

Q4

INVESTOR NEWSLETTER

HIGHLIGHTS FROM OUR PARTNER NETWORK
KEY FINANCIAL HIGHLIGHTS
CORPORATE ACTIVITY
FACT SHEET

2015

The best time to reinvent advertising is now.

NICK DEAN
CEO, KBS Canada



HIGHLIGHTS FROM OUR PARTNER NETWORK



KICKING OFF THE HOLIDAY SHOPPING SEASON WITH A MAGICAL ADVENTURE

72andSunny, Target

In the U.S., the first day of November marks the two-month journey through lights, feasts, shopping and eventually, the big day. While most retailers focus their efforts primarily on Christmas, Target and 72andSunny told a different kind of story, focused on the metaphorical journey families go through all year long – an adventure story. Merging shopping and storytelling into an imagination-fueled world, 72andSunny created ‘The Holiday Odyssey’, an ongoing narrative depicting the epic of three real-life kids on their quest to re-light a massive tree, with cameo appearances from Minions, Lego people, ninja turtles, Barbie and Elmo.

The adventure unfolded throughout the holiday season in a fully integrated campaign. In broadcast, five videos were released to coincide with cultural moments from the tree lighting, presents shipping out and a massive Thanksgiving feast. Even retail promotions were brought into the story through social, broadcast and in-store. The holiday news team (Barbie, Ken and Gingerbreadington) forecasted daily deals all season long. The adventure continued online with an animated storybook that synced up with broadcast for a second screen experience, narrated by Neil Patrick Harris.

Finally, as Christmas Eve arrived and the season came to an end, each channel in the campaign led to the story’s integrated finale. The response to the campaign was huge – it marked the most positively received Target holiday campaign ever: 2.5 billion impressions, 84% positive sentiments, and 19,000 hours spent on the site.



PROMOTING GOOD VIBES FOR THE HOLIDAY SEASON

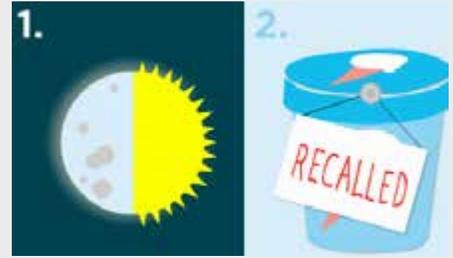
Allison+Partners, Viber

Viber relies on its global PR agency – Allison+Partners – to be quick and nimble. This is especially true when it comes to leveraging timely media opportunities.

This past holiday season, Viber tasked the Allison+Partners UK team to create ‘feel-good awareness’ at a Christmas event hosted by singer Pixie Lott. The goal was to promote Viber’s ‘Good Vibes’ message while helping to raise awareness for Rays of Sunshine, a local charity that grants wishes to children living with serious or life-limiting illnesses. With that said, the team had a week’s notice to achieve their goals!

Allison+Partners handled coordination efforts alongside Viber, two external agencies and the charity to determine what success looked like, ensuring all parties were aligned with initiative goals. The biggest challenge aside from timing was the fact only two media interviews were approved to be executed on-site.

With only a few short days, the team pitched and secured opportunities with two, major media outlets, which received additional event pick-up on both Yahoo! News and AOL. Overall, the team achieved over 85 million impressions. Viber was elated with the results and the manner in which the Allison+Partners team leveraged an influencer to help maintain cultural relevance, while dually raising awareness for an amazing and impactful charitable local organization.



BIGGEST FOOD STORY OF 2015: DID SOMEONE SAY BREAKFAST?

Hunter PR

In a year when headlines featured a major ice cream brand recall, an expanding western U.S. drought impacting crops, and efforts to phase out artificial flavors and ingredients, Americans felt the top food news story of the year was breakfast menu innovation and the expansion of fast food breakfast menu items to more times of day.

Hunter PR, one of the nation’s leading food and beverage public relations agencies, commissioned a study to determine the nation’s top food news stories of the year since 2003. For the past three years, the study has been conducted in partnership with Libran Research & Consulting, which surveyed more than 1,000 Americans between October 28 to November 2, 2015 and asked respondents to select their top three food stories from the 12 months ending October 2015. This year, the No. 1 story was the evolving fast food breakfast landscape, illustrated by headlines touting McDonald’s new all-day breakfast menu as well as breakfast innovation at Taco Bell.

