

WPP Management Limited
("Company")
Registered number: 03166017

Written Resolution of the Company

The following resolution was passed pursuant to Chapter 2 of Part 13 of the Companies Act 2006 as resolutions by all the members of the Company for the time being entitled to receive notice of and to attend and vote at a general meeting of the Company:

SPECIAL RESOLUTION

THAT:

- a) the share capital of the Company as at the date of this resolution be reduced from £1,000 to £1 and such reduction shall be effected by cancelling and extinguishing 999 Ordinary shares of £1 each in the capital of the Company,
- b) the amount standing to the credit of the share premium account of the Company at the date of the passing of this resolution be and is hereby cancelled, and
- c) the reduction of the share capital and the cancellation of the amount standing to the credit of the share premium account of the Company shall be effected by applying the sums arising therefrom to the Company's distributable reserves.

... *S D Ray* ...
Director - WPP Management Limited

Dated: 20/1/2011

... *[Signature]* ...
Director - WPP Management Limited

Dated: 20/1/2011

