


Q2

INVESTOR NEWSLETTER

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

2014



**WE REIMAGINE THE
WORLD THROUGH
TECHNOLOGY AND
INNOVATION-DRIVEN
DISRUPTION**

**MILES NADAL
CHAIRMAN & CEO**

72andSunny/Samsung

HIGHLIGHTS FROM OUR PARTNER NETWORK



Reviving a Cultural Phenomenon

Doner, AutoTrader

To highlight AutoTrader.com's new mobile app which helps customers find their perfect car, Doner enlisted the original actors from "The Dukes of Hazzard." The action-packed 'Find Your Car Your Way' advertising campaign (the largest in the company's 16-year history) reprises the original elements of the hit show. While Bo and Luke Duke outrun the Sheriff and jump through barns, they realize they're in need of new wheels. The Dukes boys utilize AutoTrader.com's new, personalized mobile shopping tools to shop for and find the perfect car for their future adventures.

Leveraging the cultural phenomenon that is the "The Dukes of Hazzard", the high-energy, engaging campaign resulted in AutoTrader's best June in the company's history. Furthermore, AutoTrader.com now has the largest mobile audience of any third-party automotive website. The work continues to generate massive buzz from consumers across the country, and was celebrated by publications as varied as The New York Times, Adweek and Mobile Marketer, among others.



Using Social to Reposition a Classic Brand

CP+B, Kraft Foods

After a five-year TV hiatus, Kraft Foods brand A.1. Steak Sauce, which has been associated with red meat for decades, greeted TV viewers with a new, simpler name – A.1. Sauce – and a broader positioning. At a time when beef's popularity is on a steady decline and the consumption of other meats is rising, CP+B created the suggestive "For Almost Everything, Almost" campaign to showcase the brand's strategic shift. A humorous two-minute online video gives the brand a Facebook personality, one whose friends include a wide variety of foods – fish, green beans and quinoa. The video recaps the dramatic story of A.1. and Steak's turbulent romantic relationship as told through their respective Facebook personas and status updates, capturing a soap opera plot. The message: while A.1. still goes with steak, it is no longer a monogamous relationship.

The humorous video, "New Friend Request" earned 1.3 million views at launch, and continues to gain impressive traction for the new brand positioning.



Restoring Levity to the Spirits Category

72andSunny, Smirnoff

As competitor brands continue to go to great lengths to tout the complex origins and formulas in their spirits products, 72andSunny and world's largest vodka brand Smirnoff sought to restore some levity to the category with the launch of a new global campaign, 'Exclusively for Everybody.' The ads use humor to combat the pretense of social exclusivity that has permeated the category, offering consumers a fresh voice, and highlighting the brand's strength as a great quality vodka for the masses.

With most of the brand equity work in prior years centered around promoting events, the campaign marked Smirnoff's return to TV. The fully-integrated effort, which showcases some of TV's hottest talent – Alison Brie of "Community" and "Mad Men", and Adam Scott of "Parks and Recreation" – also includes out of home, digital and a national partnership with Spotify, along with a sweepstakes to win one of four "epic house parties."



Reinventing the Banner Ad Through Native Advertising

mono, Honeywell

To launch Honeywell's newest product – the first smart thermostat with voice control – the brand was ready to reclaim the lead in innovation. Building on the insight that the product is "built to listen," mono featured "Mad Men's" John Slattery in a reinvention of the banner ad, with John reading aloud the most entertaining, thought-provoking innovation-themed stories across news sites.

The campaign produced banner results, with interaction rates, web traffic, and listening times so far above the industry standard that mono was asked to turn the campaign into a national TV spot, which went on to gain critical acclaim in its own right.

CUSTOM RESEARCH:

Understanding the Alchemy of Influencer Marketing

*Northstar Research/
Veritas Communications*

In June, Northstar Research partnered with sister agency Veritas Communications on a study to explore Canadians' proclivity for switching preferred brands and services, and the sources and channels that inspire those decisions. The research revealed that brand loyalty is being deeply challenged throughout Canada, with 74% of respondents reporting switching away from one of more of their "preferred" brands in the past year, and 69% indicating that they plan to switch in the coming year.

