

Southey Capital

Southey Capital Ltd
Suite 6, Beaufort Court
London E14 9XL
www.southeycapital.com

THIS OFFER IS SUBJECT TO ENGLISH LAW. THIS OFFER IS NOT FOR DISTRIBUTION IN OR INTO OR TO ANY PERSON LOCATED OR RESIDENT IN ANY JURISDICTION WHERE IT IS UNLAWFUL TO RELEASE, PUBLISH OR DISTRIBUTE THIS DOCUMENT.

28th January 2024

ANNOUNCEMENT OF INVITATION TO VOLUNTARY TENDER OFFER TO THE HOLDERS OF Franklin FTSE Russia ETF – ISIN US35473P7289

Southey Capital Ltd (the “Offeror”) invites holders of the securities set forth in the table below (the “Securities”), issued by Franklin Templeton (the “Issuer”), to tender for purchase by the Offeror for cash, subject to applicable offer and distribution restrictions.

Description of the Security	Original ISIN	CUSIP	WPK	SEDOL US
Franklin FTSE Russia ETF	US35473P7289	35473P728	A3DVDK	BD967X1

Purchase Price

The Offeror will pay an amount in cash equal to **\$ 0.45 USD** per unit for each Security validly tendered and accepted for purchase by the Offeror.

Maximum Acceptance Amount

The Offeror has not set a maximum number of the units for acceptance, but is not seeking to make an unconditional or mandatory offer, nor seeking to exceed any Issuer or legal restrictions of ownership %.

Offer Documents

Offer Documents shall mean all the documents related to the Offer including the Offer Announcement, [Form of Acceptance](#) and Assignment Agreement.

Rationale for the Offer

The Offeror believes that the Offer will provide an opportunity to holders facing a lack of access to exchanges or OTC counterparties an opportunity to realize liquidity before their may become stranded or expropriated.

Expected Timetable of Events

The times and dates below are indicative only.

Date	Calendar Date	Event
Commencement of Offer	28 January 2025	The day the Offer is announced.
Expiration Date	28 th February 2025 18:00 CET	The date and time by which holders must validly tender Securities in order to be eligible

		to receive the relevant Purchase Price on the Settlement Date.
Settlement Date	As soon as reasonably possible from receipt of an Acceptance Form, that is confirmed by the Offeror to be valid.	The relevant Purchase Price will be paid for any Securities validly tendered at or prior to the applicable Expiration Date and accepted by the Offeror in the amount and manner described in the Offer.

Acceptance Procedure

Holders that wish to accept the Offer are requested to complete the [Form of Acceptance](#) and send this directly to the Offeror via email to flru@southeycapital.com attaching evidence of holding. Forms of Acceptance received by the 28th February 2028 will receive a Confirmation, which is to be executed subsequently. Later acceptances may still be accepted at the absolute discretion of the Offeror.

Settlement

The transfer of the securities is not subject to any technical or legal restrictions. Settlement of Securities may be at the discretion of the holders custodian, where an accepted position is restricted from being transferred by the sellers custodian reasonable efforts will be made to settle the units and if after a reasonable amount of time the shares are unable to be transferred, at either parties sole discretion the acceptance and confirmation may be cancelled.

Reservation of Rights

The Offeror expressly reserves it right, in its sole and absolute discretion, not to accept any tendered Securities, not to purchase Securities or to extend, re-open, withdraw or terminate the Offer and to amend or waive any of the terms and conditions of the Offer in any manner (including, but not limited to, purchasing more or less than the Maximum Acceptance Amount), subject to applicable laws and regulations.

For Further Information

Information Agent Southey Capital Limited Suite 6, Beaufort Court London E14 9XL United Kingdom	The Offeror Southey Capital Ltd Suite 6, Beaufort Court London E14 9XL United Kingdom
--	--

[WebLink: Southey Capital Franklin FLRU](#)

flru@southeycapital.com

DISCLAIMER – [available here](#)