

TBWA UK

DIRECTORS' REPORT

The Directors present their report and the financial statements of the Company for the year ended 31st December, 2012

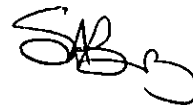
The Company did not trade during the year and had no income or expenditure. The Directors consider the Company's state of affairs to be satisfactory.

The Directors during the year were

Mr A P Phipkin

The Directors who held office at 31st December, 2012, had no interest in the Company or any group company required to be disclosed under the Companies Act 2006.

BY ORDER OF THE BOARD



S A Bray (Mrs)
SECRETARY

23rd January, 2013
239 Old Marylebone Road
London
NW1 5QT



BALANCE SHEET AT 31st December 2012

	31 st December 2012 £	31 st December 2011 £
<u>NET CURRENT ASSETS</u>		
Amount owed by fellow group undertaking	<u>0 43</u>	<u>0 43</u>
<u>CAPITAL AND RESERVES</u>		
Called-up share capital (Note 2)	0 43	0 43
<u>TOTAL CAPITAL EMPLOYED</u>	<u>0.43</u>	<u>0.43</u>

For the year ended 31st December 2012, the Company was entitled to exemption from audit under Section 480 of the Companies Act 2006 relating to dormant companies

The Director's responsibility -

- i) the member has not required the Company to obtain an audit of its accounts for the year in question in accordance with Section 476, and
- ii) the director's acknowledge their responsibility for complying with the requirements of the Act with respect to accounting records and the preparation of Accounts

SIGNED



Mr A P Phipkin
DIRECTOR

DATE 23rd January, 2013

NOTES**1 ACCOUNTING POLICIES**

A summary of the principal accounting policies, all of which have been applied consistently throughout the year and the preceding year, is set out below

i) Basis of Accounting

The accounts are prepared under the historical cost conversion and in accordance with applicable accounting standards

ii) Financial Reporting Standard No. 8

As a subsidiary of the Omnicom Group Inc the Company has taken advantage of the exemption in Financial Reporting Standard No. 8 "Related party disclosures" not to disclose transactions with other members of the group headed by Omnicom Group Inc

2 SHARE CAPITAL

	31 st December 2012 £	31 st December 2011 £
Authorised 128,386,115 Ordinary Shares of 5p each	<u>6,419,305.75</u>	<u>6,419,305.75</u>
Authorised 50 Ordinary Shares of 0.005p each	<u>0.25</u>	<u>0.25</u>
Allotted 5 Ordinary Shares of 5p each	<u>0.25</u>	<u>0.25</u>
Allotted 35 Ordinary Shares of £0.005p each	<u>0.18</u>	<u>0.18</u>

3 ULTIMATE HOLDING COMPANY

The largest group in which the Company's results are included is the consolidated accounts of the ultimate parent company, Omnicom Group Inc, a company incorporated in the United States of America. These consolidated accounts are available to the public and may be obtained from Omnicom Group Inc, 437 Madison Avenue, New York, NY 10022, USA