In the food news survey’s 13-year history, only three other fast food stories have ever made it into the top 10. Yet, in an unusual twist, three of this year’s top 10 stories revolved around the fast food industry: Domino’s new emoji ordering option, developed by CP+B, ranked as No. 7, and the availability of alcohol at fast food locations, such as some Starbucks and Taco Bell locations, came in at No. 9. Food issues were still heavily featured on this year’s top 10 results – the recall of Blue Bell ice cream due to listeria issues ranked No. 2 on the survey while the No. 3 story was the expanding impact on the food industry of the drought in the western United States, which had ranked as last year’s top story.

For additional details and to view the full press release, [click here](#).

**HIGHLIGHTS FROM OUR
PARTNER NETWORK**

72andSunny/Carl's Jr.



CP+B/Kraft

Anomaly/Lyst



Q4 NEW BUSINESS

These select account wins contributed to \$27.4 million of net annualized revenue:*

American Airlines

CP+B

Bollé and Serengeti

Kwittken

Animal Humane Society

Yamamoto

Fox Home Entertainment

Allison+Partners

New York Life

Anomaly

BetStars

CP+B

Embraer Executive Jets

HL Group

Hershey's

Anomaly

Nestlé (coffee brands)

Doner

Florida's Natural Growers

Exponent PR

Partnership for Drug-Free

Canada

Union

* Includes select wins in the public domain.

HIGHLIGHTS FROM OUR PARTNER NETWORK



AWARDS

Mashable names CP+B as **Digital Marketing Innovator of the Year** At **Mashable's Mashies Awards**, celebrating the very best in digital, Exponent PR took home an award for its work with Land O'Lakes while CP+B won two awards for Domino's and Hotels.com

72andSunny snagged 4 of the **Top 10 Ads** by Digital Share of Voice, for its ads for Guitar Hero, Truth (along with Assembly), and Samsung

Silicon Valley Business Journal named Y Media Labs as #10 on its list of the **50 Fastest Growing Private Companies**

72andSunny's John Boiler was named a finalist for **Agency Marketer of the Year** for the 2015 iMedia Agency Awards

Doner won **best TV campaign** and best print campaign at the D Show

BMIR took home **three Platinum, three Gold and three Honorable Mentions** at the Marcom Awards

Concentric won **Print Campaign of the Year**, Bronze for Community Outreach at the Modern Healthcare IMPACT Awards

CP+B's print campaigns for KRAFT Star Wars and Mission 22 were winners in **Communication Arts Advertising Annual**, while KBS also won for its BMW TV spot

Mono's spot for Target made **SHOOT Online's list of the top 10 music tracks** for Fall 2015

72andSunny's Guillermo Vega was named to **Adweek's list of the 50 Vital Leaders in Tech, Media and Marketing**

Hunter Public Relations took home two **PR News Digital PR awards** with wins in the Facebook Communications and Mobile Communications categories

72andSunny won a gold in **Best Cinematography for Samsung** at the British Arrows Craft Awards

Advertising Age released its annual list of the **50 Best Places to Work**, with 72andSunny taking the #8 spot and Colle+McVoy at #26

Exponent PR was named as one of this year's **Best Places to Work in Public Relations** by PRNews

Colle+McVoy earned a spot on Outside Online's list of **The 100 Best Places to Work in 2015**

The Media Kitchen was named as **Mobile Agency of the Year** by MediaPost

Kingsdale's Wes Hall earned a **#42 spot on Canadian Business Magazine's Power 50 list**

Adweek released the **20 Most Viral Ads of 2015**, with Anomaly's Budweiser Super Bowl ad coming in at #5

At the **ADCC's Directions 2015 Awards**, Anomaly won Gold for ShockTop

HL Group was awarded **four Golds, five Silvers and three Bronzes** for its work on a range of client initiatives by the Hospitality Sales and Marketing Association International

72andSunny was named as one of the **25 Most Disruptive Brands** of 2015

CP+B won five awards at the **Eurobeast Festival of European Creativity**, including a Gold for its Carlsberg "Beer Beauty" campaign

Adweek released its list of the **10 Most Watched Ads on YouTube** of 2015, with Anomaly's Budweiser "Lost Dog" and 72andSunny's "Unfollow" for Adidas earning top spots

CP+B's Domino's Pizza Emoji took the **#1 spot in Advertising Age's Top Ten Emoji Campaigns of 2015**

Adweek and Fast Company named Bruce Mau Design's logo redesign for Sonos as one of the **Hottest Trends That Drove the Best Advertising In 2015**

