

CIAN PLC
ANNUAL REPORT AND FINANCIAL
STATEMENTS
FOR THE YEAR ENDED
31 DECEMBER 2021

CIAN PLC

ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

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CIAN PLC

BOARD OF DIRECTORS AND OTHER OFFICERS

Board of Directors:

Dmitry Antipov (appointed on 5 November 2021)
Simon Timothy Baker (appointed on 5 November 2021)
Mikhail Zhukov (appointed on 14 April 2022)
Douglas Ware Gardner (appointed on 5 November 2021)
Dmitry Kryukov (appointed on 5 November 2021)
Maksim Melnikov (appointed on 5 November 2021)
Anastasia Neocleous (appointed on 7 July 2017 and resigned on 5 November 2021)
Gilles Christophe Marc Blanchard (appointed on 5 November 2021 and resigned on 12 April 2022)
Frosoula Savva (appointed on 7 July 2017 and resigned on 5 November 2021)
Christina Maria Oxinou (appointed on 28 March 2019 and resigned on 5 November 2021)
Dmitry Demin (appointed on 28 March 2019 and resigned on 5 November 2021)
Christina Tillyrou (appointed on 28 March 2019 and resigned on 5 November 2021)
Chloe Linden Harford (appointed on 5 November 2021 and resigned on 8 March 2022)

Company Secretary:

Dilea Secretarial Limited

Independent Auditors:

Deloitte Limited
Certified Public Accountants and Registered Auditors
24 Spyrou Kyprianou Avenue
1075 Nicosia
Cyprus

Registered office:

64, Agiou Georgiou Makri Street
Anna Maria Lena Court, flat/office 201
6037, Larnaca, Cyprus

Bankers:

Bank of Cyprus Public Company Ltd

Registration number:

HE 371331

CIAN PLC

MANAGEMENT REPORT

The Board of Directors of Cian PLC (the "Company") presents to the members its Management Report and audited financial statements of the Company for the year ended 31 December 2021.

Principal activities and nature of operations of the Company

The principal activities of the Company are the holding of investments and provision of financing facilities. The business of the Group is the online real estate classifieds business within the Russian Federation through the Group's websites and mobile application.

Change of Company name

By order of a special resolution the Company changed its name to Cian PLC in 2021.

Review of current position, future developments and performance of the Company's business

The Company's development to date, financial results and position as presented in the financial statements are considered satisfactory.

Principal risks and uncertainties

The principal risks and uncertainties faced by the Company are disclosed in notes 6, 7 and 21 of the financial statements.

Existence of branches

The Company did not operate through any branches during the year.

Results

The Company's results for the year are set out on page 10.

Dividends

The Board of Directors does not recommend the payment of a dividend.

Share capital

There were the following changes in share capital of the Company during the year (Note 17):

- In February 2021, the Company issued 5.566.900 ordinary shares to the existing and new shareholders;
- In August 2021, the Company issued and allotted 56.797.500 fully paid ordinary shares of €0,0004 each to its existing shareholders on a pro rata basis.
- In November 2021, the Company issued 4.042.400 ordinary shares, represented by the ADSs, in the IPO on the NYSE;
- In November 2021, the Company issued 829.111 under the phantom share program.

Board of Directors

The members of the Company's Board of Directors as at 31 December 2021 and at the date of this report are presented on page 1.

In accordance with the Company's Articles of Association all Directors presently members of the Board continue in office.

There were significant changes in the assignment of responsibilities and remuneration of the Board of Directors which were introduced in accordance with the IPO.

Events after the reporting period

Any significant events that occurred after the end of the reporting period are described in Note 25 to the financial statements.

CIAN PLC

MANAGEMENT REPORT

Independent Auditors

The independent auditors for the year 2021 were Deloitte Limited.

By order of the Board of Directors,

DocuSigned by:

1D8E70052033442...
Maksim Melnikov
Director

22 July 2022

Independent Auditor's Report

To the Members of Cian PLC

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of parent company Cian PLC (the "Company"), which are presented in pages 10 to 31 and comprise the statement of financial position as at 31 December 2021 and the statements of profit or loss and other comprehensive income, changes in equity and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the parent company Cian PLC as at 31 December 2021, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union and the requirements of the Cyprus Companies Law, Cap. 113.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing ("ISAs"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We remained independent of the Company throughout the period of our appointment in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) ("IESBA Code") together with the ethical requirements that are relevant to our audit of the financial statements in Cyprus, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



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Offices: Nicosia, Limassol

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Independent Auditor's Report (continued)

To the Members of Cian PLC

Key audit matters incorporating the most significant risks of material misstatements, including assessed risk of material misstatements due to fraud

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Why the matter was determined to be a key audit matter	How the matter was addressed in the audit
--	---

Recoverable amount of investments in subsidiaries	
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As at 31 December 2021, the carrying value of the Company's investments in subsidiaries amounted to RUB5.256.076.025 which represented 68% of the total assets of the Company.

The Company's accounting policy for investments in subsidiaries, disclosed in Note 4 is to measure them at cost less provision for impairment in value, which is recognised as an expense in the period in which the impairment is identified.

Significant estimates and judgments associated with the investments in subsidiary companies are disclosed in Note 7.

Determination of whether an impairment provision should be recognised if the carrying amount of the investments in subsidiaries is higher than their recoverable amount is a key audit matter given the significance of the carrying amount of the investments.

Our audit procedures included amongst others:

- we obtained understanding of key controls over processes and procedures for developing assumptions used to determine whether there were indicators of impairment at the reporting date;
- we have reviewed managements considerations of whether the recoverable amount is likely to be below carrying value and compared the recoverable amount to valuations prepared for the Company and its subsidiaries for the purpose of its listing in 2021 as well as its market capitalisation following the listing;
- we assessed the competence, capabilities and objectivity of management's third party valuer that prepared those valuations that were considered by management to assess whether there were indicators of impairment, as well as independence;
- evaluating the appropriateness of management's business assumptions used in determining whether impairment should be recognised.

We also assessed adequacy of the related disclosures in the financial statements.

All the above procedures were completed in a satisfactory manner.

Independent Auditor's Report (continued)

To the Members of Cian PLC

Why the matter was determined to be a key audit matter How the matter was addressed in the audit

Impact of events after the year end on the operating environment

As disclosed in Note 21 of the financial statements, the developments in Ukraine led to additional sanctions being imposed on certain Russian institutions, companies and individuals by the United States, the United Kingdom, the European Union and other countries, subsequent to the year ended 31 December 2021. This has led to significant market volatility, disruption in the supply chains, increase in interest rates and significantly increased the level of economic uncertainty. This could have a possible negative impact on the operations of the Company and its subsidiaries.