In the context of this dramatic challenge in a saturated market, and with the proliferation of social media in today's connected world, the study unveiled the increased importance of influencers – trusted voices such as friends, family, experts and bloggers who who can serve as essential advocates for inspiring and attracting consumers. For marketers, the study also highlighted the potential benefits of new strategies and an opportunity to co-create with consumers.



HIGHLIGHTS FROM OUR PARTNER NETWORK

Q2 New Business Wins

Key account wins solidified \$53.7 million of net annualized new revenue for this quarter, including:

TE Connectivity
kbs+

ADT
Doner

Bellisio Foods
Colle+McVoy

Samsung Printers
Yamamoto

ACH Foods
Doner

Kaplan University
VITRO & Attention

Sunwing Travel
Veritas, HL Group

BMW 7 Series
kbs+

Mondelez International
CP+B Brazil

Carrera
Anomaly

Awards

At The Holmes Report's annual **SABRE awards**, MDC PR partners took home 9 top honors with Allison+Partners, Kwittken and Veritas named as Midsize, Small and Canadian Agency of the Year, respectively, and Allison+Partners winning the highly coveted Grand North American Agency of the Year award. In addition, Exponent PR, Allison+Partners and Kwittken were all recognized for their exceptional client work.

At the **Cannes Lions** International Festival of Creativity, MDC partner agencies were awarded in the following categories:

Cyber

Silver: 72andSunny, Google

Bronze: 72andSunny, Google

Promo & Activation

Bronze: VITRO, ASICS

Public Relations

Bronze: HL Group, Mattel for Barbie

Media

Silver: 72andSunny, Samsung

Film Craft

Gold: Anomaly, Dick's Sporting Goods

Film

Bronze: CP+B, Jello

3 Bronzes: CP+B, Hotels.com

Branded Content & Entertainment

Gold: 72andSunny, Samsung

Silver: 72andSunny, Samsung

Laird+Partners won 3 golds at the **Clio Image Awards**

At the annual **Ex Awards**, BOOM! and TEAM each won a gold

Medical Marketing & Media Magazine named Concentric Health Experience as one of the top agencies of 2014

At the **PRSA Silver Anvil Awards**, Exponent PR received a Silver Anvil, 3 Bronze Anvils and 4 Awards of Excellence, while Allison+Partners won 2 Silvers and an Award of Excellence

kbs+'s Lori Senecal was named to **AdAge's** 2014 List of Women to Watch

At the 18th Annual **Webby Awards**, CP+B and 72andSunny took home 5 awards

At the **ONE Show Awards**, championing excellence in advertising and design, MDC partner agencies won in the following categories:

Interactive

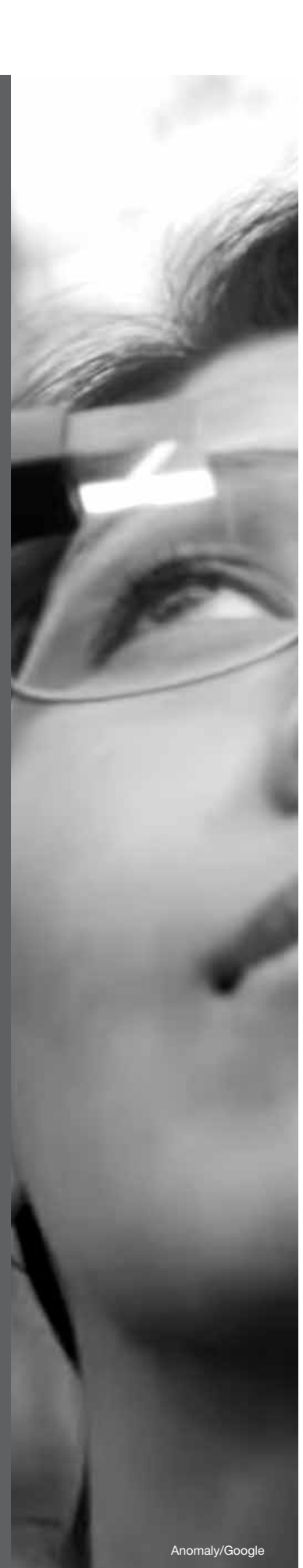
Gold: 72andSunny, Samsung

Gold: Anomaly, Budweiser


Silver: kbs+, BMW

Advertising

Silver: VITRO, Taylor Guitars



Anomaly/Google



**WE FUNDAMENTALLY
BELIEVE THAT DESIGN
CAN TRANSFORM
ORGANIZATIONS**

**HUNTER TURA
BRUCE MAU DESIGN**

Bruce Mau Design/Dream

Q2 KEY FINANCIAL HIGHLIGHTS

ORGANIC REVENUE ⁽¹⁾ GROWTH OF 7.0%

+ 7.0%

Organic revenue ⁽¹⁾ increased 7.0%

+ 10.5%

Reported revenue increased to \$317.7 million from \$287.5 million, an increase of 10.5%