The New York Observer released its annual power lists with HL Group recognized as a **Top Fashion PR firm** while Kwittken was identified as one of the city's emerging "power players" in its **"The Next 10"** list, and Allison+Partners was named to its **2015 PR Power PR 50 list**

The Drum revealed its New Year Honours with 72andSunny named as **Agency of the Year** and Anomaly as **Creative Agency of the Year** while 72andSunny's Juan Carlos Pagan was one of the **Top Trailblazers**

Forbes released its list of the **30 Under 30** who are transforming the business of marketing, which honored KBS's Hudson Sullivan

Advertising Age gathered the results from the most distinguished global awards shows to rank the industry's most celebrated advertisers, agencies, campaigns, creative and more and – a testament to all of our Great Talent across the network – **MDC Partners took the #8 spot in the list of Agency Companies**

**We have a very simple hiring philosophy...
you just have to be great and nice.**

BARRY LOWENTHAL

President, The Media Kitchen



Q4 2015 KEY FINANCIAL HIGHLIGHTS

ORGANIC REVENUE ⁽¹⁾
GROWTH OF 7.2% IN Q4

NET NEW BUSINESS
\$27.4 MILLION IN Q4

ADJUSTED EBITDA
+26.6% TO \$65.6 MILLION
IN Q4

ACHIEVED 2015
FINANCIAL GUIDANCE*

FULL YEAR PERFORMANCE

+ 7.1%

Organic revenue ⁽¹⁾ increased 7.1%

+ 8.4%

Reported revenue increased to \$1.33 billion from \$1.22 billion, an increase of 8.4%

+ 10.2%

Adjusted EBITDA⁽²⁾ increased 10.2% to \$197.7 million from \$179.4 million with margins at 14.9%

\$116.7 Million

Net annualized new business revenue won in 2015

Q4 Conference Call Replay

A recording of the conference call will be available until 9:00 am (ET) on February 26, 2016, by dialing [1-412-317-0088] or toll free [1-877-344-7529] (passcode: 10080858) or by visiting www.mdc-partners.com.

2016 Guidance*

	2015 Actuals	2016 Guidance	Implied Year Over Year Change
Revenue	\$1.1326 billion	\$1.410 to \$1.440 billion	+6.4% to +8.6%
Adjusted EBITDA ⁽²⁾	\$197.7 million	\$225 to \$235 million	+13.8% to +18.9%
Implied EBITDA Margin	14.9%	15.8% to 16.4%	+90 to +150 basis points
Adjusted EBITDA Available for General Capital Purposes ⁽³⁾	\$113.4 million	\$135 to \$145 million	+19.0% to +27.9%

Summary Financial Statement Data

\$ in millions, except per share data		12 months ended December 31, 2014	3 months ended December 31, 2015	12 months ended December 31, 2015
Operating Data	Total Revenue	\$1,223.5	\$359.0	\$1,326.3
	Organic Revenue Growth ⁽¹⁾	+10.8%	+7.2%	+7.1%
	Adjusted EBITDA ⁽²⁾	\$179.4	\$65.6	\$197.7
	Net Loss	(\$24.1)	(\$26.2)	(\$37.4)
	Adjusted EBITDA Available for General Capital Purposes ⁽³⁾	\$98.8	\$44.5	\$113.4
Balance Sheet Data	Cash and Cash Equivalents	\$113.3	\$60.5	\$60.5
	Total Long-Term Debt	\$743.1	\$741.5	\$741.5
Other Data	Closing Price (NASDAQ: MDCA)	\$22.72	\$21.72	\$21.72
	Wtd. Average Diluted Shares Outstanding	49.5	50.0	49.9

⁽¹⁾ Organic revenue growth is a non-GAAP measure that refers to growth in revenues from sources other than acquisition or foreign exchange impacts.

⁽²⁾ Adjusted EBITDA is a non-GAAP measure, and represents operating profit plus depreciation and amortization, stock-based compensation, acquisition deal costs, deferred acquisition consideration adjustments, profit distributions from affiliates, and other items.

⁽³⁾ Adjusted EBITDA Available for General Capital Purposes is a non-GAAP measure, and represents funds available for repayment of debt, acquisitions, deferred acquisition consideration, dividends, and other general corporate initiatives.

