

PricewaterhouseCoopers Slovensko, s.r.o.
Karadžičova 2, Bratislava - mestská časť Staré Mesto 815 32

Bratislava, 31 July 2017

Dear Sirs, Madams

LETTER OF REPRESENTATION

- 1 This representation letter is provided in connection with your audit of the financial statements of Mars SR, kom. spol. ("the Company"), prepared in accordance with Accounting Act No. 431/2002 Coll., as amended, and other relevant regulations issued by the Slovak Ministry of Finance, for the year ended 31 December 2016.
- 2 We acknowledge our responsibility for preparing the financial statements that fairly present the results and financial position of the Company in accordance with Accounting Act No. 431/2002 Coll., as amended, and other relevant regulations issued by the Slovak Ministry of Finance.
- 3 We also acknowledge our responsibility for establishing and maintaining proper accounting records and adequate systems of internal control that are designed to prevent and detect fraud and error. We acknowledge our responsibility for the accuracy of the accounting records and the financial statements prepared from them.
- 4 After having made appropriate enquiries of other directors and officers of our Company, we confirm that, to the best of our knowledge and belief, the following information and opinions given to you in connection with your audit of the financial statements of the Company for the year ended 31 December 2016 are correct.

Accounting records and transactions

- 5 We have provided you with:
 - access to all information of which we are aware that is relevant to the preparation of the financial statements such as records, documentation and other matters;
 - additional information that you have requested from us for the purpose of the audit; and
 - unrestricted access to persons within the entity from whom you determined it necessary to obtain audit evidence.

- 6 All General Meeting minutes, as well as minutes of directors' and management meetings have been made available to you.
- 7 All transactions and commitments undertaken by the Company have been properly reflected and recorded in the accounting records.
- 8 Disclosure of all matters necessary to fairly present the Company's financial position at 31 December 2016 and financial performance for the year then ended has been made in the financial statements. The financial statements are free of material errors and omissions.
- 9 Accounting principles, as well as related procedures and methods, are consistent with those disclosed in the notes. All changes in accounting principles and procedures during the period, if any, are disclosed in the notes.

Assets

- 10 All the assets of the Company at 31 December 2016 are included in the balance sheet.
- 11 We confirm that we have legal title to, and the economic benefit of, all assets included in the balance sheet.
- 12 Significant assumptions we used in making accounting estimates, including those surrounding measurement at fair value, are reasonable.
- 13 Provision for depreciation and diminution in value, including obsolescence of non-current tangible and intangible assets, has been made in the accounting records at rates which are in accordance with the applicable regulations. These rates are, in our opinion, reasonable reflections of the useful economic lives of the assets concerned.
- 14 In our opinion, the current assets in the balance sheet are stated at the lower of cost or their net realizable value in the ordinary course of business. Specifically, we consider provisions for trade receivables and inventories to be sufficient to cover any diminution in the value of these assets.
- 15 The physical existence and condition of assets of a non-monetary nature, such as non-current assets and inventories, have been sufficiently verified to ensure that the accounting records are reasonably accurate. All significant adjustments necessary following these verification procedures have been made to the accounting records.

- 16 All assets included in the balance sheets were at that date and remain free of any lien, encumbrance, or charge.
- 17 With exceptions disclosed in the financial statements, there have been no loans to, or transactions with, related parties, including directors and the senior management of the Company, other than in the normal course of business.

Liabilities

- 18 Full provision has been made for all significant liabilities at the balance sheet dates including guarantees, commitments, and contingencies, where items are expected to result in significant loss. All such items are fully disclosed in the financial statements.
- 19 We have disclosed to you all known actual or possible litigation and claims whose effects should be considered when preparing the financial statements and such matters have been appropriately accounted for and disclosed in accordance with.
- 20 We have disclosed to you all known instances of non-compliance or suspected non-compliance with laws and regulations whose effects should be considered when preparing financial statements.
- 21 The Company has complied with all aspects of contractual agreements, with which failure to comply could have a material effect on the financial statements.
- 22 We provided you with the latest preliminary corporate income tax calculation, which shows a corporate income tax charge of EUR 837 thousand for the year 2016. In our opinion, the tax position according to the final corporate income tax return, which should be filed at the end of June 2017, will not differ materially from the latest preliminary calculation provided to you. No significant tax depreciation adjustment that could materially affect the deferred tax liability is planned.

Other matters

- 23 We have disclosed to you all information in relation to allegations of fraud, or suspected fraud, affecting the Company's financial statements communicated by employees, former employees, analysts, regulators, or others. We have disclosed to you the results of our assessment of the risk that the financial statements may be materially misstated as a result of fraud. We are not aware of any irregularities, including fraud involving the management or employees of the Company, nor are we aware of any breaches or possible breaches of statutes, contracts, or agreements that might result in the Company suffering significant penalties or other losses. No allegations of such irregularities, including fraud, or such breaches have come to our notice.
- 24 The financial statements disclose all matters of which we are aware that are relevant to the company's ability to continue as a going concern, including all significant conditions and events, mitigating factors and the plans. The company also has the intent and ability to take actions necessary to continue as a going concern.
- 25 We have disclosed to you the identity of the Company's related parties and all the related party relationships and transactions of which we are aware. Related party relationships and transactions have been appropriately accounted for and disclosed in accordance with the requirements of Slovak legislation.
- 26 The financial statements are free of material misstatements, including omissions. We believe that the effects of those uncorrected financial statement misstatements identified by you during the audit are immaterial, both individually and in the aggregate, to the financial statements taken as a whole. A summary of such items is attached to this representation letter.
- 27 We have informed you of all of the documents, listed below, that we expect to issue that will contain or accompany the financial statements and the auditor's report thereon or is otherwise required to be issued in accordance with law, regulation or custom with information on the entity's operations and the entity's financial results and financial position as set out in the financial statements.

Name of document(s) the will contain or accompany the financial statements	
Annual report	

- 28 No events have occurred after 31 December 2016 that would require adjustment to, or disclosure in, the financial statements. In addition, we know of no event since 31 December 2016 that, although not affecting such financial statements, has caused or is likely to cause a material change, adverse or otherwise, in the financial position, classification of assets and liabilities, and results of the operations of the Company.

Yours faithfully



William Heague
Statutory representative

Mars Holdings SR s.r.o.



Ivana Novotná
Sr. Account. Specialist

Appendix: Summary of Uncorrected Misstatements

Summary of unrecorded misstatements (v EUR)

Příloha

Mars SR, kom. spol.
Final

No.	Account	Description	Balance sheet DR (+) / CR (-)	Income statement DR (+) / CR (-)	Equity DR (+) / CR (-)	Cashflows Increase (+) / Decrease (-)
9		Unrecognized deferred tax				
	481	Deferred tax asset	186 312			
	592	Deferred tax		-186 312		
		Total impact of unrecorded misstatements	186 312	-186 312		0
		Impact of unrecorded misstatements into equity arising from prior periods			0	
		Total F/S Amounts	14 770 232	1 712 938	6 163 886	0
		Uncorrected misstatements as % of F/S Amounts	1%	-11%	0%	