+ 9.5%

Adjusted EBITDA increased 9.5% to \$48.8 million from \$44.6 million with margins at 15.4%

+ 14.6%

Adjusted EBITDA Available for General Capital Purposes ⁽³⁾ increased to \$31.0 million from \$27.1 million, an increase of 14.6%

FY 2014 Guidance*

Given superior performance in the first half and our expectations for continued momentum, we have increased guidance for Adjusted EBITDA to \$184 - \$188 million, and Adjusted EBITDA Available for General Capital Purposes to \$108 - \$112 million

\$53.7 Million

Net annualized new business revenue won in the quarter

Q2 CONFERENCE CALL REPLAY

A recording of the conference call will be available until 9:00 am (ET) on August 8, 2014, by dialing 1-412-317-0088 or toll free 1-877-344-7529 (passcode: 10049255) or by visiting www.mdc-partners.com.

ADJUSTED EBITDA ⁽²⁾ GROWTH OF 9.5%

INCREASED 2014 GUIDANCE* FOR ADJUSTED EBITDA ⁽²⁾ AND ADJUSTED EBITDA AVAILABLE FOR GENERAL CAPITAL PURPOSES ⁽³⁾

2014 Guidance*

	2013 Actuals	Initial 2014 Guidance February 20, 2014	Prior 2014 Guidance April 24, 2014	Revised 2014 Guidance July 24, 2014	Implied Year Over Year Change
Revenue	\$1.15 billion	\$1.230 to \$1.255 billion	\$1.245 to \$1.270 billion	\$1.245 to \$1.270 billion	+8.4% to +10.5%
Adjusted EBITDA ⁽²⁾	\$159.4 million	\$177 to \$181 million	\$181 to \$185 million	\$184 to \$188 million	+15.4% to +17.9%
EBITDA Margin	13.9%	14.4%	14.5% to 15.6%	14.8%	+90 basis points
Adjusted EBITDA Available for General Capital Purposes ⁽³⁾	\$91.6 million	\$104 to \$108 million	\$106 to \$110 million	\$108 to \$112 million	+18.0% to +22.3%

Summary Financial Statement Data

\$ in Millions, except per share data		Year ended December 31, 2013	3 months ended June 30, 2014	6 months ended June 30, 2014
Operating Data	Total Revenue	1,148.9	317.7	610.3
	Organic Revenue Growth ⁽¹⁾	+8.3%	+7.0%	+7.3%
	Adjusted EBITDA ⁽²⁾	159.4	48.8	85.3
	Net Income (Loss)	(94.3)	16.5	7.6
	Adjusted EBITDA Available for General Capital Purposes ⁽³⁾	91.6	31.0	51.7
Balance Sheet Data	Cash and Cash Equivalents	102.0	72.3	72.3
	Total Long-Term Debt	665.1	744.2	744.2
Other Data	Closing Price	25.21	21.49	21.49
	Wtd. Avg. Dil. Shares Outstanding	47.1	50.2	50.1

(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, one time incentive compensation, and profit distributions from affiliates.

