**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM** 6-K

**REPORT OF FOREIGN PRIVATE ISSUER**

**PURSUANT TO RULE** 13a-16 OR 15d-16

**OF THE SECURITIES EXCHANGE ACT OF 1934**

**July 20, 2020**

**Commission File Number** 001-35893

**QIWI plc**

**Kennedy 12,**

**Kennedy Business Centre, 2nd Floor,**

**P.C. 1087, Nicosia, Cyprus**

**(Address of principal executive offices)**

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F  ☒                Form 40-F  ☐

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  ☐                No  ☒

If “Yes” is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):

THIS REPORT ON FORM 6-K IS INCORPORATED BY REFERENCE IN THE REGISTRATION STATEMENT ON FORM F-3 (FILE NO. 333-235239) AND THE REGISTRATION STATEMENTS ON FORM S-8 (FILE NO. 333-190918; FILE NO. 333-212441) OF QIWI PLC AND IN THE OUTSTANDING PROSPECTUS CONTAINED IN SUCH REGISTRATION STATEMENTS.

**EXPLANATORY NOTE**

**QIWI plc**

On July 13, 2020 QIWI plc (“QIWI or the “Company) completed the previously announced sale of its SOVEST consumer lending business to Sovcombank. Following the completion of the sale, QIWI will not retain any ownership interest in SOVEST.

Attached hereto as **Exhibit 99.1** , are the unaudited pro forma financial statements of the Registrant, giving effect to the sale.

**EXHIBITS**

|  |  |  |
| --- | --- | --- |
|  |  |  |
| 99.1 |  | Unaudited pro forma financial information |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

|  |  |  |  |  |  |  |
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|  |  |  |  | QIWI Plc | | |
|  |  | |  | |  | |
| Date: July 20, 2020 |  |  |  | By: |  | /s/ Varvara Kiseleva |
|  |  |  |  | Name: Varvara Kiseleva | | |
|  |  |  |  | Title: Interim Chief Financial Officer | | |

**Exhibit 99.1**

**UNAUDITED PRO FORMA FINANCIAL INFORMATION**

On July 13, 2020, QIWI completed the previously announced sale of its SOVEST consumer lending business to Sovcombank. The unaudited pro forma financial statements have applied pro forma adjustments to the Company’s historical consolidated financial statements prepared in accordance with the International Financial Reporting Standards as published by the International Accounting Standards Board and give effect to the sale of SOVEST. The unaudited pro forma statements of operations for the fiscal years ended December 31, 2017, December 31, 2018, December 31, 2019 and for the three months ended March 31, 2020 assume that the sale occurred as of the beginning of those periods. The unaudited pro forma balance sheet as of March 31, 2020 assumes that the sale occurred on March 31, 2020.

The unaudited pro forma financial statements are presented on the basis of currently available information and reflect certain assumptions and adjustments that management believes are reasonable under the circumstances. These unaudited pro forma financial statements are intended for informational purposes only and are not necessarily indicative of what the Company’s results of operations or financial condition would have been had the sale been completed on the dates assumed. In addition, they are not necessarily indicative of the Company’s future results of operations or financial condition. Beginning in the second quarter of fiscal year 2020, the historical financial results of the consolidated operations of SOVEST for the periods prior to the sale will be reflected in the Company’s consolidated financial statements as discontinued operations.

The unaudited pro forma financial statements should be read in conjunction with (i) the accompanying notes to the unaudited pro forma financial statements and (ii) the audited consolidated financial statements and accompanying notes included thereto in the Company’s Annual Report on Form 20-F for the year ended December 31, 2019 filed with the SEC on March 24, 2020.