As disclosed in Note 2 of the financial statements, the management has assessed the going concern and other possible impacts on operations. The situation is currently fast moving and management has considered how the events may ultimately impact the Company and its subsidiaries based on all relevant information currently known.

We consider this area to be a key audit matter due to high level of management judgements and uncertainty on the future impact on the operations and the liquidity of the Company and its subsidiaries.

Our audit procedures included amongst others:

- challenging management's assessment of the potential risks and uncertainties relevant to the Company and its subsidiaries as a result of the additional sanctions imposed subsequent to the year ended 31 December 2021 and the impact on operating environment;
- assessing for reasonableness the assumptions applied in the going concern period cash flow forecast for a period of 12 months from the date of the authorization of the financial statements through evaluating the potential impact on the operation, cash and facilities available to the company, including the location of the cash and facilities available, in which the Company and its subsidiaries operates;
- Considering management's relevant expertise and challenging whether the mitigating actions are reasonable and within the control of the Company and its subsidiaries.

We also assessed adequacy of the related disclosures in the financial statements .

All the above procedures were completed in a satisfactory manner.

Independent Auditor's Report (continued)

To the Members of Cian PLC

Responsibilities of the Board of Directors and those charged with governance for the Financial Statements

The Board of Directors is responsible for the preparation of financial statements that give a true and fair view in accordance with International Financial Reporting Standards as adopted by the European Union and the requirements of the Cyprus Companies Law, Cap. 113, and for such internal control as the Board of Directors determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors;
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern;
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves a true and fair view;

Independent Auditor's Report (continued)

To the Members of Cian PLC

Auditor's Responsibilities for the Audit of the Financial Statements (continued)

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period, and are therefore the key audit matters.

Report on Other Legal Requirements

Pursuant to the additional requirements of the Auditors Law of 2017, we report the following:

- In our opinion, based on the work undertaken in the course of our audit, the Management Report has been prepared in accordance with the requirements of the Cyprus Companies Law, Cap. 113, and the information given is consistent with the financial statements.
- In light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we are required to report if we have identified material misstatements in the Management Report. We have nothing to report in this respect.

Independent Auditor's Report (continued)

To the Members of Cian PLC

Other Matters

This report, including the opinion, has been prepared for and only for the Company's members as a body in accordance with Section 69 of the Auditors Law of 2017 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whose knowledge this report may come to.

We have reported separately on the consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2021.

The engagement partner on the audit resulting in this independent auditor's report is Kerry Whyte.



Kerry Whyte
Certified Public Accountant and Registered Auditor
for and on behalf of

Deloitte Limited
Certified Public Accountants and Registered Auditors

Nicosia, 22 July 2022

CIAN PLC

**STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE
INCOME**
FOR THE YEAR ENDED 31 DECEMBER 2021

	Note	2021 RUB	2020 RUB
Other operating income	8	4.899.049	-
Administration expenses	9	(457.938.670)	(1.720.498)
Net impairment loss on financial and contract assets	6.2	<u>(14.565.627)</u>	-
Operating loss		(467.605.248)	(1.720.498)
Net finance income	10	<u>56.366.753</u>	423.613
Loss before tax		(411.238.495)	(1.296.885)
Tax	11	<u>-</u>	<u>(236.569)</u>
Loss for the year		(411.238.495)	(1.533.454)
Other comprehensive income		<u>-</u>	<u>-</u>
Total comprehensive expense for the year		<u>(411.238.495)</u>	<u>(1.533.454)</u>

The notes on pages 14 to 31 form an integral part of these financial statements.


CIAN PLC**STATEMENT OF FINANCIAL POSITION
AT 31 DECEMBER 2021**

	Note	2021 RUB	2020 RUB
ASSETS			
Non-current assets			
Investments in subsidiaries	13	<u>5.256.076.025</u>	754.106.891
		<u>5.256.076.025</u>	<u>754.106.891</u>
Current assets			
Other receivables	15	280.010.490	747.190
Loans receivable	14	615.932.055	-
Cash and cash equivalents	16	<u>1.575.059.539</u>	2.250.220
		<u>2.471.002.084</u>	<u>2.997.410</u>
TOTAL ASSETS		<u>7.727.078.109</u>	<u>757.104.301</u>
EQUITY AND LIABILITIES			
Equity			
Share capital	17	2.364.891	215.330
Share premium	17	7.614.002.142	124.761.542
Equity-settled employee benefits reserves	18	109.721.128	-
Accumulated losses		<u>(417.219.916)</u>	<u>(5.981.421)</u>
Total equity		<u>7.308.868.245</u>	<u>118.995.451</u>
Non-current liabilities			
Other payables	19	<u>26.766.997</u>	636.387.000
		<u>26.766.997</u>	<u>636.387.000</u>
Current liabilities			
Other payables	19	391.206.294	1.123.399
Current tax liabilities	20	<u>236.573</u>	598.451
		<u>391.442.867</u>	<u>1.721.850</u>
Total liabilities		<u>418.209.864</u>	<u>638.108.850</u>
TOTAL EQUITY AND LIABILITIES		<u>7.727.078.109</u>	<u>757.104.301</u>

On 22 July 2022 the Board of Directors of Cian PLC authorised these financial statements for issue.

DocuSigned by:

 1D8E70052032442.....
 Maksim Melnikov
 Director

DocuSigned by:

 F24E7C70405EF7EC.....
 Douglas Gardner
 Director

The notes on pages 14 to 31 form an integral part of these financial statements.

CIAN PLC

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2021

	Note	Share capital RUB	Share premium RUB	Equity-settl ed employee benefits reserves RUB	Accumulated losses RUB	Total RUB
Balance at 1 January 2020		215.330	124.761.542	-	(4.447.967)	120.528.905
Comprehensive income						
Net loss for the year		-	-	-	(1.533.454)	(1.533.454)
Balance at 31 December 2020/ 1 January 2021		215.330	124.761.542	-	(5.981.421)	118.995.451
Comprehensive income						
Net loss for the year		-	-	-	(411.238.495)	(411.238.495)
Transactions with owners						
Effect arising from the share split	17	1.788.763	-	-	-	1.788.763
Issue of ordinary shares, net of transaction costs	17	360.798	7.489.240.600	-	-	7.489.601.398
Share-based payments	18	-	-	109.721.128	-	109.721.128
Balance at 31 December 2021		<u>2.364.891</u>	<u>7.614.002.142</u>	<u>109.721.128</u>	<u>(417.219.916)</u>	<u>7.308.868.245</u>

The notes on pages 14 to 31 form an integral part of these financial statements.