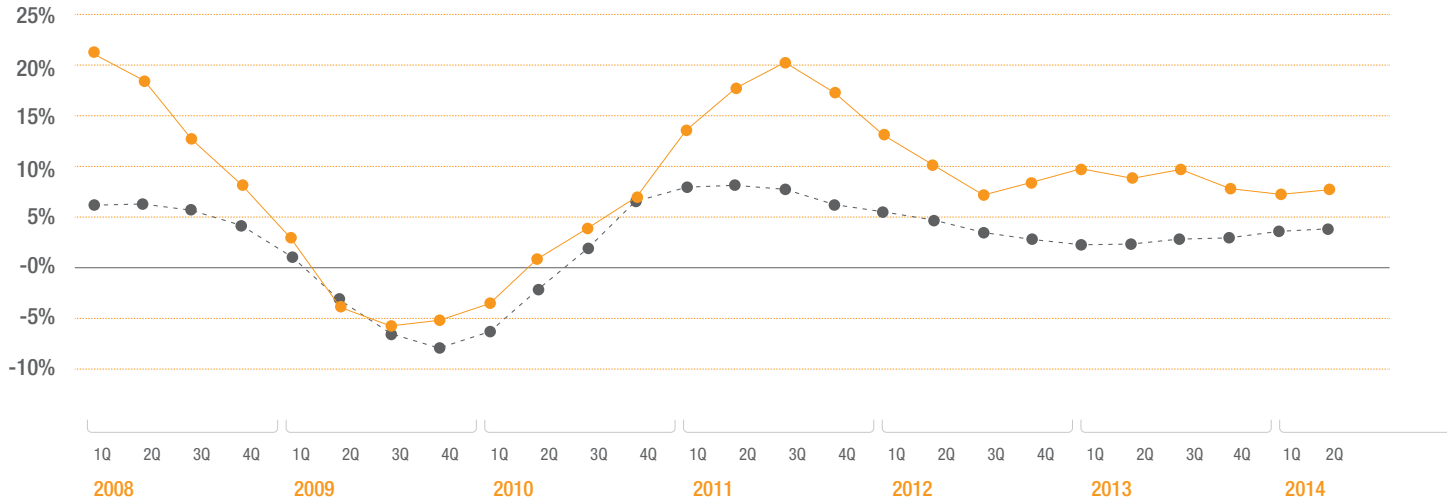
(3) Adjusted EBITDA Available for General Capital Purposes is a non-GAAP measure, and represents funds available for repayment of debt, acquisitions, deferred acquisition consideration, dividends, and other general corporate initiatives.

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 July 24, 2014.

* As of July 24, 2014.

Q2 KEY FINANCIAL HIGHLIGHTS

MDC Partners vs. Peers Trailing 12 Month Organic Revenue



MDC Partners — Peers — Peers include Omnicom, Interpublic, WPP, Havas and Publicis

WPP and Havas have not yet reported Q2 2014 results as of the date of this publication and therefore are not included in the peer aggregate for Q2 2014.

MDC Global Network

UNITED STATES

- ACCENT
- Allison+Partners
- Anomaly
- Attention
- Assembly
- Bruce Mau
- Colle+McVoy
- Concentric
- CP+B
- Doner
- Hello Design
- HL Group
- IMS
- kbs+
- Kwittken
- Laird+Partners
- LBN
- Luntz Global
- mono Advertising
- Northstar
- Redscout
- Relevant
- Hud:sun
- Sloane & Company
- Source Marketing
- 72andSunny
- TEAM
- The Media Kitchen
- Targetcom
- Trade X
- VITRO
- Varick Media Management
- Yamamoto

CANADA

- 6 Degrees
- Andretti Sports Marketing
- Anomaly
- BOOM! Marketing
- Bruce Mau
- BMIR
- Capital C
- kbs+
- Kenna
- Kingsdale
- Northstar
- Tatt2 Media
- Trapeze
- Union
- Veritas

