

Company number: 07160564

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

- of -

TOPPS MK HOLDINGS LIMITED (the "Company")

5 July 2018 (the "Circulation Date")

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution of the Company (the "Resolution").

SPECIAL RESOLUTION

That the issued share capital of the Company be reduced by cancelling and extinguishing all but one of the issued ordinary shares of £1 each in the Company, each of which is fully paid up, and the amount by which the share capital is so reduced be credited to a reserve.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, being a member of the Company entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution.

Signed:

Name:

Jason Thaler
..... (PRINT NAME)

For and on behalf of: **TOPPS CAYMAN LIMITED**

Date:

5 July 2018
.....

THURSDAY



LD1 *L79KCA0* #72
05/07/2018
COMPANIES HOUSE

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
2. If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
4. Unless, by **2 AUGUST** 2018, sufficient agreement has been received from the required majority of eligible members for the Resolution to be passed, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us on or before this date.
5. If you are signing this document on behalf of a person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document.