CIAN PLC**STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2021**

	Note	2021 RUB	2020 RUB
CASH FLOWS FROM OPERATING ACTIVITIES			
Loss before tax		(411.238.495)	(1.296.885)
Adjustments for:			
Unrealised exchange profit	10	(55.434.698)	(423.613)
Employee share-based payment expense		73.167.202	-
Impairment charge on cash and cash equivalents	6.2	14.565.627	-
Interest income	10, 22.2	(932.055)	-
		(379.872.419)	(1.720.498)
Changes in working capital:			
(Increase)/decrease in other receivables		(274.441.780)	222.600
(Decrease)/increase in other payables		(1.776.309.235)	617.262
Cash used in operations		(2.430.623.434)	(880.636)
Tax paid		(361.878)	-
Net cash used in operating activities		(2.430.985.312)	(880.636)
CASH FLOWS FROM INVESTING ACTIVITIES			
Payment for purchase of investments in subsidiaries	13	(240.000.000)	-
Loans granted	22.2	(2.375.000.000)	-
Proceeds from sale of investments in subsidiary undertakings		-	(558.579.633)
Net cash used in investing activities		(2.615.000.000)	(558.579.633)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from issue of shares	17	6.519.592.682	-
Net cash generated from financing activities		6.519.592.682	-
Net increase/(decrease) in cash and cash equivalents		1.473.607.370	(559.460.269)
Cash and cash equivalents at beginning of the year		2.250.220	561.286.876
Effect of exchange rate fluctuations on cash held		113.767.576	423.613
Impairment charge on cash and cash equivalents		(14.565.627)	-
Cash and cash equivalents at end of the year	16	1.575.059.539	2.250.220

The notes on pages 14 to 31 form an integral part of these financial statements.

CIAN PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

1. Incorporation and principal activities

Country of incorporation

Cian PLC (formerly Solaredge Holdings Limited) (the "Company") was incorporated in Cyprus on 7 July 2017 as a private limited liability company under the provisions of the Cyprus Companies Law, Cap. 113. Its registered office is at 64, Agiou Georgiou Makri Street, Anna Maria Lena Court, flat/office 201, 6037, Larnaca, Cyprus. By order of a special resolution in 2021 the Company changed its name.

Principal activities

The principal activities of the Company are the holding of investments and provision of financing facilities. The business of the Group is the online real estate classifieds business within the Russian Federation through the Group's websites and mobile application.

On 9 November 2021, the Company completed an initial public offering ("IPO") of 4,042,400 newly issued American Depositary Shares ("ADSs"), each representing one ordinary share of the Company, on New York Stock Exchange ("NYSE").

2. Basis of preparation

The Company has prepared these parent's separate financial statements for compliance with the requirements of the Cyprus Income Tax Law.

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union (EU) and the requirements of the Cyprus Companies Law, Cap. 113. The financial statements have been prepared under the historical cost convention.

The Company has also prepared consolidated financial statements in accordance with IFRSs for the Company and its subsidiaries (the "Group").

Users of these parent's separate financial statements should read them together with the Group's consolidated financial statements as at and for the year ended 31 December 2021 in order to obtain a proper understanding of the financial position, the financial performance and the cash flows of the Company and the Group.

The preparation of financial statements in conformity with IFRSs requires the use of certain critical accounting estimates and requires Management to exercise its judgment in the process of applying the Company's accounting policies. It also requires the use of assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on Management's best knowledge of current events and actions, actual results may ultimately differ from those estimates.

The financial statements have been prepared on the assumption that the Company together with its subsidiaries is a going concern and will continue in operation for the foreseeable future (Note 21).

3. Adoption of new or revised standards and interpretations

During the current year the Company adopted all the new and revised International Financial Reporting Standards (IFRS) that are relevant to its operations and are effective for accounting periods beginning on 1 January 2021. This adoption did not have a material effect on the accounting policies of the Company.

4. Significant accounting policies

The principal accounting policies adopted in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented in these financial statements unless otherwise stated.

CIAN PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

4. Significant accounting policies (continued)

Subsidiary companies

Subsidiaries are entities controlled by the Company. Control exists where the Company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Investments in subsidiary companies are stated at cost less provision for impairment in value, which is recognised as an expense in the period in which the impairment is identified.

Finance income

Interest income is recognised on a time-proportion basis using the effective method.

Finance costs

Interest expense and other borrowing costs are charged to profit or loss as incurred.

Foreign currency translation

(1) Functional and presentation currency

Items included in the Company's financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Russian Rubles (RUB), which is the Company's functional and presentation currency.

(2) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Tax

Current tax liabilities and assets are measured at the amount expected to be paid to or recovered from the taxation authorities, using the tax rates and laws that have been enacted, or substantively enacted, by the reporting date.

Financial assets

Financial assets - Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through OCI or through profit or loss), and
- those to be measured at amortised cost.

The classification and subsequent measurement of debt financial assets depends on: (i) the Company's business model for managing the related assets portfolio and (ii) the cash flow characteristics of the asset. On initial recognition, the Company may irrevocably designate a debt financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI or at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

For investments in equity instruments that are not held for trading, the classification will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income (FVOCI). This election is made on an investment-by-investment basis.

All other financial assets are classified as measured at FVTPL.

CIAN PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

4. Significant accounting policies (continued)

Financial assets - Classification (continued)

For assets measured at fair value, gains and losses will either be recorded in profit or loss or OCI. For investments in equity instruments that are not held for trading, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income (FVOCI).

Financial assets - Recognition and derecognition

All purchases and sales of financial assets that require delivery within the time frame established by regulation or market convention ("regular way" purchases and sales) are recorded at trade date, which is the date when the Company commits to deliver a financial instrument. All other purchases and sales are recognised when the entity becomes a party to the contractual provisions of the instrument.

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Company has transferred substantially all the risks and rewards of ownership.

Financial assets - Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVTPL are expensed in profit or loss. Fair value at initial recognition is best evidenced by the transaction price. A gain or loss on initial recognition is only recorded if there is a difference between fair value and transaction price which can be evidenced by other observable current market transactions in the same instrument or by a valuation technique whose inputs include only data from observable markets.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest ("SPPI").

Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in 'other income'. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains/(losses) together with foreign exchange gains and losses. Impairment losses are presented as separate line item in the statement of profit or loss and other comprehensive income. Financial assets measured at amortised cost (AC) comprise: cash and cash equivalents, bank deposits with original maturity over 3 months, trade receivables and financial assets at amortised cost.

FVOCI: Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/(losses). Interest income from these financial assets is included in "other income". Foreign exchange gains and losses are presented in "other gains/(losses)" and impairment expenses are presented as separate line item in the statement of profit or loss and other comprehensive income.

FVTPL: Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVTPL. A gain or loss on a debt investment that is subsequently measured at FVTPL is recognised in profit or loss and presented net within "other gains/(losses)" in the period in which it arises.

