

RIVIERA TOPCO LIMITED
(registered number 08457505) (the Company)

**SOLVENCY STATEMENT MADE FOR THE PURPOSE OF
SECTION 642 OF THE COMPANIES ACT 2006**

This solvency statement is made on 2 NOVEMBER 2018.

The Company is proposing that the share capital be reduced by cancelling and extinguishing 285,951,130 ordinary shares of €1.00 each registered in the name of Riviera Midco S.A.

We Marcello Mattia, Philip Karl Griffin and Ibrahim Mahmood Ibrahim Najafi, all of the directors of the Company, as at the date of this solvency statement, have each formed the opinion:

- (a) that as at the date of this solvency statement, there is no ground on which the Company could then be found to be unable to pay (or otherwise discharge) its debts; and
- (b) that the Company will be able to pay (or otherwise discharge) its debts in full within 12 months of the commencement of the winding up of the Company.

In forming this opinion, the directors have taken into account all of the Company's liabilities (including any contingent or prospective liabilities).

Signed in counterpart by all of the directors of the Company:

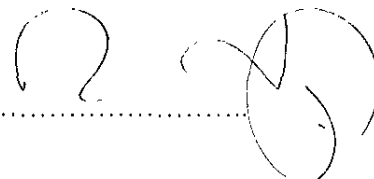
Marcello Mattia

) 

Philip Karl Griffin

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Ibrahim Mahmood Ibrahim Najafi

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Marcello Mattia)

Philip Karl Griffin) 

Ibrahim Mahmood Ibrahim Najafi)