



## RAVEN RUSSIA LTD

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12 September 2017

Dear Convertible Preference Shareholder,

### TENDER OFFER

You will find enclosed a circular (the “Circular”) posted to Ordinary Shareholders today setting out details of a proposed tender offer by Raven Russia Limited (the “Company” or “Raven Russia”) to purchase 1 in every 52 Ordinary Shares at 52p per share (the “Tender Offer”). Terms used in this letter but not defined are as defined in the Circular.

The Tender Offer is due to close at 1.00 p.m. on 9 October 2017.

Convertible Preference Shareholders who hold Convertible Preference Shares in certificated form and who wish to participate in the Tender Offer need to notify the Company of their intention to convert their Convertible Preference Shares into Ordinary Shares by 1.00 p.m. on 29 September 2017, in accordance with the terms of the Company’s articles of incorporation (the “Articles”). At the same time as submitting their “Certificated Conversion Notice” (as defined in the Articles) to the Company, such Convertible Preference Shareholders should also request a Tender Form from the Company Secretary to enable them to participate in the Tender Offer. Instructions for completion of a Tender Form are contained in the Circular and on the Tender Form itself. The Company Secretary can be contacted at the address above and by telephone on +44 (0) 1481 712955.

Convertible Preference Shareholders who hold Convertible Preference Shares in uncertificated form and who wish to participate in the Tender Offer need to notify the Company of their intention to convert their Convertible Preference Shares into Ordinary Shares by 1.00 p.m. on 29 September 2017, in accordance with the terms of the Articles. Such Convertible Preference Shareholders should also contact the Company Secretary as set out above to request a Tender Form or to confirm whether they will be able to make a TTE Instruction in connection with the Tender Form.

Provided that the terms of the Articles are met in respect of the conversion of Convertible Preference Shares in certificated and uncertificated form into Ordinary Shares, Ordinary Shares arising from their conversion will be allotted and issued by the Company prior to the Record Date, such that both certificated and uncertificated Convertible Preference Shareholders will be registered as Ordinary Shareholders of the Company at the Record Date and such that the Company will treat their Tender Forms in the same way as it will treat other Tender Forms.

Full details of the Tender Offer, including its terms, are contained in the Circular.

The Company anticipates that if the Tender Offer is taken up in full (assuming no exercise of Warrants or conversion of Convertible Preference Shares), under the terms of the Articles the Conversion Rate (as defined in the Articles) for the Convertible Preference Shares will be adjusted. The Company will provide a further update in this regard (including whether an adjustment is required to be made to the Conversion Rate) at the same time that the results of the Tender Offer are announced by the Company.

If you have any doubts about the contents of this letter and/or the action you should take the Company would recommend you seek your own financial advice from your stockbroker, bank manager, solicitor, auditor, accountant or other investment professional adviser duly authorised under the Financial Services and Markets Act 2000 (as amended).

If you sell or have sold or otherwise transferred all of your Convertible Preference Shares, please immediately forward this letter and the Circular to the purchaser or transferee, or to the stockbroker, bank or other agent through whom the sale or transfer was effected, for delivery to the purchaser or transferee. If you have sold only part of your holding of your Convertible Preference Shares, please contact your stockbroker, bank or other agent through whom the sale or transfer was effected immediately.

This letter and the accompanying Circular do not constitute an offer to sell or an invitation to subscribe for, or the solicitation of an offer to buy or to subscribe for, Convertible Preference Shares and/or Ordinary Shares in any jurisdiction in which such an offer or solicitation is unlawful. Neither the Convertible Preference Shares nor the Ordinary Shares have been or will be registered under the United States Securities Act of 1933 (as amended) or the United States Investment Company Act 1940 (as amended) or under the applicable securities laws of the United States of America, Canada, Australia, Japan, the Republic of South Africa or their respective territories and possessions, or in any other jurisdiction where local laws or regulations may result in a significant risk of civil, regulatory or criminal exposure for the Company if information or documents concerning the matters set out in this letter and the accompanying Circular were to be sent or made available in that jurisdiction (each, a “**Prohibited Territory**”) and, unless an exemption under such acts or laws is available, may not be offered for sale or subscription or sold or subscribed directly or indirectly within any Prohibited Territory for the account or benefit of any national, resident or citizen of any Prohibited Territory.

If you have any queries please contact the Company Secretary.

Yours faithfully

A handwritten signature in black ink, appearing to read 'C. Smith', written in a cursive style.

for and on behalf of  
**Raven Russia Limited**