CIAN PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

4. Significant accounting policies (continued)

Financial assets - impairment - credit loss allowance for ECL

The Company assesses on a forward-looking basis the ECL for debt instruments (including loans) measured at amortised cost and FVOCI and exposure arising from loan commitments and financial guarantee contracts. The Company measures ECL and recognises credit loss allowance at each reporting date. The measurement of ECL reflects: (i) an unbiased and probability weighted amount that is determined by evaluating a range of possible outcomes, (ii) time value of money and (iii) all reasonable and supportable information that is available without undue cost and effort at the end of each reporting period about past events, current conditions and forecasts of future conditions.

The carrying amount of the financial assets is reduced through the use of an allowance account, and the amount of the loss is recognised in the statement of profit or loss and other comprehensive income within "net impairment losses on financial and contract assets. Subsequent recoveries of amounts for which loss allowance was previously recognised are credited against the same line item.

Debt instruments carried at amortised cost are presented in the statement of financial position net of the allowance for ECL. For loan commitments and financial guarantee contracts, a separate provision for ECL is recognised as a liability in the statement of financial position.

For debt instruments at FVOCI, an allowance for ECL is recognised in profit or loss and it affects fair value gains or losses recognised in OCI rather than the carrying amount of those instruments.

The impairment methodology applied by the Company for calculating expected credit losses depends on the type of financial asset assessed for impairment. Specifically:

For trade receivables and contract assets, including trade receivables and contract assets with a significant financing component, and lease receivables the Company applies the simplified approach permitted by IFRS 9, which requires lifetime expected credit losses to be recognised from initial recognition of the financial assets.

For all other financial instruments that are subject to impairment under IFRS 9, the Company applies general approach - three stage model for impairment. The Company applies a three stage model for impairment, based on changes in credit quality since initial recognition. A financial instrument that is not credit-impaired on initial recognition is classified in Stage 1.

Financial assets in Stage 1 have their ECL measured at an amount equal to the portion of lifetime ECL that results from default events possible within the next 12 months or until contractual maturity, if shorter ("12 Months ECL"). If the Company identifies a significant increase in credit risk ("SICR") since initial recognition, the asset is transferred to Stage 2 and its ECL is measured based on ECL on a lifetime basis, that is, up until contractual maturity but considering expected prepayments, if any ("Lifetime ECL"). Refer to note 6, Credit risk section, for a description of how the Company determines when a SICR has occurred. If the Company determines that a financial asset is credit-impaired, the asset is transferred to Stage 3 and its ECL is measured as a Lifetime ECL. The Company's definition of credit impaired assets and definition of default is explained in note 6, Credit risk section.

Additionally the Company has decided to use the low credit risk assessment exemption for investment grade financial assets. Refer to note 6, Credit risk section for a description of how the Company determines low credit risk financial assets.

Financial assets - Reclassification

Financial instruments are reclassified only when the business model for managing those assets changes. The reclassification has a prospective effect and takes place from the start of the first reporting period following the change.

Cash and cash equivalents

For the purpose of the statement of cash flows, cash and cash equivalents comprise cash at bank. Cash and cash equivalents are carried at amortised cost because: (i) they are held for collection of contractual cash flows and those cash flows represent SPPI, and (ii) they are not designated at FVTPL.

CIAN PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

4. Significant accounting policies (continued)

Classification as financial assets at amortised cost

These amounts generally arise from transactions outside the usual operating activities of the Company. They are held with the objective to collect their contractual cash flows and their cash flows represent solely payments of principal and interest. Accordingly, these are measured at amortised cost using the effective interest method, less provision for impairment. Financial assets at amortised cost are classified as current assets if they are due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current assets.

Classification as trade receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. If collection is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less loss allowance.

Trade receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, in which case they are recognised at fair value. The Company holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method.

Trade receivables are also subject to the impairment requirements of IFRS 9. The Company applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables. See note 6, Credit risk section.

Trade receivables are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Company, and a failure to make contractual payments for a period of greater than 180 days past due.

Other payables

Other payables are initially measured at fair value and are subsequently measured at amortised cost, using the effective interest rate method.

Prepayments

Prepayments are carried at cost less provision for impairment. A prepayment is classified as non-current when the goods or services relating to the prepayment are expected to be obtained after one year, or when the prepayment relates to an asset which will itself be classified as non-current upon initial recognition. Prepayments to acquire assets are transferred to the carrying amount of the asset once the Company has obtained control of the asset and it is probable that future economic benefits associated with the asset will flow to the Company. Other prepayments are written off to profit or loss when the goods or services relating to the prepayments are received. If there is an indication that the assets, goods or services relating to a prepayment will not be received, the carrying value of the prepayment is written down accordingly and a corresponding impairment loss is recognised in profit or loss.

Share capital

Ordinary shares are classified as equity. The difference between the fair value of the consideration received by the Company and the nominal value of the share capital being issued is taken to the share premium account.

Comparatives

Where necessary, comparative figures have been adjusted to conform to changes in presentation in the current year.

CIAN PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

5. New accounting pronouncements

At the date of approval of these financial statements, standards and interpretations were issued by the International Accounting Standards Board which were not yet effective. Some of them were adopted by the European Union and others not yet. The Board of Directors expects that the adoption of these accounting standards in future periods will not have a material effect on the financial statements of the Company.

6. Financial risk management

Financial risk factors

The Company is exposed to interest rate risk, credit risk, liquidity risk, currency risk and capital risk management arising from the financial instruments it holds. The risk management policies employed by the Company to manage these risks are discussed below:

6.1 Interest rate risk

Interest rate risk is the risk that the value of financial instruments will fluctuate due to changes in market interest rates. The Company's income and operating cash flows are substantially independent of changes in market interest rates as the Company has no significant interest-bearing assets. The Company is exposed to interest rate risk in relation to its non-current borrowings. Borrowings issued at variable rates expose the Company to cash flow interest rate risk. Borrowings issued at fixed rates expose the Company to fair value interest rate risk. The Company's Management monitors the interest rate fluctuations on a continuous basis and acts accordingly.

At the reporting date the interest rate profile of interest-bearing financial instruments was:

	2021 RUB	2020 RUB
Fixed rate instruments		
Financial assets	<u>615.932.055</u>	-
	<u>615.932.055</u>	-

6.2 Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to meet an obligation. Credit risk arises from cash and cash equivalents.

(i) Impairment of financial assets

The Company has the following types of financial assets that are subject to the expected credit loss model:

- trade receivables
- cash and cash equivalents

Trade receivables and contract assets

The Company applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables (including those with a significant financing component, and contract assets).

To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due. The contract assets relate to unbilled work in progress and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Company has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

The expected loss rates are based on the payment profiles of sales over a period of 36 months before 31 December 2021 or 1 January 2021 respectively and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Company has identified the GDP and the unemployment rate of the countries in which it sells its goods and services to be the most relevant factors, and accordingly adjusts the historical loss rates based on expected changes in these factors.