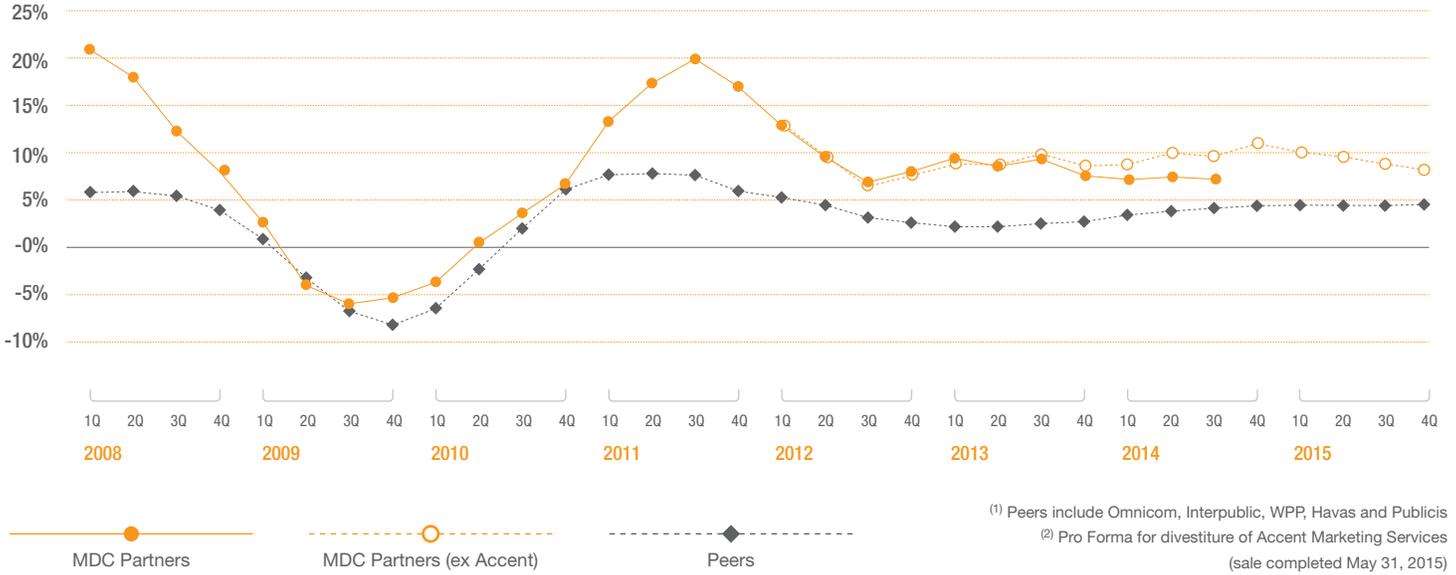
Note: A reconciliation of non-GAAP to US GAAP reported results has been provided by the Company in the tables included in the earnings release issued on February 18, 2016. Figures exclude discontinued operations.

* As of February 18, 2016.

Q4 2015 KEY FINANCIAL HIGHLIGHTS

MDC Partners vs. Peers

Trailing 12 Month Organic Revenue Growth



MDC Global Network

UNITED STATES

- Allison+Partners
- Anomaly
- Antidote 360
- Attention
- Assembly
- Bruce Mau Design
- Civilian
- Colle+McVoy
- Concentric
- CP+B
- Doner
- EnPlay
- Exponent PR
- Gale Partners
- Hello Design
- HL Group
- Hunter PR
- KBS
- Kingsdale
- Kwittken
- Laird+Partners
- LBN
- Luntz Global
- mono Advertising
- Northstar
- Redscout
- Relevant
- Hudson Media
- Rumble Fox
- Sloane & Company
- Source Marketing
- 72andSunny
- TEAM
- The Media Kitchen
- Trade X
- Unique Influence
- VITRO
- Varick Media Management
- Yamamoto
- Y Media Labs

CANADA

- 6 Degrees
- Anomaly
- Attention
- BOOM! Marketing
- Bruce Mau Design
- BMIR
- Gale Partners
- KBS
- Kenna
- Kwittken
- Kingsdale
- Northstar
- Tatt2 Media
- Union
- Veritas

UK/EUROPE

- 72andSunny
- Albion
- Allison+Partners
- Anomaly
- CP+B
- Doner
- Hunter PR
- KBS
- Kwittken
- Northstar
- Path Worldwide
- Redscout

