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THE COMPANIES ACT 2006  
COMPANY LIMITED BY SHARES

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M&C SAATCHI SPORT  
& ENTERTAINMENT  
LIMITED

("the Company") \_

Company number 03306364

AGREEMENT OF THE MEMBERS

The Company is a subsidiary whose ultimate parent is M&C Saatchi PLC (05114893). We, the undersigned, being the only members for the time being of the Company hereby unanimously agree pursuant to section 479A of the Companies Act 2006, that the Company be exempt from an independent audit in respect to the period ending 31 December 2016.

SIGNED by...Jamie Hewitt.... )  
for and on behalf of )  
M&C SAATCHI (WORLDWIDE) LTD )  
Dated: .....01....JUNE.....2017

*Handwritten signature of Jamie Hewitt*

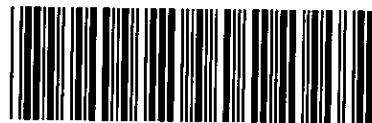
SIGNED by...Jamie Hewitt.... )  
for and on behalf of )  
M&C SAATCHI (PLC) LTD )  
Dated: .....01....JUNE.....2017

*Handwritten signature of Jamie Hewitt*

SIGNED by...JAMIE WYNN - MORGAN )  
Dated: .....01....JUNE.....2017

*Handwritten signature of Jamie Wynn - Morgan*

THURSDAY



A14 \*A6A3KGTS\* #183  
06/07/2017  
COMPANIES HOUSE