The average credit period on sales of goods is 60 days. No interest is charged on outstanding trade receivables.

CIAN PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

6. Financial risk management (continued)

6.2 Credit risk (continued)

(i) Impairment of financial assets (continued)

Trade receivables and contract assets (continued)

The Company always measures the loss allowance for trade receivables at an amount equal to lifetime ECL.

There were no significant trade receivable and contract asset balances written off during the year that are subject to enforcement activity.

Cash and cash equivalents

The Company assesses, on a group basis, its exposure to credit risk arising from cash at bank. This assessment takes into account, ratings from external credit rating institutions and internal ratings, if external are not available.

The gross carrying amounts below represent the Company's maximum exposure to credit risk on these assets as at 31 December 2021 and 31 December 2020:

Company internal credit rating	External credit rating	2021 RUB	2020 RUB
Not applicable	B-/B+	<u>1,575,059,539</u>	<u>2,250,220</u>
Total		<u>1,575,059,539</u>	<u>2,250,220</u>

(ii) Net impairment losses on financial and contract assets recognised in profit or loss

During the year, the following gains/(losses) were recognised in profit or loss in relation to impaired financial assets and contract assets:

Impairment losses	2021 RUB	2020 RUB
Impairment charge on cash and cash equivalents	<u>(14,565,627)</u>	-
Net impairment loss on financial and contract assets	<u>(14,565,627)</u>	<u>-</u>

(iii) Credit related commitments

The primary purpose of these instruments is to ensure that funds are available to a borrower as required. Guarantees which represent irrevocable assurances that the Company will make payments in the event that a counterparty cannot meet its obligations to third parties, carry the same credit risk as loans receivable. Commitments to extend credit represent unused portions of authorisations to extend credit in the form of loans or guarantees. With respect to credit risk on commitments to extend credit, the Company is potentially exposed to loss in an amount equal to the total unused commitments, if the unused amounts were to be drawn down. The Company monitors the term to maturity of credit related commitments, because longer-term commitments generally have a greater degree of credit risk than shorter-term commitments.

6.3 Liquidity risk

Liquidity risk is the risk that arises when the maturity of assets and liabilities does not match. An unmatched position potentially enhances profitability, but can also increase the risk of losses. The Company has procedures with the object of minimising such losses such as maintaining sufficient cash and other highly liquid current assets and by having available an adequate amount of committed credit facilities.

The following tables detail the Company's remaining contractual maturity for its financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The table includes both interest and principal cash flows.

CIAN PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

6. Financial risk management (continued)

6.3 Liquidity risk (continued)

31 December 2021

	Carrying amounts RUB	Contractual cash flows RUB	3 months or less RUB	1-2 years RUB
Other payables	257.211.910	257.211.910	230.444.913	26.766.997
	<u>257.211.910</u>	<u>257.211.910</u>	<u>230.444.913</u>	<u>26.766.997</u>

31 December 2020

	Carrying amounts RUB	Contractual cash flows RUB	3 months or less RUB	1-2 years RUB
Other payables	636.792.974	636.702.292	315.292	636.387.000
Payables to related parties	221.393	221.393	221.393	-
	<u>637.014.367</u>	<u>636.923.685</u>	<u>536.685</u>	<u>636.387.000</u>

6.4 Currency risk

Currency risk is the risk that the value of financial instruments will fluctuate due to changes in foreign exchange rates. Currency risk arises when future commercial transactions and recognised assets and liabilities are denominated in a currency that is not the Company's measurement currency. The Company is exposed to foreign exchange risk arising from various currency exposures primarily with respect to the US Dollar and the Euro. The Company's Management monitors the exchange rate fluctuations on a continuous basis and acts accordingly.

6.5 Capital risk management

The Company manages its capital to ensure that it will be able to continue as a going concern while maximising the return to shareholders through the optimisation of the debt and equity balance. The Company's overall strategy remains unchanged from last year.

Fair value estimation

The fair values of the Company's financial assets and liabilities approximate their carrying amounts at the reporting date.

7. Critical accounting estimates and judgments

Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Judgments

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

Critical judgements in applying the Company's accounting policies

- **Impairment of investments in subsidiaries**

The Company periodically evaluates the recoverability of investments in subsidiaries whenever indicators of impairment are present. Indicators of impairment include such items as declines in revenues, earnings or cash flows or material adverse changes in the economic or political stability of a particular country, which may indicate that the carrying amount of an asset is not recoverable. If facts and circumstances indicate that investment in subsidiaries may be impaired, the estimated future discounted cash flows associated with these subsidiaries would be compared to their carrying amounts to determine if a write-down to fair value is necessary.

CIAN PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

7. Critical accounting estimates and judgments (continued)

- **Impairment of loans receivable**

The Company periodically evaluates the recoverability of loans receivable whenever indicators of impairment are present. Indicators of impairment include such items as declines in revenues, earnings or cash flows or material adverse changes in the economic or political stability of a particular country in which the borrower operates, which may indicate that the carrying amount of the loan is not recoverable. If facts and circumstances indicate that loans receivable may be impaired, the estimated future discounted cash flows associated with these loans would be compared to their carrying amounts to determine if a write-down to fair value is necessary.

- **Impairment of financial assets**

The loss allowances for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period. Details of the key assumptions and inputs used are disclosed in note 6, Credit risk section.

8. Other operating income

	2021 RUB	2020 RUB
Other operating income	<u>4.899.049</u>	-
	<u>4.899.049</u>	-

In connection with the IPO, the Company has been entitled to receive consideration from depositary on the number of issued ADSs. Income is recognised on a straight-line basis over a five-year contract term and presented as other operating income in the statement of income or loss and other comprehensive income.

9. Administration expenses

	2021 RUB	2020 RUB
Director fees	5.809.897	-
Certification and legalisation expenses	16.868.863	66.487
Auditor's remuneration	51.998.592	308.441
Travelling	6.120.105	-
Marketing	2.162.841	-
Administration fees	11.034.439	706.796
Consulting and professional services	286.688.906	445.200
Share-based payment expenses	73.167.202	-
Bank charges	4.087.825	193.574
	<u>457.938.670</u>	<u>1.720.498</u>

Share based payments expenses are in respect of directors and advisors to the Company.

10. Finance income

	2021 RUB	2020 RUB
Finance income		
Loan interest income	932.055	-
Unrealised foreign exchange gains	<u>55.434.698</u>	423.613
	<u>56.366.753</u>	<u>423.613</u>

CIAN PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

11. Tax

	2021 RUB	2020 RUB
Corporation tax	-	236.569
Charge for the year	-	236.569

The total charge for the year can be reconciled to the accounting results as follows:

	2021 RUB	2020 RUB
Loss before tax	<u>(411.238.495)</u>	<u>(1.296.885)</u>
Tax calculated at the applicable tax rates	(51.404.812)	(162.111)
Tax effect of expenses not deductible for tax purposes/tax loss	58.334.149	613.638
Tax effect of allowances and income not subject to tax	<u>(6.929.337)</u>	<u>(214.958)</u>
Tax charge	-	236.569

The Company is subject to corporation tax on taxable profits at the rate of 12,5%.

