WPP Group (UK) Ltd

(Company number 2670617)

21 February 2012

To The Registrar of Companies

Directors Statement - Reduction of Capital

In accordance with section 644(5) of the Companies Act 2006 (the Act), we, Paul Delaney, Chris Sweetland and Andrew Scott being all of the directors of the Company, confirm that the solvency statement dated 21 February 2012 was

- (a) made not more than 15 days before the date on which the special resolution approving the reduction of the Company's share capital was passed, and
- (b) provided to the Company's members in accordance with section 642(2) of the Act

Signed by all of the directors of the Company

Paul Delaney

Chris Sweetland

Andrew Scott

VEDNESDAY

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