UK/EUROPE

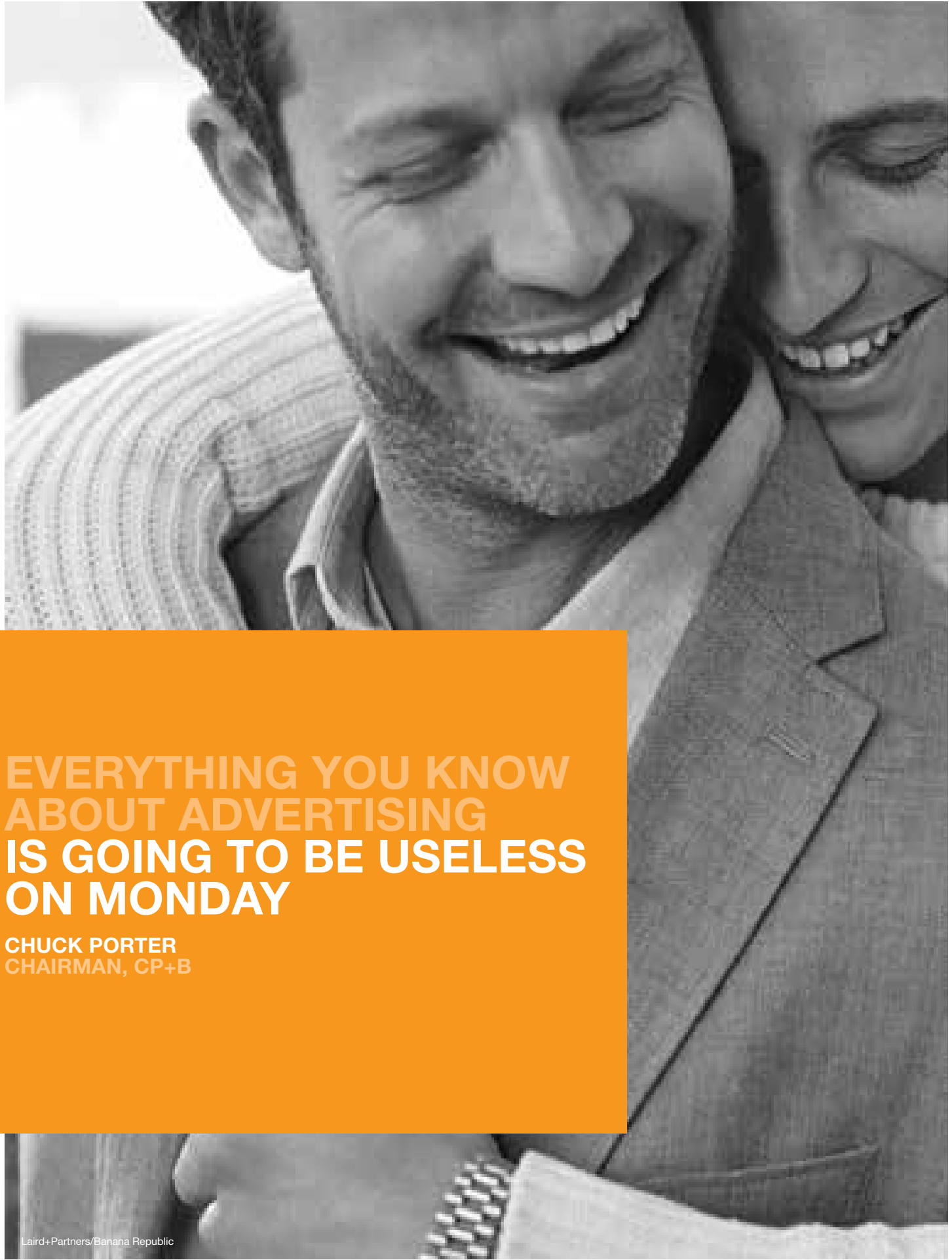
- 72andSunny
- Allison+Partners
- Anomaly
- CP+B
- Doner
- kbs+
- Kwittken
- Northstar

LATIN AMERICA/ CARIBBEAN

- Accent
- CP+B

ASIA

- Allison+Partners
- Anomaly
- kbs+



**EVERYTHING YOU KNOW
ABOUT ADVERTISING
IS GOING TO BE USELESS
ON MONDAY**

CHUCK PORTER
CHAIRMAN, CP+B

Laird+Partners/Banana Republic

MDC PARTNERS CORPORATE ACTIVITY



Hello Design/Los Angeles Philharmonic

CP+B Acquires The House Worldwide: Appoints Richard Pinder as CEO, UK and International

Further strengthening its global capabilities, CP+B acquired London-based global communications network, The House Worldwide. Additionally, CP+B announced the appointment of Richard Pinder, co-founder of The House Worldwide, to the new role of CEO, UK and International. Prior to founding The House Worldwide, Pinder was COO of Publicis Worldwide, an 80-country network and the largest brand agency in Publicis Groupe. In this new position, he will continue to build CP+B's global network outside of the US, working closely with the management teams of CP+B's offices in London, Scandinavia and Latin America. Pinder will also be a part of the agency's overall management team along with CEO Andrew Keller, President Steve Erich, and COO Mike Saunter.