ASIA

- Allison+Partners
- Anomaly
- CP+B
- Gale Partners
- KBS
- Y Media Labs

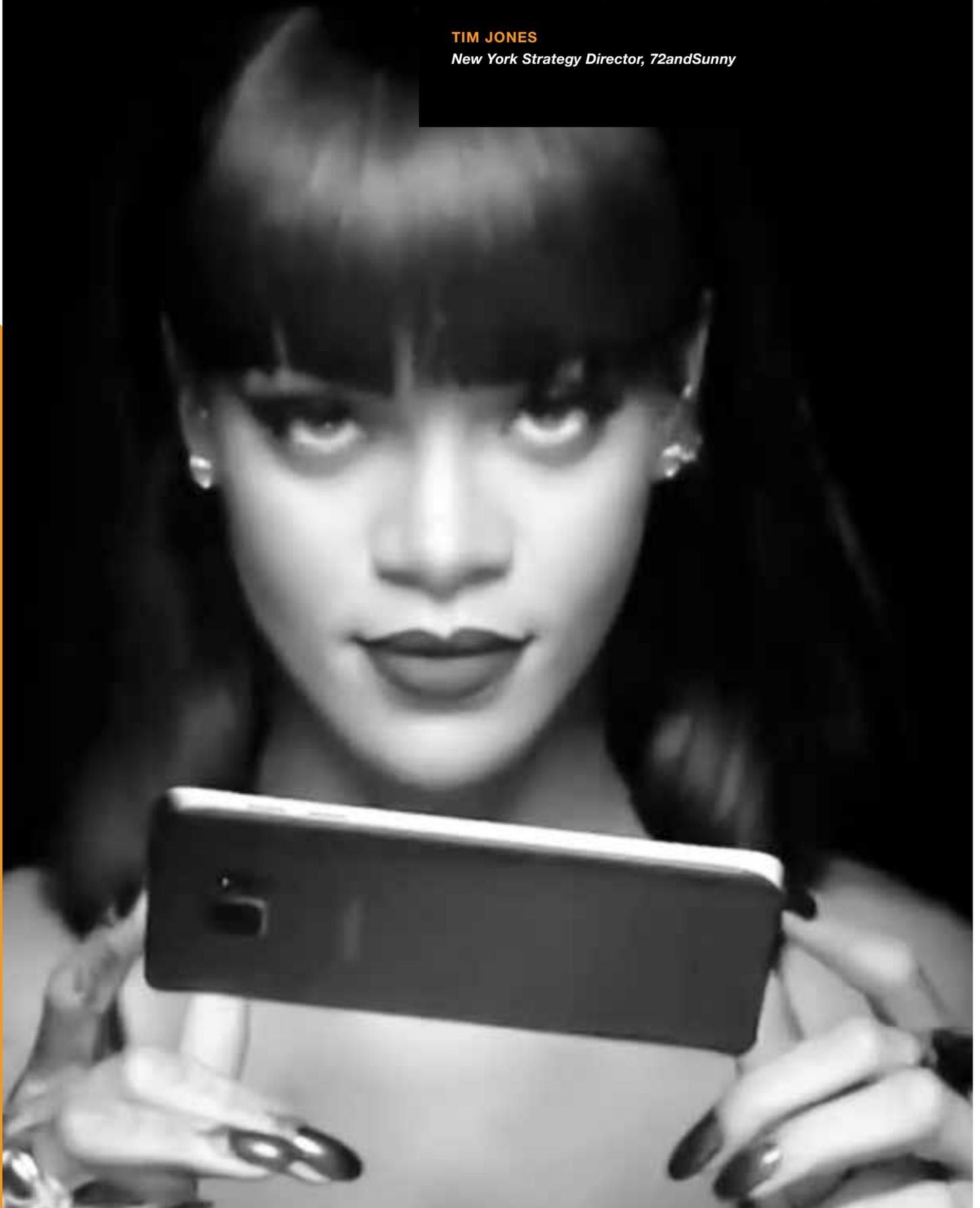
SOUTH AMERICA

- CP+B

**When an idea is at your desk it's yours,
but when it's up on the wall, it's everybody's**

TIM JONES

New York Strategy Director, 72andSunny



**MDC PARTNERS
CORPORATE ACTIVITY**



Anomaly/Johnnie Walker



RECENT EVENTS

11/10/15
Wells Fargo TMT Conference
New York, NY

11/11/15
RBC Tech, Internet & Media
Conference
New York, NY

11/12-11/13/15
Morgan Stanley European
TMT Conference
Barcelona, Spain

11/19/15
Goldman Sachs US
Emerging & SMID Cap
Growth Conference
New York, NY

12/07/15
UBS Global Media &
Communications Conference
New York, NY

12/10/15
Wedbush California Dreamin'
Conference
Santa Monica, CA

01/06/16
Citi Internet, Media &
Telecommunications
Conference
Las Vegas, NV

UPCOMING EVENTS

02/24/16
Jefferies Media &
Communications Conference
New York, NY

02/29-03/01/16
JP Morgan Global High Yield &
Leveraged Finance Conference
Miami Beach, FL

