THE COMPANIES ACT 2006 PRIVATE COMPANY LIMITED BY SHARES

OMNICOM LATAM HOLDINGS LIMITED (the "Company")

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

WRITTEN RESOLUTION OF THE MEMBERS

CIRCULATION DATE TUESDAY, 1st AUGUST 2017 (the "Circulation Date")

In accordance with Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the Resolution be passed as a Special Resolution:-

Special Resolution

THAT the Company adopt the FRS 102 Reduced Disclosure Framework in its financial statements from 11th December 2015.

AGREEMENT TO THE RESOLUTION

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

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

Signature

Name

Number of shares held

Class of shares held

DAS Holdings Inc.

2

Ordinary Shares of BRL1.00 each

Date 1st August 2017

.../2

A22

#246

26/08/2017 **COMPANIES HOUSE** .../2

Signature

Name

Number of Shares held

Class of shares held

Date

ARQ

Omnicom EMEA Holdings Limited

69,617

Ordinary Shares of BRL1.00 each

1st August 2017

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 0207 298 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 Resolution, 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.

Company No. 9913612

THE COMPANIES ACT 2006 PRIVATE COMPANY LIMITED BY SHARES

OMNICOM LATAM SUBHOLDINGS LIMITED (the "Company")

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

WRITTEN RESOLUTION OF THE SOLE MEMBER

CIRCULATION DATE TUESDAY, 1st AUGUST 2017 (the "Circulation Date")

In accordance with Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the Resolution be passed as a Special Resolution:-

Special Resolution

THAT the Company adopt the FRS 102 Reduced Disclosure Framework in its financial statements from 11th December 2015.

AGREEMENT TO THE RESOLUTION

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

The undersigned, being the Sole Member of the Company who at the Circulation Date is eligible to vote on the Resolution, hereby adopts the Resolution:

Signature

Name Dominic Nagy, director, for and on behalf of

Omnicom LatAm Holdings Limited

Number of shares held 7,336

Class of shares held Ordinary Shares of BRL1.00 each

Date 1 August 2017

NOTES

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

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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.