

THE COMPANIES ACT 2006

A LIMITED COMPANY HAVING A SHARE CAPITAL

RESOLUTION IN WRITING

of

EXPERIS GROUP LIMITED

Passed on 18 December 2015

In accordance with Section 288, Chapter 2, Part 13 of the Companies Act 2006 we, being the sole member of the Company who would, at the circulation date of this resolution, have been entitled to vote upon it if it had been proposed at a general meeting, pass the following resolution as an ordinary resolution

ORDINARY RESOLUTION

WHEREAS the Directors of the Company have recommended that the Company declare a cash dividend (the "Dividend") in the sum of £600,000

IT IS RESOLVED THAT

- (i) the declaration and payment of the Dividend be and is hereby approved,
- (ii) in full satisfaction of the Dividend, the Company be and is hereby directed to pay Manpower PLC

Signed



for and on behalf of Manpower PLC

THURSDAY



A15 31/12/2015 #41
COMPANIES HOUSE