03/07-03/08/16
DB Media, Internet & Telecom
Conference
Palm Beach, FL

Additional information about MDC investor events
is available at www.mdc-partners.com.

MDC PARTNERS CORPORATE ACTIVITY



Laird+Partners/Tom Ford



KBS/The Keg

STRATEGIC PARTNERSHIP WITH UNIQUE INFLUENCE

MDC Media Partners has acquired Unique Influence, an Austin, TX-based digital media buying agency with deep expertise in social, mobile and search marketing. Founded in 2011, Unique works with clients in the areas of ecommerce, gaming and apps, and lead generation, and is a leader in effective cross-channel advertising and attribution. The partnership with Unique, which will be part of MDC Media Partners, our umbrella media group that includes Assembly, Varick Media Management, EnPlay, TradeX and The Media Kitchen, bolsters our media offering's digital capabilities while offering a growth platform for Unique Influence to further accelerate its business.

MDC CARES UPDATE

MDC Cares spent an afternoon at Harlem RBI, visiting with 9th and 10th grade students at the organization's newly opened DREAM Charter School and four MDC team members travelled to Orlando, FL to join forces with Dreamflight, an organization that gives children facing serious illness the trip of a lifetime. In addition, MDC Cares and our extended partner network teamed up once again for the Westside YMCA's annual Fit For All 5K. 141 of the MDC Partners family, friends and agency partners representing 72andSunny, Assembly, Concentric, HL Group, KBS, Kwittken, Luntz Global and The Media Kitchen hit the course to show their support of the fight against childhood obesity. Lastly, MDC spent a day with the inspiring women of Step Up, an organization dedicated to propelling girls from under-resourced communities to fulfill their potential by empowering them to become confident, college-bound, career-focused, and ready to join the next generation of professional women.

At our partner agencies this quarter, Doner and Bellefaire JCB helped spread the message about teen homelessness with a pop-up shop in Cleveland, Mono launched a social campaign on behalf of Children's Hospital of Minnesota, Hello Design helped launch Charitable Giving on Facebook to help nonprofits raise funds and awareness to support their causes, and Anomaly announced the return of MyMusicRX's Bedstock, the flagship program of Children's Cancer Association that features in-hospital bedside sing-a-alongs led by famous musicians. The kbs+ Cares team raised \$4,700 on behalf of the Making Strides Against Breast Cancer Research fund and Attention worked with The Advertising Club to kick off the #imPARTofDIVERSITY campaign, a diversity movement driven by the industry while Concentric was profiled in Healthcare Marketer's Exchange Humanitarian issue which recognized the agency's mission to support charitable efforts, both locally and worldwide, to improve the health experiences of others. In other news, Doner UK and Invisalign created #RealSmile, a global

social campaign for World Smile Day to help raise money for Operation Smile, Allison+Partners and Concentric teamed up to support the efforts of the e-NABLE Foundation, a global network of passionate volunteers using 3D printing to give the world a 'helping hand' and kbs+ unveiled a new campaign to fund ALS research, which received extensive coverage to high praise.



MDC PARTNERS CORPORATE ACTIVITY



MDC PARTNERS APPOINTS LARRY KRAMER AND ANNE MARIE O'DONOVAN TO BOARD OF DIRECTORS

On February 18, 2016, MDC Partners announced today that Larry Kramer and Anne Marie O'Donovan have been elected to its Board of Directors, effective March 1, 2016. Kramer was the founder, Chairman and CEO of MarketWatch Inc., past President and Publisher of USA Today, and presently serves as Chairman of the board of TheStreet, Inc. and on the Board of Gannett. O'Donovan is the past Executive Vice President of Scotiabank and a longtime partner at Ernst & Young, and presently serves on the board of Indigo Books and Music. With these additions, MDC has enhanced the expertise and independence of its board, demonstrating its ongoing commitment to the highest standards of corporate governance. "We are thrilled to have bolstered our board with the addition of these two talented and experienced independent directors," said Scott Kauffman, Chairman & CEO of MDC Partners. "Larry has been one of the pioneers in digital media since the dawn of the internet, with decades of leadership experience as an executive and board member of private and public companies, and will be a great strategic advisor to MDC. Anne Marie is one of Canada's most accomplished executives, and brings an excellent track record of experience in financial services, governance and risk management. I look forward to continuing to build on these important steps with additional director appointments in the months ahead."

