

PJ MASKS

4581

MERCHANDISING LICENCE AGREEMENT**SCHEDULE**

THIS AGREEMENT is made the day of 2020
09-Apr-20

BETWEEN:

- (1) **ENTERTAINMENT ONE UK LIMITED** of 45 Warren Street, London W1T 6AG, England ("Entertainment One"); and
- (2) **FRESH WIND LLC** of 127018, Polkovaya str., bld.3, floor 4, room I, part of the office 25, Moscow, Russia ("Licensee").

WHEREAS:

- (A) Entertainment One controls rights in respect of the Property (as hereinafter defined) to enable the rights herein to be granted.
- (B) Licensee wishes to be licensed to use the Property in the Territory in respect of the Licensed Articles (as hereinafter defined) and Entertainment One has agreed to license Licensee on the terms and conditions of this Agreement.
- (C) Entertainment One has appointed **MEGALICENSE INTERNATIONAL LLC** of Konniy pereulok, 12, 3rd floor, office 1, Moscow, zip 115162, Russian Federation, a Limited liability company registered in Russian Federation under OGRN number 1147746087928 represented by Friderico Gattiof Konniy pereulok, 12, 3rd floor, office 1, zip: 115162 Moscow, Russian Federation (the "Agent"), as its agent to render certain agency services.

NOW IT IS HEREBY AGREED as follows:

In this Agreement the following words and expressions shall have the meanings set out below:

- "Agent's Bank Account" as set out in Exhibit "E" to this Agreement;
- "Language" shall mean the Russian language;
- "Licensed Articles" means Property branded children's items as follows:

Number	Licensed Articles	Product Code
1.	balloons, material: latex	BALLO
2.	balloons, material: foil	BALLO
3.	tablecloth, material: PET	PARTD
4.	party candles	PARTP
5.	paper disposable plates 7", 6 pieces	PARTP
6.	paper disposable plates 9", 6 pieces	PARTP
7.	paper disposable cups, 6 pieces	PARTP
8.	party hats, 6 pieces	PARTD
9.	paper napkins, 12 pieces	PARTP
10.	party Blowout, 6 pieces	PARTP
11.	party crackers	PARTP
12.	party garlands	PARTD
13.	stickers sheets	PARTP
14.	magnets	PARTP
15.	key chains	PARTP
16.	cake decorations	PARTD
17.	soap bubbles, 36 pieces, box	PARTP
18.	gift wrapping paper	WRAPP
19.	paper gift bag	PARTD
20.	set of 6 medallion flexi drinking straws	PARTP

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21.	set of 12 sedallion toothpicks for cupcakes	PARTP
22.	aroma candles	PARTD
23.	party masks, 6 pcs	MASKS
24.	invitation cards	GR-BC
25.	greeting cards	GR-BC
26.	decoration for wall (wall posters including wish posters and wall stickers with party theme)	PARTD

"Marketing Date"

1 March 2020;

"Territory"

Russia;

"Term"

the period commencing on 1 October 2019 and ending on 31 December 2021, subject always to earlier termination as provided herein.

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SIGNED by
an Authorised Representative
For and on behalf of
ENTERTAINMENT ONE UK LIMITED

DocuSigned by:

Nick Gaurne

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SIGNED by
an Authorised Representative
For and on behalf of
FRESH WIND LLC

Olga Zueva