**QIWI plc**

**Unaudited Pro Forma Condensed Consolidated Statement of Operations**

**for the Year Ended December 31, 2017**

***(in RUB millions)***

|  |  |  |  |  |  |  |  |  |  |  |  |  |
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|  |  | **Company historical** | |  |  | **SOVEST Sale**   **Pro Forma**   **Adjustments** | |  |  | **Pro forma** | |  |
|  |  |  | |  |  | **(a)** | |  |  |  | |  |
|  |  | **RUB** | |  |  | **RUB** | |  |  | **RUB** | |  |
| **Revenue:** |  |  | **20,897** |  |  |  | **(105** | **)** |  |  | **20,792** |  |
| Payment processing fees |  |  | 17,265 |  |  |  | — |  |  |  | 17,265 |  |
| Interest revenue calculated using the effective interest rate |  |  | 1,052 |  |  |  | (100 | ) |  |  | 952 |  |
| Fees from inactive accounts and unclaimed payments |  |  | 1,310 |  |  |  | — |  |  |  | 1,310 |  |
| Other revenue |  |  | 1,270 |  |  |  | (5 | ) |  |  | 1,265 |  |
| **Operating costs and expenses:** |  |  | **(16,906** | **)** |  |  | **2,864** |  |  |  | **(14,042** | **)** |
| Cost of revenue (exclusive of items shown separately below) |  |  | (7,704 | ) |  |  | 95 |  |  |  | (7,609 | ) |
| Selling, general and administrative expenses |  |  | (3,796 | ) |  |  | 1,723 |  |  |  | (2,073 | ) |
| Personnel expenses |  |  | (4,286 | ) |  |  | 792 |  |  |  | (3,494 | ) |
| Depreciation and amortization |  |  | (796 | ) |  |  | 32 |  |  |  | (764 | ) |
| Credit loss expense |  |  | (220 | ) |  |  | 222 |  |  |  | 2 |  |
| Impairment of intangible assets |  |  | (104 | ) |  |  | — |  |  |  | (104 | ) |
| **Profit from operations** |  |  | **3,991** |  |  |  | **2,759** |  |  |  | **6,750** |  |
| Share of gain/(loss) of an associate and a joint venture |  |  | (41 | ) |  |  | — |  |  |  | (41 | ) |
| Other income and expenses, net |  |  | 257 |  |  |  | — |  |  |  | 257 |  |
| Foreign exchange gain |  |  | (373 | ) |  |  | — |  |  |  | (373 | ) |
| Foreign exchange loss |  |  | 6 |  |  |  | — |  |  |  | 6 |  |
| Interest income and expenses, net |  |  | (41 | ) |  |  | — |  |  |  | (41 | ) |
| **Profit before tax** |  |  | **3,840** |  |  |  | **2,759** |  |  |  | **6,599** |  |
| Income tax expense |  |  | (698 | ) |  |  | (540 | ) |  |  | (1,238 | ) |
| **Net profit** |  |  | **3,142** |  |  |  | **2,219** |  |  |  | **5,361** |  |
| **Attributable to:** |  |  |  |  |  |  |  |  |  |  |  |  |
| Equity holders of the parent |  |  | 3,114 |  |  |  | 2,219 |  |  |  | 5,333 |  |
| Non-controlling interests |  |  | 28 |  |  |  | — |  |  |  | 28 |  |

**QIWI plc**

**Unaudited Pro Forma Condensed Consolidated Statement of Operations**

**for the Year Ended December 31, 2018**

***(in RUB millions)***

|  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  | **Company historical** | |  |  | **SOVEST Sale**   **Pro Forma**   **Adjustments** | |  |  | **Pro forma** | |  |
|  |  |  | |  |  | **(a)** | |  |  |  | |  |
|  |  | **RUB** | |  |  | **RUB** | |  |  | **RUB** | |  |
| **Revenue:** |  |  | **30,610** |  |  |  | **(558** | **)** |  |  | **30,052** |  |
| Payment processing fees |  |  | 23,694 |  |  |  | — |  |  |  | 23,694 |  |
| Interest revenue calculated using the effective interest rate |  |  | 1,854 |  |  |  | (197 | ) |  |  | 1,657 |  |
| Fees from inactive accounts and unclaimed payments |  |  | 1,419 |  |  |  | — |  |  |  | 1,419 |  |
| Other revenue |  |  | 3,643 |  |  |  | (361 | ) |  |  | 3,282 |  |
| **Operating costs and expenses:** |  |  | **(26,161** | **)** |  |  | **3,927** |  |  |  | **(22,234** | **)** |
| Cost of revenue (exclusive of items shown separately below) |  |  | (10,953 | ) |  |  | 173 |  |  |  | (10,780 | ) |
| Selling, general and administrative expenses |  |  | (6,099 | ) |  |  | 1,821 |  |  |  | (4,278 | ) |
| Personnel expenses |  |  | (7,748 | ) |  |  | 1,410 |  |  |  | (6,338 | ) |
| Depreciation and amortization |  |  | (864 | ) |  |  | 45 |  |  |  | (819 | ) |
| Credit loss expense |  |  | (474 | ) |  |  | 478 |  |  |  | 4 |  |
| Impairment of intangible assets |  |  | (23 | ) |  |  | — |  |  |  | (23 | ) |
| **Profit from operations** |  |  | **4,449** |  |  |  | **3,369** |  |  |  | **7,818** |  |
| Share of gain/(loss) of an associate and a joint venture |  |  | (46 | ) |  |  | — |  |  |  | (46 | ) |
| Other income and expenses, net |  |  | (181 | ) |  |  | — |  |  |  | (181 | ) |
| Foreign exchange gain |  |  | 1,311 |  |  |  | — |  |  |  | 1,311 |  |
| Foreign exchange loss |  |  | (1,049 | ) |  |  | — |  |  |  | (1,049 | ) |
| Interest income and expenses, net |  |  | 17 |  |  |  | — |  |  |  | 17 |  |
| **Profit before tax** |  |  | **4,501** |  |  |  | **3,369** |  |  |  | **7,870** |  |
| Income tax expense |  |  | (875 | ) |  |  | (663 | ) |  |  | (1,538 | ) |
| **Net profit** |  |  | **3,626** |  |  |  | **2,706** |  |  |  | **6,332** |  |
| **Attributable to:** |  |  |  |  |  |  |  |  |  |  |  |  |
| Equity holders of the parent |  |  | 3,584 |  |  |  | 2,706 |  |  |  | 6,290 |  |
| Non-controlling interests |  |  | 42 |  |  |  | — |  |  |  | 42 |  |