Under certain conditions interest income may be subject to defence contribution at the rate of 30%. In such cases this interest will be exempt from corporation tax. In certain cases, dividends received from abroad may be subject to defence contribution at the rate of 17%.

12. Financial instruments by category

The accounting policies for financial instruments have been applied to the line items below:

31 December 2021

	Financial assets at amortised cost RUB	Total RUB
Assets as per statement of financial position:		
Other receivables (excluding prepayments)	172.900.611	172.900.611
Cash and cash equivalents	<u>1.575.059.539</u>	<u>1.575.059.539</u>
Total	<u>1.747.960.150</u>	<u>1.747.960.150</u>
	Borrowings and other financial liabilities RUB	Total RUB
Liabilities as per statement of financial position:		
Other payables	<u>234.493.628</u>	<u>234.493.628</u>
Total	<u>234.493.628</u>	<u>234.493.628</u>

CIAN PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

12. Financial instruments by category (continued)

31 December 2020

	Financial assets at amortised cost RUB	Total RUB
Assets as per statement of financial position:		
Other receivables (excluding prepayments)	740.067	740.067
Cash and cash equivalents	<u>2.250.220</u>	<u>2.250.220</u>
Total	<u>2.990.287</u>	<u>2.990.287</u>
	Borrowings and other financial liabilities RUB	Total RUB
Liabilities as per statement of financial position:		
Other payables	<u>636.702.292</u>	<u>636.702.292</u>
Total	<u>636.702.292</u>	<u>636.702.292</u>

13. Investments in subsidiaries

	2021 RUB	2020 RUB
Balance at 1 January	754.106.891	195.527.258
Additions	2.000.000.000	-
Share-based awards (Note 18)	<u>2.501.969.134</u>	<u>558.579.633</u>
Balance at 31 December	<u>5.256.076.025</u>	<u>754.106.891</u>

The details of the subsidiaries are as follows:

Name	Country of incorporation	Principal activities	2021 Holding %	2020 Holding %	2021 RUB	2020 RUB
Fastrunner Investments Limited	Cyprus	Holding of investment	100	100	74.669	74.669
Mimons Investments Limited	Cyprus	Licencing and holding of investment	99	99	<u>5.256.001.356</u>	<u>754.032.222</u>
					<u>5.256.076.025</u>	<u>754.106.891</u>

During 2018, the Company disposed 100% of Fastrunner Investments Limited and 1% of Mimons Investments Limited. On 31 July 2018, the Company repurchased 100% of Fastrunner Investments and became the sole shareholder.

On 29 March 2019 and on 30 October 2019, the Company contributed the amounts of RUB33.000.000 and RUB84.000.000 to Mimons Investments Limited, respectively.

In 2021 the Company, contributed the amount of RUB2.000.000.000 to Mimons Investments Limited. The loan receivable was converted into shares in investment in subsidiary for the total amount of RUB1.760.000.000 (Note 22.2) and the amount of RUB240.000.000 was converted into shares from receivables from own subsidiaries.

In 2021 share-based awards to employees of subsidiaries with a fair value of RUB2.501.969.134 were capitalised (prior years: RUB636.382.000, of which RUB558.574.633 related to 2020).

CIAN PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

14. Loans receivable

	2021 RUB	2020 RUB
Loans to own subsidiaries (Note 22.2)	<u>615.932.055</u>	-
	<u>615.932.055</u>	<u>-</u>

The exposure of the Company to credit risk in relation to loans receivable is reported in note 6 of the financial statements.

15. Other receivables

	2021 RUB	2020 RUB
Trade receivables	172.160.544	-
Receivables from own subsidiaries (Note 22.1)	740.067	740.067
Prepayments	<u>107.109.879</u>	<u>7.123</u>
	<u>280.010.490</u>	<u>747.190</u>

The exposure of the Company to credit risk and impairment losses in relation to other receivables is reported in note 6 of the financial statements.

16. Cash and cash equivalents

Cash balances are analysed as follows:

	2021 RUB	2020 RUB
Cash at bank	<u>1.575.059.539</u>	2.250.220
	<u>1.575.059.539</u>	<u>2.250.220</u>

The exposure of the Company to credit risk and impairment losses in relation to cash and cash equivalents is reported in Note 6 of the financial statements.

17. Share capital

	Authorized		Issued and fully paid	
	31 December 2021	31 December 2020	31 December 2021	31 December 2020
Number of shares				
Ordinary shares of €0,0004 each	<u>130.000.000</u>	<u>66.366.961</u>	<u>69.871.511</u>	<u>59.433.100</u>
	<u>130.000.000</u>	<u>66.366.961</u>	<u>69.871.511</u>	<u>59.433.100</u>
		Number of ordinary shares	Share capital	Share premium
Balance at 1 January		59.433.100	215.330	124.761.542
Issue of shares in the private placement		5.566.900	360.798	2.290.999.433
Issue of shares in the IPO		4.042.400	-	4.623.569.685
Issue of shares under the phantom share program (Note 18)		829.111	-	966.023.640
Effect arising from the share split			1.788.763	-
Transactions costs		-	-	(391.352.158)
Balance at 31 December		<u>69.871.511</u>	<u>2.364.891</u>	<u>7.614.002.142</u>

CIAN PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

17. Share capital (continued)

In August 2021, pursuant to a special resolution at a general meeting of its shareholders, the Company:

- made a 1-for-2.500 split of its ordinary shares;
- increased the authorized share capital by the creation of additional 121.625.000 ordinary shares of €0.0004 each; and
- issued and allotted 56,797,500 fully paid ordinary shares of €0.0004 each to its existing shareholders on a pro rata basis.

All shares, per share amounts and related information in these financial statements have been retroactively adjusted, where applicable, to reflect the impact of the share split and pro rata allotment of ordinary shares issued (collectively, the “share split”). The retroactive adjustment was applied below to the number of shares authorized and issued. Previous number of shares was 3.350 and 3.000 respectively.

In February 2021, the Company issued 5.566.900 ordinary shares to the existing and new shareholders and received RUB2.265 million in cash.

In November 2021, the Company issued 4.042.400 ordinary shares, represented by the ADSs, in the IPO on the NYSE. The Company received 4.255 million in net proceeds from the IPO after deducting underwriting fees and other transaction costs.

