



**Mitchells & Butlers Retail Ltd**  
 Registered in England no. 24542  
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**FINANCIAL INFORMATION COMPLIANCE CERTIFICATE**

**MITCHELLS & BUTLERS RETAIL LIMITED**

To: HSBC Trustee (C.I.) Limited (as Borrower Security Trustee and Trustee)  
 HSBC Global Investor Services (Ireland) Limited (as Irish Paying Agent)  
 HSBC Bank plc (as Principal Paying Agent)  
 Ambac Assurance UK Limited  
 Standard & Poor's Rating Services  
 Fitch Ratings Limited  
 Moody's Investors Service Limited

Date: 2 July 2020

Dear Sirs,

We refer to a facility agreement (the "Issuer/Borrower Facility Agreement") dated 13 November 2003, amended and restated on 15 September 2006, and made between, *inter alios*, the Initial Borrower and the Borrower Security Trustee.

Terms defined in Schedule 1 (*Master Definitions Schedule*) of a master framework agreement (the "Master Framework Agreement") dated 13 November 2003, amended and restated on 15 September 2006, and made between, *inter alios*, the Issuer and the Borrower Security Trustee shall bear the same meaning herein.

We confirm on behalf of the Initial Borrower (on behalf of itself and each other Borrower and, in respect of paragraphs 3 and 4 below, on behalf of itself and each other Chargor) (without any personal liability) that:

1. the amount of all outstanding Financial Indebtedness of the Borrowers as at the end of the Semi-Annual Period (11 April 2020) was £1,946m;
2. that all Financial Indebtedness referred to in paragraph 1 above is Permitted Financial Indebtedness;
3. as at the date hereof, there has been no waiver of any covenant given by the Chargors (other than as waived under the terms of the agreement with HSBC Trustee (C.I) Limited and Ambac Assurance UK Limited as previously announced on 12 June 2020); and
4. as at the date hereof, no Loan Event of Default or Potential Loan Event of Default has occurred (other than as waived under the terms of the agreement with HSBC Trustee (C.I) Limited and Ambac Assurance UK Limited as previously announced on 12 June 2020).

Signed:  .....  .....

Director  
 of Mitchells & Butlers Retail Limited

Director