Kramer brings to the MDC Board of Directors unmatched experience in building consumer media brands that leverage emerging digital technology and in helping established media properties navigate the shifting consumer landscape. In founding and running MarketWatch Inc. through its IPO in 1990 and later sale to Dow Jones in 2005, Kramer built a leading financial media brand that endures to this day. He then became the first president of CBS Digital Media, where he created a new Digital Media division encompassing all new media operations for the network, including online, interactive and wireless initiatives. While at the helm of USA Today, Kramer helped drive the newspaper into the digital era by modernizing its content and distribution model. He has also proven to be a valuable advisor to a diverse range of consumer-oriented media and technology companies.

O'Donovan is an experienced strategic senior executive, public company board member, and CPA, with over 30 years of Canadian and global financial services industry expertise. She brings in-depth knowledge in the areas of executive leadership, risk management, regulatory, governance, financial management, technology, operations and internal audit. Most recently she served as Executive Vice President and Chief Administrative Officer for Global Banking and Markets of Scotiabank, a leading financial services provider that operates in over 55 countries with 89,000 employees worldwide, and prior to that had a long, distinguished career at Ernst & Young as Partner.

Anomaly/MLB



**A PARTNER COMPANY
NOT A PARENT COMPANY**

MDC Partners is one of the fastest-growing and most influential marketing and communications networks in the world. Its 50+ advertising, public relations, branding, digital, social and event marketing agencies are responsible for some of the most memorable and engaging campaigns for the world's most respected brands. As "The Place Where Great Talent Lives," MDC Partners is known for its unique partnership model, empowering the most entrepreneurial and innovative talent to drive competitive advantage and business growth for clients. By leveraging technology, data analytics, insights, and strategic consulting solutions, MDC Partners drives measurable results and optimizes return on marketing investment for over 1,700 clients worldwide.

MDC PARTNERS FACT SHEET

NOTABLE AWARDS

Advertising Age

72andSunny
*Agency of the Year (2012);
Most Viral Agency of the
Year (2014)*

Anomaly
*Most Viral Super Bowl Ad
(2014)*

CP+B
*Agency of the Decade
(2010); Top 15 Campaigns
of the 21st Century (3X)*

Adweek

72andSunny
Agency of the Year (2013)

KBS
*Project Isaac Awards (2014),
2 Gold*

Advertising Federation's Hall of Fame

CP+B's Chuck Porter (2015)

Cannes Lions

CP+B
Titanium (2015) (Domino's)
72andSunny
*Gold (2015) (Samsung);
Gold (2014) (Samsung)*

Anomaly
*Gold (2014) (Dick's Sporting
Goods)*

MDC Various
Five Grand Prix (2012)

Creativity A-List

72andSunny
*Innovators of the Year
(2014) (2015); Agency of the
Year (2013)*

Anomaly
*Innovators of the Year
(2015); Agency of the Year
(2013)*

The Delaney Report

Doner
Agency of the Year (2013)

EFFIES

72andSunny
*Gold (2014) (Activision);
Silver (2014) (Samsung);
Grand Prix, Gold (2013)
(Activision)*

Anomaly
Silver (2014) (Bud Canada)

CP+B
*Gold (2013) (Kraft); Gold
(2013) (Amex); Gold (2012)
(Baby Carrots)*

EMMYS

CP+B
*Late Night with Jimmy
Fallon (2014)*

Anomaly
Avec Eric (2011)

Fast Company

72andSunny
*World's 50 Most Innovative
Companies (2015)*

The Holmes Report

Allison+Partners
*Grand North American
Agency of the Year (2014);
Most Innovative Agency
(2015)*

Kwittken
*Small Agency of the Year
(2014)*

Veritas
*Canadian Consultancy of
the Year (2014)*

Hunter PR
*Consumer Agency of the
Year (2014)*

Sloane & Company
*Corporate Agency of the
Year (2015); Crisis Agency
of the Year (2012)*

