

Company Number: 02999983

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF THE MEMBERS

of

M&C SAATCHI WORLDWIDE LIMITED

(the "Company")

Pursuant to chapter 2 of part 13 of Companies Act 2006, the following resolution (the "**Resolution**") is proposed by the directors as a special resolution and is first circulated to members of the Company on 17 January 2022 (the "**Circulation Date**").

SPECIAL RESOLUTION

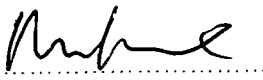

THAT £24,000,000.00 standing to the credit of the Company's share premium account be cancelled.

Please read the notes set out below before signing or taking any action on this resolution.

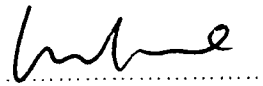

AGREEMENT OF THE MEMBERS

We, being the persons entitled to vote on the Resolution on the Circulation Date, irrevocably agree to the Resolution:

SIGNED by
for and on behalf of
M&C SAATCHI NETWORK LIMITED

) 
) 
)

SIGNED by
for and on behalf of
M&C SAATCHI PLC

) 
) 
)

NOTES

1. If you agree with the Resolution, please:
 - 1.1 sign this document above alongside your name or the name of the person on whose behalf you are authorised to act; and
 - 1.2 return the signed document (together with a copy of any authority under which you have signed it – see note 3 below) by one of the following methods:
 - 1.2.1 by delivery in person or by hand to Victoria Clarke, M&C Saatchi plc, 36 Golden Square, London, W1F 9EE;
 - 1.2.2 by attaching a scanned copy of the signed document in pdf (portable document format) to victoria.clarke@mcsaatchi.com; or
 - 1.2.3 by post to Victoria Clarke at the address at 1.2.1 above.

You should not return the document to any other person or address, whether such person's name and address is included in a document accompanying this document or otherwise. By returning the document as set out above you irrevocably confirm that any director of the Company is authorised at his sole discretion to deliver the document to the Company on your behalf and shall (until the date of delivery of such document to the Company) continue to hold the document as your agent and not as agent for the Company.

2. Unless by the end of the period of 28 days beginning with the Circulation Date sufficient agreement has been received by the Company for the Resolution to pass, it will lapse.
3. 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 or authority when returning this document, as set out in note 1.2 above.

Company Number: 02999983

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

PRINT OF WRITTEN RESOLUTION OF THE MEMBERS

of

M&C SAATCHI WORLDWIDE LIMITED

(the "Company")


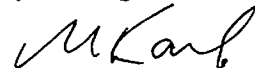
Passed on 17 January 2022

Pursuant to chapter 2 of part 13 of Companies Act 2006, the following resolution (the "Resolution") which was proposed as a special resolution, was duly passed in writing as a special resolution on the above date.

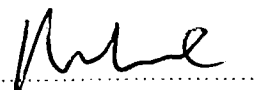
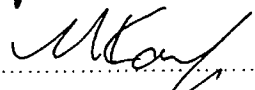
SPECIAL RESOLUTION

THAT £24,000,000.00 standing to the credit of the Company's share premium account be cancelled.

SIGNED by
for and on behalf of
M&C SAATCHI NETWORK LIMITED

) 
) 
)

SIGNED by
for and on behalf of
M&C SAATCHI PLC

) 
) 
)