These moves come at a time of significant international growth for CP+B. In the last year, the agency has opened CP+B Brazil with the renowned creative team Marcos Medeiros and Andre Kassu, expanded CP+B Scandinavia to include offices in Copenhagen and Stockholm, and enhanced its senior management team's global capabilities with the additions of Global Managing Director Spence Kramer, CP+B Brazil Managing Director Vinicius Reis and CP+B Scandinavia CEO Anders Davidsson.

Michael Bassik Tapped to Lead Strategic Communications Group and Digital Operations

Continuing our investment in the communications and digital spaces, MDC hired Michael Bassik as Managing Director of MDC's Strategic Communications Group and President of Digital Operations. Bassik comes to MDC from WPP's Burson-Marsteller, where he served as Managing Director and Chairman of the firm's US Digital Practice, as well as CEO of its full-service integrated marketing and advertising firm, Proof Integrated Communications. In his new role, Bassik will be responsible for partnering with MDC's highly-awarded strategic communications firms – including public relations, corporate communications, and financial communications consulting – to support their growth and development, as well as supporting the MDC Partners network of firms in all areas of digital and social media strategy.

With a history of building successful digital strategy and advertising companies, Bassik has deep experience developing profitable strategic partnerships across the industry and creating award-winning digital media programs for corporations, advocacy organizations and political campaigns.

Allison+Partners Expands Global Footprint

Public Relations firm Allison+Partners continued its international expansion with the opening of offices in Paris and Lyon. The offices are lead by industry veterans Isabelle Dejeux and Yann Le Flohic, who have deep expertise in consumer product and service marketing, B2B marketing, events, product launches, thought leadership, reputation management, crisis and issues management and digital strategies.

Allison+Partners' global network now numbers 17 offices worldwide.



Doner/AutoTrader



72andSunny/Google

MDC PARTNERS CORPORATE ACTIVITY



MDC PARTNERS AND WIRED MAGAZINE HIGHLIGHT DISRUPTIVE INNOVATORS ACROSS INDUSTRIES

For the consecutive 4th year, MDC partnered with WIRED magazine at BizCon, an exclusive one-day event that gathers thought leaders for groundbreaking discussions around the ideas and innovations that are shaping our world and fueling the next evolution of business.

72andSunny partners John Boiler, Matt Jarvis and Glenn Cole joined WIRED VP & Publisher Howard Mittman on stage for an enlightening conversation about cultures of innovation, while Bruce Mau Design, kbs+ and CP+B each contributed video content to the day under the themes of: Design, Invention and Innovation, respectively.

Closing out the day, Relevent shifted perspectives even further with an on-site installation of the Oculus Rift for HBO's Game of Thrones virtual reality experience.

UPCOMING EVENTS

9/5/2014

Credit Suisse "Agencies: Managing the Digital Transition" Summit
London, UK

09/29/14 - 10/01/14

Deutsche Bank Leveraged Finance Conference
Scottsdale, AZ

10/9/2014

FBR Capital Markets Digital Media Thought Leaders Conference
New York, NY

RECENT EVENTS

06/18/14

Sanford Bernstein "Future of Media" Summit
Boston, MA

06/05/14

Annual Meeting of Shareholders
New York, NY

04/10/14

Evercore Ad Tech Panel with VMM's Paul Rostkowski
New York, NY

04/09/14

MDC rings closing bell at Nasdaq, MarketSite
New York, NY

03/12/14

Piper Jaffray Tech, Media & Telecom Conference
New York, NY

03/11/14

Deutsche Bank Media, Internet & Telecom Conference
Palm Beach, FL

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

MDC CARES SPOTLIGHT



MDC Partners prides itself on supporting game-changing innovation both throughout our partner network and with our charitable partners. This year MDC Partners presented the MDC Partners Humanitarian Award to Thorn: Digital Defenders of children at the annual WIRED BizCon. Now in its fourth year, the \$20,000 award recognizes groundbreaking, entrepreneurial innovation in support of humanitarian efforts. Thorn partners across the tech industry, law enforcement and NGOs to combat predatory behavior, rescue victims of sexual exploitation and protect vulnerable children.

Also this quarter, MDC Partners celebrated the 20th Mississauga Golf & Country Club. The tournament, co-founded by MDC Partners Chairman & CEO

Miles Nadal, has raised more than \$5M since its inception for Mount Sinai Hospital and the Lunenfeld-Tanenbaum Research Institute in downtown Toronto. This year's event, co-sponsored by MDC Partners, raised a record-breaking \$675,000 CAD for innovative research, education and high quality patient care.