**QIWI plc**

**Unaudited Pro Forma Condensed Consolidated Statement of Operations**

**for the Year Ended December 31, 2019**

***(in RUB millions)***

|  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  | **Company historical** | |  |  | **SOVEST Sale**   **Pro Forma**   **Adjustments** | |  |  | **Pro forma** | |  |
|  |  |  | |  |  | **(a)** | |  |  |  | |  |
|  |  | **RUB** | |  |  | **RUB** | |  |  | **RUB** | |  |
| **Revenue:** |  |  | **39,336** |  |  |  | **(1,575** | **)** |  |  | **37,761** |  |
| Payment processing fees |  |  | 30,736 |  |  |  | — |  |  |  | 30,736 |  |
| Interest revenue calculated using the effective interest rate |  |  | 3,646 |  |  |  | (424 | ) |  |  | 3,222 |  |
| Fees from inactive accounts and unclaimed payments |  |  | 1,806 |  |  |  | — |  |  |  | 1,806 |  |
| Other revenue |  |  | 3,148 |  |  |  | (1,151 | ) |  |  | 1,997 |  |
| **Operating costs and expenses:** |  |  | **(32,896** | **)** |  |  | **4,122** |  |  |  | **(28,774** | **)** |
| Cost of revenue (exclusive of items shown separately below) |  |  | (16,160 | ) |  |  | 236 |  |  |  | (15,924 | ) |
| Selling, general and administrative expenses |  |  | (6,213 | ) |  |  | 1,751 |  |  |  | (4,462 | ) |
| Personnel expenses |  |  | (7,765 | ) |  |  | 1,445 |  |  |  | (6,320 | ) |
| Depreciation and amortization |  |  | (1,324 | ) |  |  | 44 |  |  |  | (1,280 | ) |
| Credit loss expense |  |  | (642 | ) |  |  | 646 |  |  |  | 4 |  |
| Impairment of intangible assets |  |  | (792 | ) |  |  | — |  |  |  | (792 | ) |
| **Profit from operations** |  |  | **6,440** |  |  |  | **2,547** |  |  |  | **8,987** |  |
| Share of gain/(loss) of an associate and a joint venture |  |  | 258 |  |  |  | — |  |  |  | 258 |  |
| Other income and expenses, net |  |  | (91 | ) |  |  | — |  |  |  | (91 | ) |
| Foreign exchange gain |  |  | 905 |  |  |  | — |  |  |  | 905 |  |
| Foreign exchange loss |  |  | (1,077 | ) |  |  | — |  |  |  | (1,077 | ) |
| Interest income and expenses, net |  |  | (56 | ) |  |  | 2 |  |  |  | (54 | ) |
| **Profit before tax** |  |  | **6,379** |  |  |  | **2,549** |  |  |  | **8,928** |  |
| Income tax expense |  |  | (1,492 | ) |  |  | (503 | ) |  |  | (1,995 | ) |
| **Net profit** |  |  | **4,887** |  |  |  | **2,046** |  |  |  | **6,933** |  |
| **Attributable to:** |  |  |  |  |  |  |  |  |  |  |  |  |
| Equity holders of the parent |  |  | 4,832 |  |  |  | 2,046 |  |  |  | 6,878 |  |
| Non-controlling interests |  |  | 55 |  |  |  | — |  |  |  | 55 |  |

