

April 27, 2020

Private & Confidential  
Without prejudice

To: Mr Ivan Yuryk  
Acting Chief Executive Officer  
Public Joint Stock Company “Ukrainian Railway”

Cc: Members of the Supervisory Board

**RE: CREDIT FACILITY AGREEMENTS BETWEEN VR CAPITAL AND UKRAINIAN RAILWAYS**

Dear Mr Yuryk,

As you are aware, Public Joint Stock Company “Ukrainian Railway” (“**UZ**” or the “**Company**”) remains in default under a portfolio of loans extended by Public Stock Company “Joint-Stock Commercial Industrial & Investment Bank” (“**Prominvestbank**”) to UZ (together, the “**Loans**”) that VR Global Partners, L.P. (“**VR**”) acquired in February 2019.

Since the acquisition of the Loans, VR has extended to UZ several restructuring proposals. Each of those proposals would result in substantial decrease of the Company’s outstanding liabilities and material cash flow relief. The last restructuring proposal was contained in our letter sent to the Company’s management on September 11, 2019. To date we have yet to receive a response to that letter.

In the meantime, a number of legal risks that UZ has highlighted in its communications with VR as impediments to a restructuring of the Loans have become irrelevant.

In the light of the above and in order to avoid incurrence by UZ and Ukraine (as UZ’s sole shareholder) of additional losses resulting from failure to restructure the Loans, we would like to urge the Company to re-establish constructive dialogue with VR about the terms of a potential restructuring of the Loans.

We would be pleased to have a call with you and other members of the Company’s management at your convenience.

Sincerely yours,



Emile du Toit  
Authorised Signatory