¹⁷

Insider list: section related to [Name of the deal-specific or event-based inside information]¹⁸

Date and time (of creation of this section of the insider list, i.e. when this inside information was identified): [yyyy-mm-dd; hh:mm UTC (Coordinated Universal Time)]

Date and time (last update): [yyyy-mm-dd, hh:mm UTC (Coordinated Universal Time)]¹⁹

Date of transmission to the competent authority: [yyyy-mm-dd]

First name(s) of the insider	Surname(s) of the insider	Birth surname(s) of the insider (if different)	Professional telephone number(s) (work direct telephone line and work mobile numbers)	Company name and address	Function and reason for being insider	Obtained (the date and time at which a person obtained access to inside information)	Ceased (the date and time at which a person ceased to have access to inside information)	Date of birth	National Identification Number (if applicable)	Personal telephone numbers (home and personal mobile telephone numbers)	Personal full home address: street name; street number; city; post/zip code; country)
[Text]	[Text]	[Text]	[Numbers (no space)]	[Address of issuer or third party of insider]	[Text describing role, function and reason for being on this list]	[yyyy-mm-dd, hh:mm UTC]	[yyyy-mm-dd, hh:mm UTC]	[yyyy-mm-dd]	[Number and/or text]	[Numbers (no space)]	[Text: detailed personal address of the insider — Street name and street number — City — Post/zip code — Country]

¹⁷ This format is prescribed by ESMA (Regulation (EU) 2016/347).

¹⁸ The Insider List must be divided into separate sections relating to different inside information. A separate section must be added to the Insider List upon the identification of new inside information.

¹⁹ The Insider List must be kept until at least five years after the last update.

Annex B
Form of Notification to Company of PDMR Transaction

1.	Details of PDMR / person closely associated with them ("PCA")									
a)	Name	<i>[Include first name(s) and last name(s).] [If the PCA is a legal person, state its full name including legal form as provided for in the register where it is incorporated, if applicable.]</i>								
b)	Position / status	<i>[For PDMRs, state job title e.g. CEO, CFO.] [For PCAs, state that the notification concerns a PCA and the name and position of the relevant PDMR.]</i>								
c)	Initial notification / amendment	<i>[Please indicate if this is an initial notification or an amendment to a prior notification. If this is an amendment, please explain the previous error which this amendment has corrected.]</i>								
2.	Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted									
a)	Description of the financial instrument	<i>[State the nature of the instrument e.g. a share, a debt instrument, a derivative or a financial instrument linked to a share or debt instrument.]</i>								
b)	Nature of the transaction	<i>[Description of the transaction type e.g. acquisition, disposal, subscription, contract for difference, etc.] [Please indicate whether the transaction is linked to the exercise of a share option programme.] [If the transaction was conducted pursuant to an investment programme or a trading plan, please indicate that fact and provide the date on which the relevant investment programme or trading plan was entered into.]</i>								
c)	Price(s) and volume(s)	<i>[Where more than one transaction of the same nature (purchase, disposal, etc.) of the same</i> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 60%;">Price(s)</th> <th style="width: 40%;">Volume(s)</th> </tr> </thead> <tbody> <tr><td> </td><td> </td></tr> <tr><td> </td><td> </td></tr> <tr><td> </td><td> </td></tr> </tbody> </table> <i>financial instrument are executed on the same day and at the same place transaction, prices and volumes of these transactions should be separately identified in the table above, using as many lines as needed. Do not aggregate or net off transactions.] [In each case, please specify the currency and the metric for quantity.]</i>	Price(s)	Volume(s)						
Price(s)	Volume(s)									
d)	Aggregated information - Aggregated volume - Price	<i>[Please aggregate the volumes of multiple transactions when these transactions: - relate to the same financial instrument; - are of the same nature; - are executed on the same day; and - are executed at the same place of transaction.] [Please state the metric for quantity.] [Please provide: - in the case of a single transaction, the price of the single transaction; and - in the case where the volumes of multiple transactions are aggregated, the weighted average price of the aggregated transactions.] [Please state the currency.]</i>								
e)	Date of the transaction	<i>[Date of the particular day of execution of the notified transaction, using the date format: YYYY-MM-DD and please specify the time zone.]</i>								
f)	Place of the transaction	<i>[Please name the trading venue where the transaction was executed. If the transaction was not executed on any trading venue, please state 'outside a trading venue' in this box.]</i>								

**Approved by Mail.ru Group Limited Board on
June 21, 2016**