**QIWI plc.**

**Unaudited Pro Forma Condensed Consolidated Statement of Operations**

**for the Three Months Ended March 31, 2020**

***(in RUB millions)***

|  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  | **Company historical** | |  |  | **SOVEST Sale**   **Pro Forma**   **Adjustments** | |  |  | **Pro forma** | |  |
|  |  |  | |  |  | **(a)** | |  |  |  | |  |
|  |  | **RUB** | |  |  | **RUB** | |  |  | **RUB** | |  |
| **Revenue:** |  |  | **10,610** |  |  |  | **(640** | **)** |  |  | **9,970** |  |
| Payment processing fees |  |  | 7,935 |  |  |  | — |  |  |  | 7,935 |  |
| Interest revenue calculated using the effective interest rate |  |  | 1,060 |  |  |  | (190 | ) |  |  | 870 |  |
| Fees from inactive accounts and unclaimed payments |  |  | 490 |  |  |  | — |  |  |  | 490 |  |
| Other revenue |  |  | 1,125 |  |  |  | (450 | ) |  |  | 675 |  |
| **Operating costs and expenses:** |  |  | **(8,720** | **)** |  |  | **1,302** |  |  |  | **(7,418** | **)** |
| Cost of revenue (exclusive of items shown separately below) |  |  | (4,350 | ) |  |  | 74 |  |  |  | (4,276 | ) |
| Selling, general and administrative expenses |  |  | (1,228 | ) |  |  | 335 |  |  |  | (887 | ) |
| Personnel expenses |  |  | (2,283 | ) |  |  | 372 |  |  |  | (1,917 | ) |
| Depreciation and amortization |  |  | (319 | ) |  |  | 19 |  |  |  | (300 | ) |
| Credit loss expense |  |  | (520 | ) |  |  | 502 |  |  |  | (18 | ) |
| Impairment of intangible assets |  |  | (20 | ) |  |  | — |  |  |  | (20 | ) |
| **Profit from operations** |  |  | **1,890** |  |  |  | **662** |  |  |  | **2,552** |  |
| Share of gain/(loss) of an associate and a joint venture |  |  | 132 |  |  |  | — |  |  |  | 132 |  |
| Other income and expenses, net |  |  | (16 | ) |  |  | — |  |  |  | (16 | ) |
| Foreign exchange gain |  |  | 1,434 |  |  |  | — |  |  |  | 1,434 |  |
| Foreign exchange loss |  |  | (1,397 | ) |  |  | — |  |  |  | (1,397 | ) |
| Interest income and expenses, net |  |  | (32 | ) |  |  | 2 |  |  |  | (30 | ) |
| **Profit before tax** |  |  | **2,011** |  |  |  | **664** |  |  |  | **2,675** |  |
| Income tax expense |  |  | (412 | ) |  |  | (136 | ) |  |  | (548 | ) |
| **Net profit** |  |  | **1,599** |  |  |  | **528** |  |  |  | **2,127** |  |
| **Attributable to:** |  |  |  |  |  |  |  |  |  |  |  |  |
| Equity holders of the parent |  |  | 1,587 |  |  |  | 528 |  |  |  | 2,115 |  |
| Non-controlling interests |  |  | 12 |  |  |  | — |  |  |  | 12 |  |