18. Share-based awards

In 2018, the Group’s Board of Directors approved a new long-term incentive program for certain senior level employees. Under this program, in 2018 and 2019 and 2021, the Group granted an aggregate of 4.923.042 shares (“phantom shares”) to employees that entitle them to a cash payment after one to five years of service depending on the participant. The amount of the cash payment is determined based on the increase in the share price of the Company between the grant date and the time of exercise. The plan stipulates the following payments:

1. Liquidity payments

Participants of the program were entitled to a cash payment upon occurrence of some liquidity events such as an initial public offering (“IPO”) or an acquisition of control over the Group by a third party.

2. Non-liquidity event payments

Participants of the program are entitled to a cash payment after the termination of the service period if the net debt (calculated as borrowings less cash and cash equivalents) does not exceed three times the lowest between EBITDA (calculated as operating profit plus amortization and depreciation) and Adjusted EBITDA (as calculated in the Group financial statements) as of the date of the notice sent by the participants to the Company.

In connection with the IPO, the Group amended the terms of this long-term incentive program, such that the employees could choose to receive payment for vested phantom shares in cash or in ordinary shares upon the completion of the IPO. As a result of this amendment, the Group issued an aggregate of 829.111 ordinary shares to its employees to satisfy its outstanding obligations under this long-term incentive program.

CIAN PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

18. Share-based awards (continued)

Set out below are the movements in the Group's share-based payment liabilities during 2021 and 2020:

	2021 RUB Million	2020 RUB Million
Share-based payment liabilities at the beginning of the year	636	78
New awards granted	512	-
Remeasurement during the year	1.927	558
Cash payments to employees	(2.169)	-
Conversion from cash-settled to equity-settled share-based payments	(948)	-
Foreign currency exchange loss	42	-
Share-based payment liabilities at the end of the year	-	636

The fair value of the awards was estimated, at the grant date and at the end of each reporting period until completion of the IPO, using the Option pricing model, taking into account the terms and conditions on which the award was granted. The fair value of the awards at the date of the IPO was estimated based on the initial public offering price of US\$16 per ordinary share.

The phantom share program was terminated upon completion of the IPO.

2021 Restricted Stock Units Plan (equity-settled)

The Group adopted a new long-term incentive plan (the "2021 Plan"), effective from December 1, 2021. In accordance with the 2021 Plan, the Group may grant the restricted stock units (the "RSU") to its employees, officers, directors and contractors. The 2021 Plan expires on December 31, 2031, previously granted awards not exercised by the expiration date will be forfeited in accordance with their terms.

Awards under the 2021 Plan will vest over a four-year period, subject to the participant's continued employment with (and/or servicing to) the Group, with 1/4 vesting on the first anniversary of the grant and an additional 1/4 vesting each calendar year thereafter for employees and quarterly for the directors. RSUs that have not become vested as of the date of termination of the participant's employment or service shall be forfeited upon such termination.

The Group may grant the RSUs under the 2021 Plan for up to a maximum number of ordinary shares equal to 6.5% of the aggregate number of Group's ordinary shares issued and outstanding (by number) as of the date of adoption of the 2021 Plan. Each RSU represents the right to receive one ordinary share upon satisfaction of the applicable vesting conditions.

The following table illustrates movements in the number of RSUs during the year ended 31 December 2021:

	Number of RSUs	Weighted average grant RUB
Outstanding at the beginning of the year		-
Granted during the year	1.427.226	932
Forfeited during the year		-
Exercised during the year		-
Outstanding at the end of the year	1.427.226	932
Exercisable at the end of the year	105.215	1.043

The fair value of the RSUs is estimated at the grant date on the basis of quoted of Company's ordinary shares at grant date, taking into account the terms and conditions on which the RSUs were granted. As the RSUs granted to directors have a three-year lock up period, the fair value is adjusted for the discount for lack of marketability using the Stillian Ghaidarov Average-Strike Asian Put Option Model.

CIAN PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

18. Share-based awards (continued)

The following table lists the inputs to the model used for the 2021 Plan for the year ended 31 December 2021:

	2021 Plan (Directors' RSUs)
Fair value of the RSUs at the grant date, USD	14,89
Share price at grant date, USD	17,62
Exercise price, USD	Nil
Expected annual volatility, %	50,90%
Expected term, years	2,38
Dividend yield, %	Nil

Expected volatility. Because the Company's shares are publicly traded since November 5, 2021, expected volatility has been estimated based on an analysis of the implied share price volatility of comparable public companies for an expected term.

Expected term has been assessed based on the vesting period and management's best estimate for the effects of non-transferability, exercise restrictions and behavioral considerations.

Dividend yield. The Company did not declare any dividends with respect to 2021 and does not have any plans to pay dividends in the near term.

The total expense recognized for the year ended December 31, 2021 arising from equity-settled share-based payment-transactions amounted to RUB73 million which was recognised in the statement of Profit or Loss and other comprehensive income. The remaining 36 million was capitalised into Investments in subsidiaries, as it relates to the awards granted to the employees of a subsidiary.

19. Other payables

	2021	2020
	RUB	RUB
Advances received	160.761.381	-
Other employee-related provision	26.766.997	-
Share-based payment liability (Note 18)	-	636.387.000
Accruals	22.718.282	496.032
Other creditors	207.726.631	405.974
Payables to own subsidiaries (Note 22.3)	-	221.393
	417.973.291	637.510.399
Less non-current payables	(26.766.997)	(636.387.000)
Current portion	<u>391.206.294</u>	<u>1.123.399</u>

The fair values of other payables due within one year approximate to their carrying amounts as presented above.

20. Current tax liabilities

	2021	2020
	RUB	RUB
Corporation tax	236.573	598.451
	<u>236.573</u>	<u>598.451</u>

CIAN PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

21. Operating Environment of the Company

The Company's operations are concentrated in the Russian Federation. Consequently, the Company is exposed to the economic and financial environment in the Russian Federation, which display the characteristics of an emerging market. The legal, tax and regulatory frameworks continue to develop and are subject to varying interpretations and frequent changes which combined with other legal and fiscal impediments, aggravate the challenges faced by entities operating in the Russian Federation.

Over the past several years, Russia has been involved in conflicts, both economic and military, involving neighboring and distant states. On March 2014, following a public referendum, the Crimean Peninsula and the city of Sevastopol were proclaimed as new separate constituents of Russia by the governing authorities of Russia, Crimea and Sevastopol. The events relating to Ukraine and Crimea prompted condemnation by members of the international community and were strongly opposed by the United States and the European Union, with a resulting material negative impact on their relationships with Russia. Tensions between Russia and the United States and between Russia and the European Union further increased in subsequent years as a result of the conflict in Syria and a host of other issues. Tensions between Russia and the United States, NATO, the European Union and the United Kingdom with respect to Ukraine further escalated in late 2021.

