

MINUTES of the video conference meeting of the Board of Directors (the “Board”) of Nielsen Holdings plc (the “Company”), held on Thursday, April 16, 2020.

Present: Board Members

Mr. James A. Attwood, Jr., Chairperson
Mr. Thomas Castro
Mr. Guerrino De Luca
Ms. Karen Hoguet
Mr. Harish Manwani
Ms. Janice Marinelli Mazza
Mr. Robert Pozen
Ms. Nancy Tellem
Mr. Javier Teruel
Ms. Lauren Zalaznick

Management

Mr. David Kenny	CEO, Chief Diversity Officer and Board Member
Mr. David Rawlinson	CEO, Global Connect and Board Member
Mr. Vinay Bassi	SVP, Corporate FP&A
Mr. George Callard	Chief Legal & Corporate Affairs Officer
Mr. Samipendra Chaudhury	SVP, Finance
Mr. Sean Cohan	Chief Growth Officer and President - International
Mr. Patrick Dodd	Chief Commercial Officer, Global Connect
Ms. Sara Gubins	SVP, Head of Investor Relations & Treasury
Mr. Yuneeb Khan	Chief Financial Officer, Global Connect
Ms. Laurie Lovett	Chief Human Resources Officer
Ms. Laura Nelson	Chief Communications Officer
Mr. John Tavorieri	Chief Transformation Officer
Ms. Linda Zukauckas	Chief Financial Officer
Ms. Emily Epstein	Secretary to the Board

Guests

Mr. Eric Menell	JP Morgan Chase
Mr. Rick Gabriel	JP Morgan Chase
Mr. Jay Hoffmann	JP Morgan Chase
Mr. Steven Rosenblum	Wachtell, Lipton, Rosen & Katz
Mr. Raaj Narayan	Wachtell, Lipton, Rosen & Katz

1. Opening/Executive Session

The meeting opened at 8:30 a.m.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Mr. Attwood then discussed the Nomination and Corporate Governance Committee's review of the Company's U.K. and Australia Modern Slavery Act Statement. On motion duly made and seconded, the Board adopted the following resolution:

RESOLVED, that, upon recommendation of the Nomination and Corporate Governance Committee, the Board hereby approves the Company's U.K. and Australia Modern Slavery Act Statement.

2.

[REDACTED]

[REDACTED]

[REDACTED]

3.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

4.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

5.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

6.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

7.

[REDACTED]

[REDACTED]

[REDACTED]

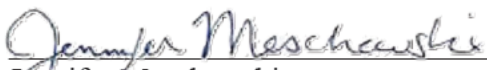
[REDACTED]

8. Executive Session/Closing

[REDACTED]

The meeting was closed at 1:30 p.m

Company Secretary


Jennifer Meschewski