

D1 04/11/2015 COMPANIES HOUSE

COMPANIES ACT 2006
A PRIVATE COMPANY LIMITED BY SHARES
RECORD OF DECISIONS BY THE SOLE MEMBER OF

MCCANN-ERICKSON ADVERTISING LIMITED

(the "Company")

PROVIDED PURSUANT TO SECTION 357(2) OF THE COMPANIES ACT 2006 (DECISIONS TAKEN ON 30 October 2015)

Pursuant to section 357(2) of the Companies Act 2006, this is a record of the following decision taken by the sole member of the Company on 30 October 2015, being a decision which may be taken by the Company in general meeting and which has effect as if agreed by the Company in general meeting as a special resolution

IT WAS RESOLVED:

THAT the share capital of the Company be and is hereby reduced by the sum of £3,180,858 (reducing the share capital from £3,181,858 to £1,000) by the cancellation of 3,180,858 Ordinary shares of £1 00 each

THAT the Share Premium Account of the Company be and is hereby reduced by the full value in the sum of £9,432,602

Signed

Louise Bean, Secretary

Ref

LB/cosec Interpublic Legal 60 Sloane Avenue London SW3 3XB