

Company Number: 00053626

TIME INC. (UK) LIMITED  
(the "Company")

STATEMENT TO COMPLY WITH SECTION 644(5) COMPANIES ACT 2006


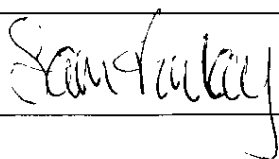
Introduction

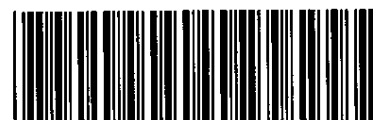
We refer to the written resolution of the sole shareholder of the Company dated 15 December 2017 (a copy of which accompanies this statement) (the "**Written Resolution**"), which approved the reduction in the share premium account of the Company to nil (the "**Reduction of Capital**").



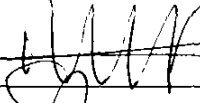

Statement by the Directors

We,  
Paul Cheal;  
Susana D'Emic;  
Samuel Finlay;  
Adrian Hughes;  
Stephen May;  
Marcus Rich;  
Neil Robinson; and  
Lesley Swarbrick,

being all the directors of the Company as at the date of this statement confirm that the statement of solvency made by each of us on 15 December 2017 in relation to the Reduction of Capital (a copy of which accompanies this statement) (i) was made less than 15 days before the date on which the Written Resolution was passed and (ii) was provided in accordance with section 642(2) of the Companies Act 2006 to the Company's sole shareholder at the same time as the proposed Written Resolution was sent to the sole shareholder.

Name of Director:	Signature:	Date:
Paul Cheal		15/12/17
Susana D'Emic		
Samuel Finlay		15/12/17



Name of Director:	Signature:	Date:
Adrian Hughes		15/12/17
Stephen May		15/12/17
Marcus Rich		15/12/17
Neil Robinson		15/12/17
Lesley Swarbrick		

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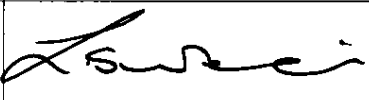
Statement by the Directors

We,  
Paul Cheal,  
Susana D'Emic,  
Samuel Finlay,  
Adrian Hughes;  
Stephen May,  
Marcus Rich;  
Neil Robinson, and  
Lesley Swarbrick,

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Name of Director:	Signature:	Date:
Paul Cheal		
Susana D'Emic	<i>Susana D'Emic</i>	15 December 2017.
Samuel Finlay		

Name of Director:	Signature:	Date:
Adrian Hughes		
Stephen May		
Marcus Rich		
Neil Robinson		
Lesley Swarbrick		

Name of Director:	Signature:	Date:
Adrian Hughes		
Stephen May		
Marcus Rich		
Neil Robinson		
Lesley Swarbrick		15/12/17