

Companies Act 2006
Private Company Limited by Shares
Resolutions of the Sole Member

of

FCB EUROPE LIMITED
(the "Company")

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 12th July 2016, 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

THAT

"we hereby confirm that we agree to the exemption from audit of the individual financial accounts of the Company in respect of the financial year ending on 31 December 2015 pursuant to section 479A(2)(a) of the Companies Act 2006"

L Bean
Louise Bean, Company Secretary

Dated 12.07 2016

Ref LB/cosec
Interpublic Legal
C-Space, 37-45 City Road
London EC1Y 1AT

