

Company No. 07160564

**TOPPS MK HOLDINGS LIMITED (the "Company")**

**Compliance Statement**

We, the directors named below (being all of the directors of the Company as at the date of this statement), confirm that the solvency statement dated 7 JUNE 2018 made by us pursuant to sections 641 to 644 of the Companies Act 2006 was:

- (i) made not more than 15 days before the date on which the special resolution relating to the reduction of share capital of the Company was passed by way of written resolution, and
- (ii) provided to the sole shareholder of the Company at the time at which the special resolution was submitted to it in accordance with the requirements of section 642(2) of the Companies Act 2006.

This Compliance Statement is made on 7 JUNE 2018.

This Compliance Statement may be signed by the directors of the Company in any number of counterparts, all of which when taken together will constitute one Compliance Statement.

Signed:

[Signature]

Signed:

.....

Name of Director:

Kerry Treharne

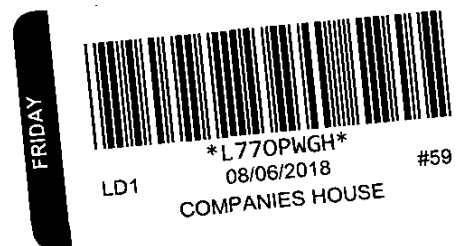
Name of Director: Michael Neil Brandstaedter

Date:

7/6/2018

Date:

.....



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Signed: .....

Signed: .....



Name of Director: Kerry Treharne

Name of Director: Michael Neil Brandstaedter

Date: .....

Date: .....

7 June 2018