(however, see the Notes).

Exchange Act of 1934 (“Act”) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act

The information required on the remainder of this cover page shall not be deemed to be “filed” for the purpose of Section 18 of the Securities

securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

\* The remainder of this cover page shall be filled out for a reporting person’s initial filing on this form with respect to the subject class of

other parties to whom copies are to be sent.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule13d-7 for

filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. ☐

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is

(Date of Event which Requires Filing of this Statement)

December 1, 2017

Authorized to Receive Notices and Communications)

(Name, Address and Telephone Number of Person

+357 25 0281 52

Griva Digeni, 105, 1st floor, Flat/Office 102A & 102C, 3101, Limassol, Cyprus.

 Kristina Khakhulina

(CUSIP Number)

74735M108

(Title of Class of Securities)

American Depositary Shares, each representing one Class B Ordinary Share, having a nominal value of €0.0005 per share

(Name of Issuer)

QIWI plc

(Amendment No. 1)\*

Under the Securities Exchange Act of 1934

SCHEDULE 13D

Washington, D.C. 20549

SECURITIES AND EXCHANGE COMMISSION

UNITED STATES

as disclosed by QIWI in its Annual Report on Form 20-F filed on March 17, 2017.

outstanding share capital of the Issuer, based on 60,597,034 Class A and Class B ordinary shares outstanding as of December 31, 2016,

20-F filed on March 17, 2017. The 9,794,498 Class B ordinary shares referred to above represent approximately 16.16% of the total

1

Based on 45,080,461 Class B ordinary shares outstanding as of December 31, 2016, as disclosed by QIWI in its Annual Report on Form

CO

14.

Type of reporting person (see instructions)

21.73%1

13.

Percent of class represented by amount in Row (11)

12.

Check box if the aggregate amount in Row (11) excludes certain shares (see instructions) ☐

9,794,498

11.

Aggregate amount beneficially owned by each reporting person

0

with

10.

Shared dispositive power

person

reporting

9,794,498

each

 9.

Sole dispositive power

owned by

0

beneficially

 8.

Shared voting power

shares

9,794,498

Number of

 7.

Sole voting power

Republic of Cyprus

 6.

Citizenship or place of organization

 5.

Check box if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) ☐

OO

 4.

Source of funds (see instructions)

 3.

SEC use only

(a) ☐ (b) ☒

 2.

Check the appropriate box if a member of a group (see instructions)

Otkritie Investments Cyprus Limited

 1.

Names of reporting persons

Title

Director

Name

/s/ Kristina Khakhulina

Otkritie Investments Cyprus Limited

Dated: December 4, 2017

correct.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and

SIGNATURE

(e)

Not applicable.

thereon and to sell or transfer such ADSs.

may then hold an interest in some or all of OICL’s ADSs, including the right to receive dividends and other distributions

covering ADSs it beneficially owns, and also may loan, pledge, hypothecate or sell ADSs to third parties. Such third parties

(d)

OICL expects to enter into repurchase, buy and sell back and other similar transactions with third parties from time to time

Roubles per ADS.

On December 1, 2017, OICL purchased a total of 2,200,000 ADSs in a private negotiated transaction at a price of 938.00

Roubles per ADS.

(c)

On November 30, 2017, OICL purchased a total of 2,199,898 ADSs in a privately negotiated transaction at a price of 938.00

(b)

See Exhibit A hereto, which is incorporated herein by reference.

(a)

See Exhibit A hereto, which is incorporated herein by reference.

Item 5. Interest in Securities of the Issuer.

the items contained herein.

Securities and Exchange Commission on November 6, 2017 (as so amended, the “Schedule 13D”). This Amendment is filed to disclose

Schedule 13D related to the Class B ordinary shares (“Class B Shares”) of QIWI plc (“QIWI”) previously filed by OICL with the

This Amendment No. 1 to Schedule 13D (the “Amendment”) is filed by Otkritie Investments Cyprus Limited (“OICL”) to amend the

Explanatory Note:

the beneficial owner of such securities.

by each of the other entities and individuals listed in this Schedule A and this report shall not be construed as an admission that such persons are

Each individual listed in the table above disclaims beneficial ownership of the Class A and/or B ordinary shares that may be beneficially owned

Cyprus.

