

MERCHANDISING LICENSE AGREEMENT

AGREEMENT NO. MLA201901967

DATE: December 19, 2018

LICENSOR: MGA ENTERTAINMENT, INC. ("Licensor")
16380 Roscoe Boulevard
Van Nuys, CA 91406
Contact: Egita Di Filippo
Email: edifilippo@mgae.com

LICENSEE: PROTEX LTD ("Licensee")
Bubnova 40A
153000 Russia

Telephone: 79158427300
Fax: 7(4932)345-164
Contact: Krushina Irina
Email: protexkru@mail.ru

SCHEDULE

1. **"LICENSED PROPERTY"**: The Licensed Property consists of artwork and other distinctive creative elements derived from the property entitled **"L.O.L. SURPRISE!™"**, along with any characters, artwork and other distinctive creative elements and names associated therewith, along with any other proprietary marks related thereto.
2. **"LICENSED ARTICLES"**: Licensed Articles shall include the following:

| Licensed Articles: L.O.L. SURPRISE! | Minimum number of designs |
|---|---------------------------|
| Blankets made of nap soft-knitted fabric, Air Soft, in the following sizes: 130x170, 150x200, 100x150 | 1 |
| All apparel shall be targeted for children aged 6 years and older (110cm and above) | |
| Short-sleeved t-shirts | 1 |
| Long-sleeved t-shirts | 1 |
| Hoodies | 1 |
| Trousers | 1 |
| Sweatshirts | 1 |
| Leggings | 1 |
| Dresses | 1 |

Megalice LLC
115162, Moscow
Konny Pereulok, Building 12
Floor 3, Office 1

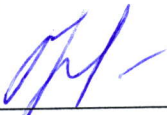
Banking details are as follows:

Bank: PAO Sberbank
Account No. 40702810538000030536
Correspondent Account: 30101810400000000225
BIC: 044525225

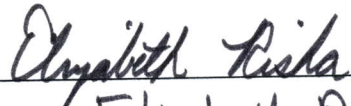
By signing below, Licensee affirms that it is in agreement with the foregoing and that it has read and understands and agrees to be bound by the Standard Terms and Conditions attached hereto and forming a part hereof. Licensee further agrees that this Agreement, consisting of the Schedule and Standard Terms and Conditions, shall also serve as an invoice to Licensee with respect to the amounts payable hereunder and Licensee agrees to pay such amounts to Licensor as and when specified herein. This Agreement shall not be binding upon Licensor until fully signed and delivered and the Licensor receives the Advance.

ACCEPTED AND AGREED TO:

PROTEX LTD
("Licensee")

By: 
Print Name: Krushina Irina
Title: Managing Director
Date: 1.03.19

MGA ENTERTAINMENT, INC.
("Licensor")

By: 
Print Name: Elizabeth Risha
Title: General Counsel
Date: March 12, 2019

