



Press Release

WPP's offer for TNS Option relating to the European TAM business of TNS

Paris, 5 August 2008. Ipsos has granted WPP an option to require Ipsos to buy the TV audience measurement assets owned by Taylor Nelson Sofres plc ("TNS") in the European Union in the event that WPP's offer for TNS is successful.

The put option relates to certain TNS businesses, particularly the TV audience measurement activities that TNS operates alone or with partners in the European Union including Spain, Poland, Scandinavian and Baltic countries and the UK.

Provided both that WPP takes control of TNS and explicitly requests the sale, Ipsos will buy these activities, strengthening Ipsos MediaCT's presence in the segment.

Media audience measurement is an important business for Ipsos in several parts of the world, particularly Europe, the USA, Latin America and the Middle East. Its specialist unit Ipsos MediaCT – The Media, Content and Technology Research Specialists – has a presence in 25 countries. Ipsos operates either through multi-client contracts, or via inter-professional institutions like Audipresse in France and NRS (press), RAJAR (radio), BARB (TV) and POSTAR (outdoor advertising) in the UK.

The transaction is structured to include two main assets:

- All intellectual property owned by TNS in this field
- TNS' current TV audience measurement operations in the European Union.

If WPP exercises its option, Ipsos will have the right to buy these assets for an estimated consideration of €117m, which comprises €98m for the assets and €19m in respect of additional working capital and capital expenditures related to the BARB contract¹, subject to adjustment.

¹ According to the TNS press release dated March 3rd, 2008 such working capital and capital expenditures are estimated up to £15m.



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Nobody's Unpredictable

'Nobody's Unpredictable' is the Ipsos signature.

Our clients' clients are increasingly demanding. They change direction, change their views and preferences often and easily. We at Ipsos anticipate and meet those changes. We help our clients to understand their clients, to bring focus and clarity to even the most difficult situations. We understand the dynamics of their markets and we deliver the insight needed to give them the leading edge.

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