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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**Form 6-K**

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**REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16  
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

For the month of April 2023

Commission File Number: 001-39713

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**Ozon Holdings PLC**  
(Exact Name of Registrant as Specified in its Charter)

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Arch. Makariou III, 2-4  
Capital Center, 9<sup>th</sup> floor  
1065, Nicosia  
Cyprus  
Telephone: +357 22 360 000  
(Address of Principal Executive Office)

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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

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## EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	<a href="#">Press release of Ozon Holdings PLC dated April 6, 2023</a>

**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, thereto duly authorized.

Date: April 6, 2023

Ozon Holdings PLC

By: /s/ Igor Gerasimov

Name: Igor Gerasimov

Title: Chief Financial Officer, Executive Director



**Ozon Announces the Redemption Amount in U.S. Dollars in respect  
of its \$750 Million Senior Unsecured Convertible Bonds Due 2026**

April 6, 2023 — Ozon Holdings PLC (NASDAQ and MOEX: “OZON”, thereafter referred to as “we”, “us”, “our”, “Ozon” or the “Company”), an operator of the leading Russian e-commerce platform, provides further update in respect of its \$750 million 1.875 per cent. senior unsecured convertible bonds due 2026 (“**Bonds**”) issued by the Company with ISIN: XS2304902443.

Pursuant to the written resolutions duly passed on October 25, 2022 by the holders of over 75 per cent. in principal amount of the Bonds outstanding (the “**Written Resolutions**”), the Company hereby announces that, based on the elections made by the holders of the Bonds in their validly completed Eligibility Instructions submitted on or before April 5, 2023 at 4.00 p.m. (London time) (the “**Cut-off Time**”), the Company is required to redeem the aggregate par amount of Bonds of USD 536 million for the USD Cash Redemption Amount on the Settlement Date. This amount does not include the par amount of the Bonds the Company is required to redeem for RUB Cash Redemption Amount during the RUB Settlement Period. Unless otherwise defined, capitalized terms used herein have the meaning given to them in the Written Resolutions.

The Company will make a further announcement when the Conditions Precedent are satisfied and the CP Satisfaction Date occurs. The Settlement Date for payment of the USD Cash Redemption Amounts will be the date falling two Business Days after the CP Satisfaction Date. The RUB Settlement Period for payment of the RUB Cash Redemption Amounts shall commence on the Settlement Date and shall end two Business Days later.

Holders of the Bonds who did not submit validly completed Eligibility Instructions by the Cut-off Time will be able to submit such instructions during the Holding Period commencing on the Cancellation Date. Following submission of a validly completed Eligibility Instruction, such holders shall have the right to be paid the Cash Redemption Amount (as defined in the Deed Poll) subject to and in accordance with the terms of the Deed Poll.

The holders of the Bonds interested in receiving more information regarding the redemption of the Bonds are directed to follow the link <https://ir.ozon.com/restructuring/>, or to contact i2 Capital Markets Ltd, the Information, Tabulation and Settlement Agent at [ozonconsent@i2capmark.com](mailto:ozonconsent@i2capmark.com).

**About Ozon**

Ozon is a leading multi-category e-commerce platform and one of the largest internet companies in Russia. Its fulfillment infrastructure and delivery network have some of the widest coverage among e-commerce players in the country, enabling Ozon to provide Russian population with fast and convenient delivery via couriers, pick-up points or parcel lockers. Its extensive logistics footprint and fast-developing marketplace platform allow thousands of entrepreneurs to sell their products across Russia's 11 time zones and offer millions of customers one of the widest selections of goods across multiple product categories. Ozon actively seeks to expand its value-added services such as fintech. For more information, please visit <https://corp.ozon.com/>.

**Contacts****Investor Relations**

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