**QIWI plc.**

**Unaudited Pro Forma Condensed Consolidated Balance Sheet**

**As of March 31, 2020**

***(in RUB millions)***

|  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  | **Company historical** | |  |  | **SOVEST Sale**   **Pro Forma**   **Adjustments** | |  |  | **Pro forma** | |  |
|  |  |  | |  |  | **(b)** | |  |  |  | |  |
|  |  | **RUB** | |  |  | **RUB** | |  |  | **RUB** | |  |
| **Assets** |  |  |  |  |  |  |  |  |  |  |  |  |
| Non-current assets |  |  |  |  |  |  |  |  |  |  |  |  |
| Property and equipment |  |  | 2,442 |  |  |  |  |  |  |  | 2,442 |  |
| Goodwill and other intangible assets |  |  | 11,232 |  |  |  |  |  |  |  | 11,232 |  |
| Investments in associates |  |  | 1,250 |  |  |  |  |  |  |  | 1,250 |  |
| Long-term debt securities and deposits |  |  | 5,280 |  |  |  |  |  |  |  | 5,280 |  |
| Long-term loans |  |  | 264 |  |  |  |  |  |  |  | 264 |  |
| Other non-current assets |  |  | 72 |  |  |  |  |  |  |  | 72 |  |
| Deferred tax assets |  |  | 250 |  |  |  |  |  |  |  | 250 |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
| **Total** non-current assets |  |  | **20,790** |  |  |  |  |  |  |  | **20,790** |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
| **Current assets** |  |  |  |  |  |  |  |  |  |  |  |  |
| Trade and other receivables |  |  | 4,588 |  |  |  |  |  |  |  | 4,588 |  |
| Short-term loans |  |  | 12,150 |  |  |  | (8,532 | ) |  |  | 3,618 |  |
| Short-term debt securities and deposits |  |  | 1,166 |  |  |  |  |  |  |  | 1,166 |  |
| Prepaid income tax |  |  | 279 |  |  |  |  |  |  |  | 279 |  |
| Other current assets |  |  | 1,097 |  |  |  |  |  |  |  | 1,097 |  |
| Cash and cash equivalents |  |  | 32,240 |  |  |  | 7,737 |  |  |  | 39,977 |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
| **Total current assets** |  |  | **51,520** |  |  |  | **(795** | **)** |  |  | **50,725** |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
| Assets held for sale |  |  | 58 |  |  |  |  |  |  |  | 58 |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
| **Total assets** |  |  | **72,368** |  |  |  | **(795** | **)** |  |  | **71,573** |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
| **Equity and liabilities** |  |  |  |  |  |  |  |  |  |  |  |  |
| **Equity attributable to equity holders of the parent** |  |  |  |  |  |  |  |  |  |  |  |  |
| Share capital |  |  | 1 |  |  |  |  |  |  |  | 1 |  |
| Additional paid-in capital |  |  | 1,876 |  |  |  |  |  |  |  | 1,876 |  |
| Share premium |  |  | 12,068 |  |  |  |  |  |  |  | 12,068 |  |
| Other reserve |  |  | 2,596 |  |  |  |  |  |  |  | 2,596 |  |
| Retained earnings |  |  | 11,132 |  |  |  | (922 | ) |  |  | 10,210 |  |
| Translation reserve |  |  | 464 |  |  |  |  |  |  |  | 464 |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
| **Total equity attributable to equity holders of the parent** |  |  | **28,137** |  |  |  | **(922** | **)** |  |  | **27,215** |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
| Non-controlling interests |  |  | 40 |  |  |  |  |  |  |  | 40 |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
| **Total equity** |  |  | **28,177** |  |  |  | **(922** | **)** |  |  | **27,255** |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |

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| Non-current liabilities |  |  |  |  |  |  |  |  |  |  |  |  |
| Long term debt |  |  | 1,863 |  |  |  |  |  |  |  | 1,863 |  |
| Long-term lease liability |  |  | 1,142 |  |  |  |  |  |  |  | 1,142 |  |
| Long-term customer accounts |  |  | 438 |  |  |  |  |  |  |  | 438 |  |
| Other non-current liabilities |  |  | 68 |  |  |  |  |  |  |  | 68 |  |
| Deferred tax liabilities |  |  | 724 |  |  |  |  |  |  |  | 724 |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
| **Total** non-current liabilities |  |  | **4,235** |  |  |  |  |  |  |  | **4,235** |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
| **Current liabilities** |  |  |  |  |  |  |  |  |  |  |  |  |
| Trade and other payables |  |  | 24,225 |  |  |  | 127 |  |  |  | 24,352 |  |
| Customer accounts and amounts due to banks |  |  | 13,200 |  |  |  |  |  |  |  | 13,200 |  |
| Dividends payable |  |  | 1,072 |  |  |  |  |  |  |  | 1,072 |  |
| Short-term lease liability |  |  | 397 |  |  |  |  |  |  |  | 397 |  |
| VAT and other taxes payable |  |  | 174 |  |  |  |  |  |  |  | 174 |  |
| Other current liabilities |  |  | 888 |  |  |  |  |  |  |  | 888 |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
| **Total current liabilities** |  |  | **39,956** |  |  |  | **127** |  |  |  | **40,083** |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |
| **Total equity and liabilities** |  |  | **72,368** |  |  |  | **(795** | **)** |  |  | **71,573** |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |

**Notes to the Unaudited Pro Forma Financial Statements**

|  |  |  |
| --- | --- | --- |
|  | (a) | The SOVEST Sale Pro Forma Adjustments column in the unaudited pro forma information represents the historical financial results of SOVEST operations disposed of through the sale to Sovcombank. |

|  |  |  |
| --- | --- | --- |
|  | (b) | The SOVEST Sale Pro Forma Adjustments column in the unaudited pro forma information represents the sale of SOVEST assets to Sovcombank, employee termination liabilities created and to be paid by Sovcombank (limited up to RUB250 million), and estimated total proceeds to be received from Sovcombank. Since the pro forma balance sheet is prepared as if the transaction occurred as of March 31, 2020, the cash balance is adjusted based on the assets existed as of that date. |