On February 24, 2022, Russian military forces commenced a special military operation in Ukraine and the length, prolonged impact and outcome of this ongoing military conflict remains highly unpredictable. In response to the military conflict in Ukraine, the United States, the United Kingdom, the European Union governments and other countries, have imposed unprecedented sanctions and export-control measures. The imposed sanctions have targeted large parts of the Russian's economy and include, among others, blocking sanctions on some of the largest state-owned and private Russian financial institutions (and their subsequent removal from SWIFT), Russian businessmen and their businesses, some of which have significant financial and trade ties to the European Union, as well as blocking sanctions against Russian and Belarusian individuals, including the Russian President, other politicians and those with government connections or involved in Russian military activities, the blocking of Russia's foreign currency reserves, expansion of sectoral sanctions and export and trade restrictions, limitations on investments and access to capital markets and bans on various Russian imports.

Given the vast scope of the recent sanctions and other measures in response to the conflict in Ukraine, it is hard to predict their full impact on Russian economy or certain sectors thereof, but it is expected to be significant. Furthermore, the Russian economy is also expected to be significantly affected as result of many U.S. and other multi-national businesses across a variety of industries, including consumer goods and retail, food, energy, finance, media and entertainment, tech, travel and logistics, manufacturing and others, indefinitely suspending their operations and pausing all commercial activities in Russia. These corporate boycotts have resulted in supply chain disruptions and unavailability or scarcity of certain raw materials, technological and medical goods, component elements and various corporate and retail services in Russia, which may in turn have a spillover effect on the Russian economy. Fewer goods amid disruptions in supply chains are likely to affect consumers' ability to purchase goods and amplify the sharp rise in inflation growth. In addition, suspension of operations by foreign businesses in Russia will likely lead to an increase in unemployment levels.

On February 28, 2022 trading on the Moscow Exchange in all equity securities was suspended, with the suspension later extended through March 24, 2022.

Also on February 28, 2022 the New York Stock Exchange halted trading in the Company's American Depository Shares ("ADSs").

Although, neither the Company nor any of its subsidiaries is subject to any sanctions announced to-date by the United States, the United Kingdom, the European Union or other countries, the impact of these and further developments on future operations and financial position of the Company may be significant, but at this stage is difficult to determine. Current and future risks to the Company include, among others, the deterioration of the Russian economy, the risk of reduced or blocked access to capital markets and ability to obtain financing and the risk of restrictions on the usage of certain software. The impact on the Company of risk that the Russian Ruble will further depreciate against other currencies is currently assessed as limited, as the majority of the Company's and its subsidiaries expenses is denominated in Russian Rubles. As of December 31, 2021 the US dollar and EURO exchange rates were 74,2926 Rubles and 84,0695 Rubles accordingly. Following the decrease in import and restrictions imposed by the Russian Central Bank as a response to sanctions, Ruble has strengthened against the foreign currencies in the second quarter of 2022. The current US dollar and EURO exchange rates are 56,4783 Rubles and 57,1133 Rubles accordingly, taking into account that Ruble has limited convertibility subsequent to February 24, 2022.

CIAN PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

21. Operating Environment of the Company (continued)

The event did not exist in the reporting period and is therefore not reflected in the recognition and measurement of the assets and liabilities in the financial statements as at 31 December 2021 as it is considered as a non-adjusting event.

The Company had approximately RUB 0.5 billion of cash and cash equivalents as at the current date. Management is confident, based on their current operating plan, that existing cash and cash equivalents together with the ability to cut a major part of the expenses related to marketing, if necessary, the Company will be able to meet anticipated cash needs for working capital, capital expenditures and general and administrative expenses for at least the next twelve months.

The Company's financial statements reflect management's assessment of the impact of the Russian business environment on the operations and the financial position of the Company and its subsidiaries. The future business environment may differ from management's assessment.

COVID-19

In March 2020, the World Health Organization declared the COVID-19 virus a global pandemic. The highly contagious disease has spread to most of the countries including Russia, creating a negative impact on customers, workforces, and suppliers, disrupting economies and financial markets, and potentially leading to a worldwide economic downturn. The Company aimed to adapt to such adverse changes in conditions by exploring new ways of monetization and promotion of its products and services and cost optimization. As a result, the Company avoided any significant adverse impact on revenue or operating loss. However, the full impact of the COVID-19 outbreak continues to evolve as of the date of issuance of these financial statements. As such, it is uncertain as to the full magnitude that the pandemic will have on the Company's financial condition, liquidity, and future results of operations.

22. Related party transactions

The ultimate controlling parties of the Group are Elbrus Capital Fund II L.P. and Elbrus Capital Fund III B L.P. (together "Elbrus Capital") which own an aggregate of 45,10% of the Group's ordinary shares as of 31 December 2021.

The following transactions were carried out with related parties:

22.1 Receivables from related parties (Note 15)

<u>Name</u>	<u>Nature of transactions</u>	2021 RUB	2020 RUB
Fastrunner Investments Limited	Financing	<u>740.067</u>	740.067
		<u>740.067</u>	<u>740.067</u>

22.2 Loans to related parties (Note 14)

	2021 RUB	2020 RUB
Mimons Investments Limited	<u>615.932.055</u>	-
	<u>615.932.055</u>	<u>-</u>

On 21 January 2021 the Company entered into a loan agreement with Mimons Investment Limited and granted a loan of RUB 1.760.000.000. The loan is unsecured, bore interest at 0%, and was repayable on demand. On 28 May 2021 the the loan was reclassified as an addition to investment in subsidiary (Note 13).

On 7 December 2021 the Company entered into a loan agreement with Mimons Investments Limited and granted a loan of RUB150.000.000. The loan is unsecured, bears interest at 3%, and is repayable on demand. Interest income of RUB244.110 was recognised in the current year of profit and loss.

On 7 December 2021 the Company entered into a loan agreement with Mimons Investments Limited and granted a loan of RUB465.000.000. The loan is unsecured, bears interest at 3%, and is repayable on demand. Interest income of RUB687.945 was recognised in the current year of profit and loss.

CIAN PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

22. Related party transactions (continued)

22.3 Payables to related parties (Note 19)

<u>Name</u>	<u>Nature of transactions</u>	2021 RUB	2020 RUB
Elbrus Capital Investment Manager	Financing	-	221.393
		<u>-</u>	<u>221.393</u>

23. Contingent liabilities

The Company had no contingent liabilities as at 31 December 2021.

24. Commitments

The Company had no capital or other commitments as at 31 December 2021.

25. Events after the reporting period

Refer to Note 21 for potential adverse effects of economic instability and sanctions in Russia.

There were no other material events after the reporting period, which have a bearing on the understanding of the financial statements.

Independent auditor's report on pages 4 to 9