

Company number: 04177804

THE COMPANIES ACT 2006

PRIVATE LIMITED COMPANY

WRITTEN RESOLUTION

OF

WPP MR OVERSEAS MEDIA HOLDINGS LIMITED

11 December 2023 (the **Circulation Date**)

In accordance with Chapter 2 of Part 13 of the Companies Act 2006 (CA 2006) and the articles of association of WPP MR Overseas Media Holdings Limited (the **Company**), the directors of the Company propose that the following resolution be passed as an ordinary resolution (the **Resolution**).

ORDINARY RESOLUTION

THAT, in accordance with section 551 of the CA 2006, the directors of the Company (or a duly constituted committee of the directors) (**Directors**) be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (**Rights**) up to an aggregate nominal amount of £100,000,000.00 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date falling five years from the date of the passing of this Resolution save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this Resolution has expired.

This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

AGREEMENT

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

The undersigned, being the sole person entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution:

Signed by Alexander Ashby

for and on behalf of

WPP Jubilee Limited


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Director

Date: 11 December 2023

EXPLANATORY NOTES FOR SHAREHOLDERS

1. If you wish to vote in favour of the Resolution please sign and date this document completing all details required in full and return it to the Company using one of the following delivery methods:
 - (i) **BY DOCUSIGN, ADOBE SIGN** or by such other electronic signature platform on which this Resolution has been circulated to members; or
 - (ii) **BY HAND:** by delivering a signed copy to The Legal Department at Sea Containers House, 18 Upper Ground, London, SE1 9GL.
2. If you do not agree to the above Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
3. Once you have signified your agreement to the Resolution, you may not revoke your agreement.
4. Unless, by the date that is 28 days after the Circulation Date, sufficient agreement has been received for the Resolution to be passed it will lapse. If you agree to the Resolution, please ensure that signification of your agreement reaches us before or on this date.
5. Sufficient agreement will have been reached to pass the ordinary resolution if eligible members (i.e., members who were entitled to vote at the time the Resolution is circulated) representing more than 50% of the total voting rights of eligible members signify their agreement to it.
6. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
7. 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.