MDC Partners was proud to formally announce a new Clinton Global Initiative Commitment to Action in partnership with Year Up at the CGI America Meeting in Denver by Former Secretary of State Hillary Rodham Clinton. MDC's Commitment will support the development of twenty five 6-month, paid internships across the MDC Network of agencies for graduates from Year Up's Project Management, Finance, Information Technology and Quality Assurance training programs. This commitment forms part of the CGI Job One Strategy aimed to provide pathways to employment for the nearly six million young Americans between the ages of 16-24 who are out of work and out of school with limited access to the workforce. MDC Partners is proud of this commitment and privileged to work with our partners to create meaningful change in America's workforce.

For more information on MDC's ongoing community and philanthropic initiatives, please visit the MDC Cares Blog at www.mdccares.com.



CP+B/Turkish Airlines

MDC PARTNERS FACT SHEET



A PARTNER COMPANY NOT A PARENT COMPANY

MDC Partners is one of the leading and fastest-growing global Business Transformation Organizations. We thrive by empowering the most talented, entrepreneurial and innovative thought leaders to drive competitive advantage and business growth for clients. Our agency partners leverage technology, marketing communications, data analytics, insights and strategic consulting solutions to drive meaningful, measurable returns on marketing and communications investments for over 1,500 clients worldwide.

Select Recent Awards

MDC PARTNERS: THE PLACE WHERE GREAT TALENT LIVES.

4A's O'TOOLE Awards

mono
Small Agency of the Year (2012)

Advertising Age

72andSunny
Agency of the Year (2014)

72andSunny
Most Viral Agency of the Year (2014)

Anomaly
Most Viral Super Bowl Ad (2014)

CP+B
Agency of the Decade (2010)

Adweek

72andSunny
Agency of the Year (2013)

Cannes Lions

MDC Various
Five Grand Prix (2012)

Creativity A-List

72andSunny
Agency of the Year (2013)

72andSunny
Innovators of the Year (2014)

The Delaney Report

Doner
Agency of the Year (2013)

EFFIES

72andSunny
Grand Prix, Gold (2013) (Activision)

Anomaly
Gold (2014) (Bud Canada)

CP+B
Gold (2013) (Kraft)

CP+B
Gold (2013) (Amex)

CP+B
Gold (2012) (Baby Carrots)

EMMYS

Anomaly
Avec Eric (2011)

The Holmes Report

Sloane & Company
Crisis Agency of the Year (2012)

Jay Chiat Awards for Strategic Excellence

72andSunny
Grand Prix (2013)

ONE Show

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 (Healthcare) (2014) (Medtronic)

Exponent
Industry Campaign of the Year (B2B) (2014) (DuPont)

PRWeek

Allison+Partners
Technology Campaign of the Year (2013) (Dropbox)

Global Leadership

Miles S. Nadal
Chairman & CEO

David Doff
CFO

Bob Kantor
Chief Marketing & Business Development Officer

Partners

6 Degrees	Kwitken
72andSunny	Laird+Partners
ACCENT	LBN
Allison+Partners	Luntz Global
Andretti Sports Marketing	MDC Media Partners mono
Anomaly	Northstar Research Partners
Assembly	Real Interactive
Attention	Redscout
BOOM! Marketing	Relevant
Bruce Mau Design	Sloane & Company
Bryan Mills Iradesso	Source Marketing
Colle+McVoy	TargetCom
Concentric	TEAM
CP+B	The Media Kitchen
Doner	Trade X
Exponent PR	Trapeze
Hello Design	Union
HL Group	Varick Media Management
Hud:sun Media	Veritas
Integrated Media Solutions	VITRO
kbs+	Yamamoto
Kenna	
Kingsdale Shareholder Services	

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Company Securities

MDC Partners' Class A Shares are publically traded on NASDAQ under the symbol "MDCA" and on the Toronto Stock Exchange under the symbol "MDZ.A"

Additional Information

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

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Forward Looking Statements & Other Information

This presentation, including our “2014 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, estimates of amounts for deferred acquisition consideration and “put” option rights, 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 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 “put” option rights 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.