Company Number: 1367372

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

TBWA LIMITED (the "**Company**")

Company Registered Office: 85 Strand, 5th Floor, London WC2R 0DW

WRITTEN RESOLUTION OF THE SOLE MEMBER

CIRCULATION DATE 26TH JANUARY 2018 (the "**Circulation Date**")

In accordance with Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that:

> the Company take advantage of the Guaranteed Subsidiary Audit Exemption available under new Sections 479A of the Companies Act 2006 and that its results for the year ended 31st December 2017, be consolidated into the Statutory Accounts of a parent undertaking.

AGREEMENT TO THE RESOLUTION

Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, being a member of the Company who at the Circulation Date is eligible to vote on the Resolution, hereby irrevocably agrees to the Resolution:

Signature	.....
Name	TBWA UK Group Limited
Number of shares held	125,006
Class of shares held	Ordinary Shares of £1.00 each
Date	26th January 2018

THURSDAY

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COMPANIES HOUSE

NOTES

If you agree to all of the Resolution, please indicate your agreement by signing and dating this document and returning it to the Company using one of the following methods:

(a) **Hand**: delivering the signed copy to the Company Secretary at 85 Strand, 5th Floor, London WC2R 0DW

(b) **Post**: returning the signed copy by post to the Company Secretary at 85 Strand, 5th Floor, London WC2R 0DW

(c) **Fax**: faxing the signed copy to 020 7724 7216 marked "For the attention of the Company Secretary".

(d) **Email**: emailing the signed scanned copy to sallyann.bray@omnicomgroup.com marked "For the attention of the Company Secretary".

If you do not agree with the Resolution you do not need to do anything: you will not be deemed to agree if you fail to reply.

Once you have indicated your agreement to the Resolution, you may not revoke your agreement.

Unless, by the date which is 28 days from the date beginning with the Circulation Date, sufficient agreement has been received for the Resolution to be passed, the Resolution will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.

If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.

The above fax number and email address may only be used for returning this document to the Company. It may not be used for any other purpose.