Jay Chiat Awards for Strategic Excellence

72andSunny
Grand Prix (2013)

Med Ad News

Concentric
Agency of the Year (2015)

Medical Market & Media Magazine

Concentric
Top 100 Agencies (2014)

ONE Show

Anomaly
Gold (2014) (Budweiser)

72andSunny
Gold (2014) (Samsung)

KBS
*Automobile Advertising of
the Year (2013) (BMW)*

Ogilvy Awards

CP+B
*Grand Prix (2011)
(Domino's)*

PRSA

Exponent PR
*Industry Campaign of the
Year (2014) (Medtronic)
(DuPont)*

PRWeek

Allison+Partners
*Technology Campaign of
the Year (2014) (Dropbox);
Midsize Agency of the Year
(2015)*

Exponent PR
*Small Agency of the Year
(2015)*

YouTube

CP+B
*Ad of the Decade (2015)
(Turkish Airlines)*

Global Leadership

Scott L. Kauffman

Chairman & CEO

David Doft

CFO

Bob Kantor

Chief Marketing & Business Development Officer

Partners

6 Degrees	Kwittken
72andSunny	Laird+Partners
Allison+Partners	Luntz Global
Anomaly	MDC Media Partners
Antidote 360	Assembly
BOOM! Marketing	EnPlay
Bruce Mau Design	LBN
Bryan Mills Iradesso	Trade X
Civilian	Unique Influence
Colle+McVoy	Varick Media Management
Concentric	mono
CP+B	Northstar Research
Doner	Path Worldwide
Exponent PR	Real Interactive
Gale43	Redscout
Hello Design	Relevant
HL Group	Sloane & Company
Hudsun Media	Source Marketing
Hunter PR	TEAM
KBS	Union
Albion	Veritas
Attention	VITRO
Kenna	Yamamoto
The Media Kitchen	Y Media Labs
Rumble Fox	
Kingsdale	

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Company Securities

MDC Partners' Class A
Shares are publically traded
on NASDAQ under the
symbol "MDCA"

Additional Information

Additional information is
available on our corporate
website at mdc-partners.com

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Forward Looking Statements & Other Information

This presentation, including our “2015 Guidance Outlook”, contains forward-looking statements. The Company’s representatives may also make forward-looking statements orally from time to time. Statements in this presentation that are not historical facts, including statements about the Company’s beliefs and expectations, earnings guidance, recent business and economic trends, potential acquisitions, and estimates of amounts for redeemable noncontrolling interests and deferred acquisition consideration, constitute forward-looking statements. These statements are based on current plans, estimates and projections, and are subject to change based on a number of factors, including those outlined in this section. Forward-looking statements speak only as of the date they are made, and the Company undertakes no obligation to update publicly any of them in light of new information or future events, if any.

Forward-looking statements involve inherent risks and uncertainties. A number of important factors could cause actual results to differ materially from those contained in any forward-looking statements. Such risk factors include, but are not limited to, the following:

- risks associated with the subpoena and ongoing SEC investigation and related securities litigation claims;
- risks associated with severe effects of international, national and regional economic downturn;
- the Company’s ability to attract new clients and retain existing clients;
- the spending patterns and financial success of the Company’s clients;
- the Company’s ability to remain in compliance with its debt agreements and the Company’s ability to finance its contingent payment obligations when due and payable, including but not limited to those relating to redeemable noncontrolling interests and deferred acquisition consideration;
- the successful completion and integration of acquisitions which compliment and expand the Company’s business capabilities; and
- foreign currency fluctuations.

The Company’s business strategy includes ongoing efforts to engage in material acquisitions of ownership interests in entities in the marketing communications services industry. The Company intends to finance these acquisitions by using available cash from operations and through incurrence of bridge or other debt financing, either of which may increase the Company’s leverage ratios, or by issuing equity, which may have a dilutive impact on existing shareholders proportionate ownership. At any given time the Company may be engaged in a number of discussions that may result in one or more material acquisitions. These opportunities require confidentiality and may involve negotiations that require quick responses by the Company. Although there is uncertainty that any of these discussions will result in definitive agreements or the completion of any transactions, the announcement of any such transaction may lead to increased volatility in the trading price of the Company’s securities.

Investors should carefully consider these risk factors and the additional risk factors outlined in more detail in the Annual Report on Form 10-K under the caption “Risk Factors” and in the Company’s other SEC filings.