The business address for Athanasis Neophytou, Christos Neophytou and Mariia Cherviakova is 105, 1st floor, Flat/Office 102B, 3101, Limassol,

Flat/Office 102A & 102C, 3101, Limassol, Cyprus.

The business address for Maria Pitta, Androulla Mantoles, Kristina Khakhulina and Alexander Kupriyanov is Griva Digeni, 105, 1st floor,

The business address for Vadim Belyaev is Letnikovskaya street, 2, building 4, Moscow, 115114, Russia.

Vadim Stanislavovich Belyaev

CEO of Otkritie Holding JSC

Russian Federation

Mariia Cherviakova

Director of Elinova Holding Ltd

Russian Federation

Christos Neophytou

Director of Elinova Holding Ltd

Cyprus

Athanasis Neophytou

Director of Elinova Holding Ltd

Cyprus

Alexander Kupriyanov

Director of Otkritie Investments Cyprus Limited

Cyprus

Kristina Khakhulina

Director of Otkritie Investments Cyprus Limited

Cyprus

Androulla Mantoles

Director of Otkritie Investments Cyprus Limited

Cyprus

Maria Pitta

Director of Otkritie Investments Cyprus Limited

Cyprus

Name:

Title/Principal Occupation or Employment

Citizenship

Individuals:

Otkritie Holding JSC

2/4 Letnikovskaya Street, 115114, Moscow, Russia

Russian Federation

Elinova Holding Ltd

Griva Digeni, 105, 1st floor, Flat/Office 102B, 3101, Limassol, Cyprus

Cyprus

Name:

Address of Principal Office and Principal Business

Organisation

Persons other than Individuals:

SCHEDULE A

wholly-owned subsidiary of Otkritie Holding JSC.

of its direct ownership of 100% of the shares of Elinova Holding Ltd and indirect ownership of 100% of the shares in OICL. OICL is an indirect,

Otkritie Holding JSC may be deemed to beneficially own 100% of the ADSs representing Class B Shares beneficially owned by OICL by virtue

of its direct ownership of 100% of the shares in OICL. Elinova Holding Ltd is a direct wholly-owned subsidiary of Otkritie Holding JSC.

Elinova Holding Ltd may be deemed to beneficially own 100% of the ADSs representing Class B Shares beneficially owned by OICL by virtue

Explanatory Note:

Otkritie Investments Cyprus Limited

0

Elinova Holdings Ltd

9,794,498

Otkritie Holding JSC

9,794,498

(iv) Shared power to dispose or to direct the disposition of:

Otkritie Investments Cyprus Limited

9,794,498

Elinova Holdings Ltd

0

Otkritie Holding JSC

0

(iii) Sole power to dispose or to direct the disposition of:

Otkritie Investments Cyprus Limited

0

Elinova Holdings Ltd.

9,794,498

Otkritie Holding JSC

9,794,498

(ii) Shared power to vote or to direct the vote:

Otkritie Investments Cyprus Limited

9,794,498

Elinova Holdings Ltd.

0

Otkritie Holding JSC

0

(i) Sole power to vote or to direct the vote:

(c)

Number of Shares as to which such person has:

Otkritie Investments Cyprus Limited

21.73%

Elinova Holdings Ltd.

21.73%

Otkritie Holding JSC

21.73%

(b)

Percent of class

Otkritie Investments Cyprus Limited

9,794,498

Elinova Holdings Ltd.

9,794,498

Otkritie Holding JSC

9,794,498

(a)

Amount Beneficially Owned

Shares

Class B

Item 5(a)&(b) – Interest in Securities of the Issuer

EXHIBIT A